

**Statnett**

Code of  
Conduct





*«We take pride in conducting our business in accordance with our ethical principles and values. This enables us to deliver on our mission to ensure a safe and reliable supply of electricity, whilst creating sustainable value, and contributing towards the green transition.»*

Hilde Tonne, CEO

# Statnett Introduction



# Introduction

Our Code of Conduct outlines our expectations and sets out requirements on how each of us should act when we conduct activities on behalf of Statnett. It reflects who we are and forms the foundation of our business culture. The Code of Conduct includes:

1. Ten ethical principles
2. Guidance on what each principle means to you

The Code of Conduct applies to all permanent and temporary employees of Statnett, as well as to hired consultants and board members. The Code of Conduct is a top-level document among Statnett's governing documents. All other policies, instructions and rules of procedure are based on the principles set out in the Code of Conduct.

At Statnett:

- Ethical behaviour is an integral part of our activities
- We comply with laws and regulations, and act in line with our values and principles in everything we do
- We seek advice on, and discuss ethical dilemmas openly
- We speak up when we observe censurable conditions (issues of concern) and we report breaches of Statnett's ethical principles

- We require suppliers and business partners to adhere to ethical standards that align with our ethical principles

In addition to complying with laws and regulations, the Code of Conduct is based on international standards and principles with which Statnett seeks to uphold, including the UN Universal Declaration of Human Rights and the ILO core conventions.

Statnett is expected to conduct its business in a sustainable manner. Sustainability at Statnett entails taking responsibility for people, society, nature, the environment and the climate. Sustainability is embedded in all our ethical principles.

All permanent and temporary employees, hired consultants and board members shall comply with applicable laws and regulations in their work.

This encompasses both external requirements and internal rules, including laws, regulations and our governing documents.

As an employee, you are expected to familiarise yourself with Statnett's Code of Conduct and utilise it as a guiding framework in all your work at Statnett. You shall acquire the necessary knowledge to be able to comply with the laws and regulations that apply to your field of work, and you shall seek advice from your manager or dedicated professionals if you have any doubts.

As a manager, you shall ensure that your employees are familiar with the external and internal rules and regulations that apply within their field of work.

## Ethical dilemmas and whistleblowing

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At Statnett, we do not hesitate to report concerns related to possible censurable conditions or to seek advice on ethical issues. Dialog is crucial for fostering improvements. Engage openly with your manager and colleagues on matters of ethics and ethical dilemmas.

All employees have the right to report censurable conditions observed within the organisation. All employees should be confident that their notifications will be properly handled in a confidential manner without risk of reprisals. Familiarise yourself with Statnett's procedure for notifying censurable conditions.

We have a dedicated Ethics and Whistleblowing Committee tasked with advising on ethical issues and ensuring that notifications of censurable conditions are handled in accordance with established procedures.

## Consequences of ethical and legal breaches

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Breaches of Statnett's Code of Conduct or other governing documents are considered violations of the employment contract and may result in disciplinary action. Depending on the severity, disciplinary actions may include oral or written warnings, and, ultimately, termination of employment. Criminal offences will be reported to the relevant public authority.

# Statnett Statnett's ethical principles



# Statnett's ethical principles



## **1 Human and labour rights**

We respect human rights and work actively to safeguard labour rights in our business and throughout the value chain

## **2 Health, safety and environment**

Our workplaces shall be safe for all personnel, and we shall all contribute to fostering a positive work environment

## **3 Climate and environment**

We take care of our environment and we choose climate-friendly solutions

## **4 Diversity, discrimination and harassment**

We champion diversity, equality and inclusion, and we do not accept any form of discrimination or harassment

## **5 Anticorruption, gifts and benefits**

We are proactive in combatting corruption and exercise caution in giving and receiving gifts or other benefits

## **6 Conflicts of interest and integrity**

We identify and manage conflicts of interest and ensure that our integrity cannot be questioned

## **7 Suppliers and other business partners**

We choose suppliers and business partners who adhere to ethical standards that align with our ethical principles

## **8 Fraud and other financial misconduct**

We safeguard Statnett against theft, fraud and other financial misconduct

## **9 Communication**

We communicate openly, in a clear and precise manner with all stakeholders, and ensure that important information that can or shall be shared is provided in a timely manner

## **10 Confidential information**

We never use confidential information without a legitimate need, or share confidential information with unauthorized persons

# 1 Human rights and labour rights

We respect human rights and work actively to safeguard labour rights in our own business and throughout our value chain

Respect for human rights and labour rights means that we work to identify, prevent, reduce and manage adverse impacts on human rights in the workplace, in the value chain and in the local communities where we are present. We do this in accordance with the UN Guiding Principles on Business and Human Rights. Labour rights are an important part of human rights. We show consideration for our stakeholders, and the minority groups and indigenous peoples affected by our activities, understanding that dialogue is vital for sound solutions and coexistence.

## What does this mean for you as an employee?

- You shall familiarise yourself and comply with established internal guidelines for the safeguarding of human rights and labour rights
- You shall not violate, or be complicit in the violation of, the human rights and labour rights of our colleagues, employees of our business partners, our customers and anyone affected by our activities
- You are vigilant and report if you experience, become aware of or suspect any such violations of human rights or labour rights among our colleagues, employees of our business partners or other people affected by our activities, including minority groups and indigenous peoples





## 2 Health, safety and environment

Our workplaces shall be safe for all personnel, and we shall all contribute to fostering a positive work environment

Statnett shall be a safe workplace. We seek to prevent any personnel accidents and/or injuries.

This is particularly important due to the high-risk nature of some of our activities. All personnel shall be safe at work every single day.

### What does this mean for you as an employee?

- You shall prioritise health and safety above all
- You shall familiarise yourself -and comply with established rules and instructions for HSE, and follow Statnett's Nine Life-Saving Rules
- You shall report undesired incidents and work for continuous improvement
- You show concern for your colleagues' welfare and you actively contribute to a positive workplace environment



## 3 The climate and the environment

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We care of our environment and choose climate-friendly solutions

Statnett plays a key role in the transition to a renewables-based society. Fulfilling our mission in the development of the future transmission system requires us to safeguard the climate and the environment. We shall be dedicated to facilitate coexistence, cut emissions and protect the environment.

### **What does this mean for you as an employee?**

- You contribute to Statnett being able to build and operate the transmission system in a way that reduces greenhouse gas emissions, pollution and impact on nature, and that contributes to a nature-positive transition
- You help reduce Statnett's carbon footprint and nature impact in your day-to-day work
- You speak up if you feel that considerations of climate and the environment are not being sufficiently addressed in line with internal guidelines



## 4 Diversity, discrimination and harassment

We champion diversity, equality and inclusion, and we do not accept any form of discrimination or harassment

Statnett shall accommodate everyone, regardless of gender, age, professional background, nationality, skin colour, religious or cultural background, political views, disability, sexual orientation, gender identity or other differences. We strive to create a workplace environment where everyone has the opportunity to contribute to achieving the company's goals and to realising their own potential. We do not tolerate any form of discrimination or harassment in our workplace.

### What does this mean for you as an employee?

- You treat others with respect and dignity, regardless of gender, age, professional background, nationality, skin colour, religious or cultural background, political views, disability, sexual orientation, gender identity or other differences
- You do not participate in harassment or bullying in the workplace, and you speak up if you observe someone being bullied or harassed in connection with Statnett's work
- Equal treatment shall be an underlying principle in all decisions you make in your work



## 5 Anticorruption, gifts and benefits



We are proactive in combatting corruption and exercise caution in giving and receiving gifts or other benefits

Corrupt conduct is when someone gives, offers, demands or accepts an offer of an undue advantage for themselves or others, in connection with a position, appointment or assignment on behalf of Statnett. Such benefits would include bribes or other forms of facilitation payments, trading in influence and other financial or non-financial benefits. Corruption is illegal, and at Statnett we have zero tolerance for all forms of corruption. We shall act in an open, transparent and accountable manner.

At Statnett, we shall avoid situations where the offer or receipt of benefits – whether gifts, hospitality, courtesy gestures, coverage of expenses or other benefits – could constitute, or could be perceived as to constitute, undue influence. Offering or receiving gifts or other benefits can be problematic, giving rise not only to potential corruption, but also conflicts of interest and taxation issues.

### **What does this mean for you as an employee?**

- You consider carefully before giving/accepting gifts or other benefits to/from business associates. You never accept gifts or other benefits if you have reason to believe, or it can be perceived as if, the purpose is to influence your decisions
- Gifts or benefits that are modest in value are normally acceptable, given that the context is appropriate. Typically, receiving or giving flowers in the right context will be considered as acceptable. Food and drink of a moderate nature is normally acceptable, given that the context is appropriate
- You shall not offer or provide undue benefits to third parties to influence the outcome of decisions (trading in influence)
- Business travel and accommodation expenses shall always be paid by Statnett
- You shall exercise particular caution when the offer or receipt of benefits involves public officials
- You shall never accept gifts or other benefits from external parties involved in a procurement, negotiation or decision-making process
- You speak up if you suspect corruption, and maintain transparency about offers, gifts or other benefits
- If you are in any doubt regarding gifts or benefits, consult your manager, the legal department, or the Ethics and Whistleblowing Committee
- If you observe actions that may constitute corruption or that otherwise violate or may be perceived as violating our Code of Conduct, you shall notify this via Statnett's established whistleblowing channels

## 6 Conflict of interest and integrity

We identify and manage conflicts of interest and ensure that our integrity cannot be questioned

We shall be transparent and act loyally towards Statnett's interests. At the same time, Statnett respects each employee's right to manage their own private interests and investments.

An individual would be disqualified from acting on behalf of Statnett if there are circumstances likely to undermine confidence in their integrity, typically a conflict of interest. A conflict of interest arises if an individual, or someone with whom the individual have a close relationship, is considered to have a prominent personal or financial interest in the outcome of a decision or a process.

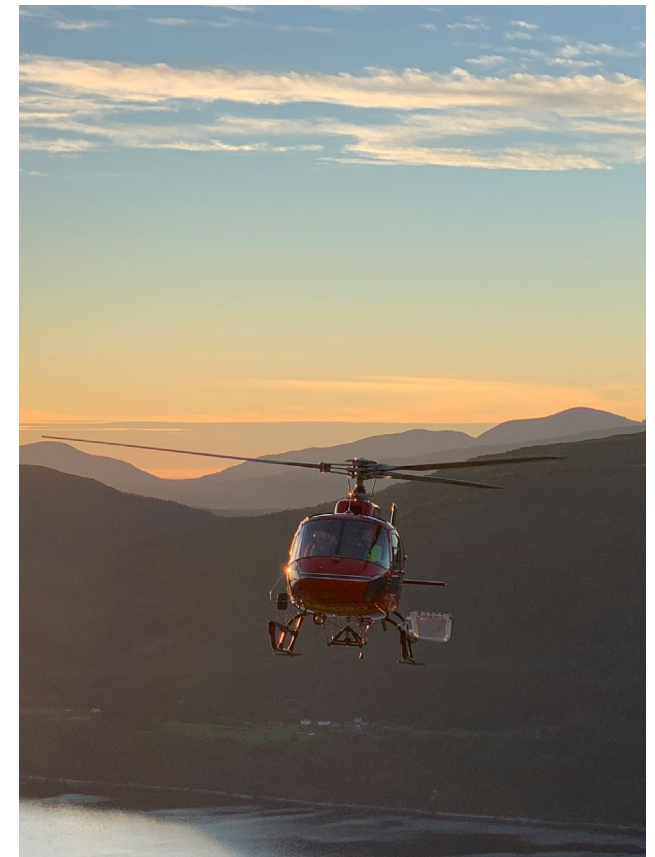
We shall avoid situations where our integrity or impartiality could be called into question. At Statnett, we shall identify and manage conflicts of interest.

### What does this mean for you as an employee?

- You do not participate in, contribute to, or seek to influence processes or decisions, if you,

or someone with whom you have a close relationship, has a prominent personal or financial interest in the outcome

- You are transparent about and report to your manager any positions, ownership interests (including shares) or other financial interests, relationships or anything else that could result in a conflict of interest
- If you have any doubts about a conflict of interest, you shall raise the issue with your manager. If you are still uncertain, seek advice from the legal department or the Ethics and Whistleblowing Committee
- You are aware that the Norwegian Public Administration Act's rules regarding conflict of interest apply when the Statnett as TSO makes decisions and when carrying out procurement processes, and you familiarise yourself with these rules if they are relevant to your work
- For special groups, separate rules regarding appointments and ownership interests also apply



## 7 Suppliers and other business partners

We choose suppliers and business partners who adhere to ethical standards that align with our ethical principles

Statnett has a separate Code of Conduct for Suppliers, which communicates our expectations and sets out our requirements for them. This code is based on the same ethical fundament as our own ethical principles, but is adapted to be applied on third parties.

We choose to cooperate with suppliers, business partners and other parties who act in accordance with our Code of Conduct for Suppliers. We monitor our value chain, carry out regular background checks and due diligence, and ensure that fundamental human rights are safeguarded.

### What does this mean for you as an employee?

- You consult with your manager if you are in any doubt as to whether a business partner is acting in accordance with our Code of Conduct for Suppliers
- You speak up if you observe or suspect that a business partner is not acting in accordance with our Code of Conduct for Suppliers
- If you are responsible for a supplier, business partner or other relationship, you shall:
  - ensure that Statnett's procedures for background checks and due diligence are followed when establishing or maintaining the relationship
  - ensure that the supplier contractually undertakes to comply with Statnett's Code of Conduct for suppliers
  - ensure ongoing assessments of whether business partners' activities are in line with Statnett's Code of Conduct for suppliers



## 8 Fraud and other financial misconduct

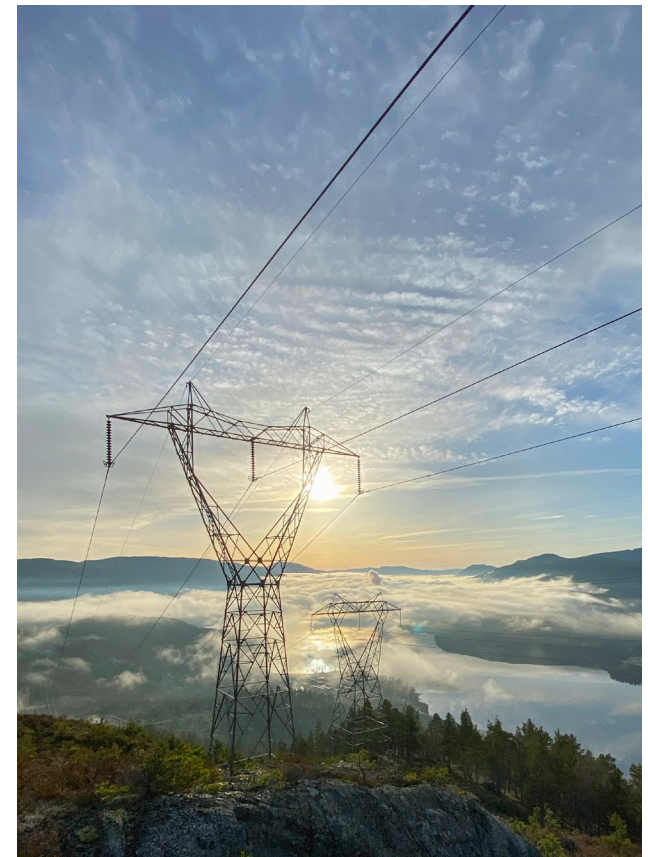
We safeguard Statnett against theft, fraud and other financial misconduct

Fraud is a deliberate, dishonest act to obtain an unfair or illegal advantage. It includes misuse or theft of Statnett's assets, as well as illegal acts affecting finances and accounting.

As employees, we have access to Statnett's assets through our work. We shall never acquire any form of financial advantage or gain from either Statnett or our business partners through illegal, fraudulent or unethical conduct. We look after and safeguard Statnett's assets in accordance with applicable guidelines and instructions.

### **What does this mean for you as an employee?**

- You familiarise yourself and comply with the established rules and instructions for the use of Statnett's assets
- You do not use Statnett's assets for personal purposes or profit unless this is agreed in the employment relationship or is in line with Statnett's rules and guidelines
- You protect Statnett's assets against loss, theft or misuse
- You ensure that all documentation you supply or approve, which is used for reimbursement or other payments from Statnett, is relevant to your or your employees' work at Statnett, and is in line with our Code of Conduct and governing documents



## 9 Communication

We communicate openly, in a clear and precise manner with all stakeholders, and ensure that important information that can or shall be shared is provided in a timely manner

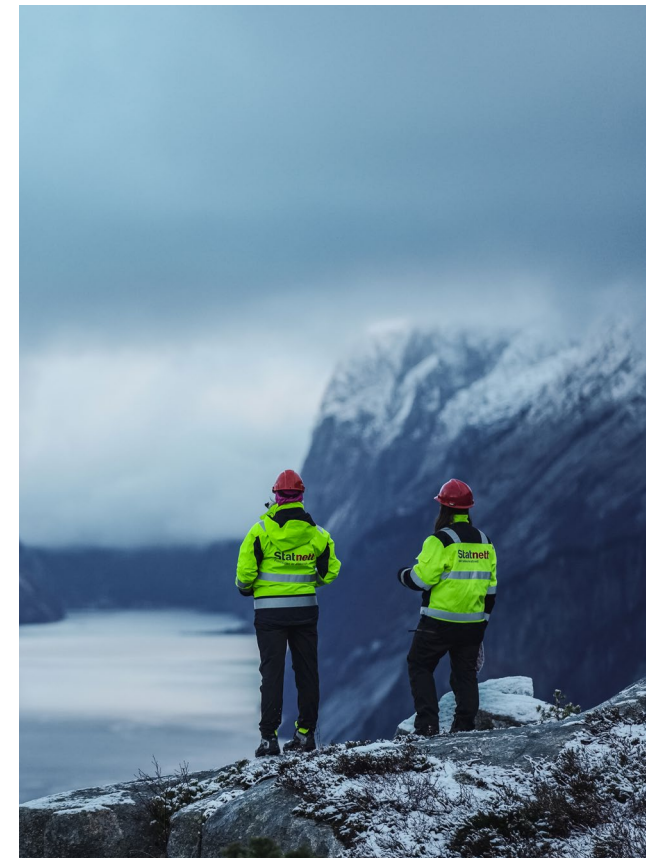
Communication with the media and the general public shall be based on Statnett's guidelines and in accordance with stated authorisations. At Statnett, the Communications department coordinates dialogue with the media and external stakeholders.

Information we possess may be subject to regulations such as the Norwegian Freedom of Information Act, the Regulations relating to Grid Regulation and the Energy Market (NEM), the Norwegian Securities Trading Act or the Norwegian Act on Public Procurement. These regulations set out rules regarding where and how such information may be shared.

Statnett is not a political actor and we do not associate ourselves with political movements. We may contribute to the public discussion by means of analyses, studies and other fact-based information related to our activities.

### What does this mean for you as an employee?

- You shall not communicate on behalf of Statnett unless you have been authorised to do so, either explicitly or by virtue of your position. This applies to all media, including social media
- You familiarise yourself and comply with established internal guidelines for external communication that are relevant to your work
- You are particularly cautious about sharing information that is subject to laws and regulations, and follow the mechanisms set out for sharing such information, whether it concerns information to the wholesale electricity market or financial markets, information in procurement processes or other processes where the flow of information is regulated
- You communicate clearly, so that those we meet perceive that their interests are being addressed
- If you are unsure regarding any communication with external parties, you shall raise the issue with your manager. If you are still unsure, seek advice from the Communications department





# 10 Confidential information

We never use confidential information without a legitimate need, or share confidential information with unauthorized persons

Through our work, we gain access to and generate confidential or sensitive information about Statnett's operations, our employees, our business partners and other parties. This information may be regarded as confidential pursuant to legislation, or there may be commercial reasons why Statnett or other parties would wish to limit the dissemination of such information.

Such information may relate to commercial matters linked to Statnett or other parties; it may be personal data that is regulated by privacy legislation; or it may be information that affects national security and that is regulated under the Norwegian Security Act or the Power Contingency Regulation.

The information we hold may also constitute inside information governed by the Regulations relating to Grid Regulation and the Energy Market (NEM) or the Norwegian Securities Trading Act. Inside information is information that is not in the public domain and that could affect the price of wholesale electricity products or financial instruments.

We have a duty of confidentiality regarding certain information, including information that affects national security, other sensitive power-system information or stock-market-sensitive information, information about commercial relationships related to parties with which we interact and information that contains confidential personal data. The duty of confidentiality applies regardless of from whom and under what circumstances we have received the information, and continues to apply after your employment relationship at Statnett has ended. Dissemination of confidential information may also be a criminal act. All processing of personal data, such as collection, registration, use, storage and deletion, shall take place in accordance with applicable laws and regulations.

## What does this mean for you as an employee?

- You label all information with a sensitivity level in accordance with Statnett's requirements and guidelines for labelling of information
- You never share confidential or sensitive information, whether outside or inside the company, unless there is a legitimate and authorised need to do so

- You do not search for confidential or sensitive information via Statnett's systems unless this is legitimate and authorised for the performance of your work
- You familiarise yourself and comply with the instructions that apply to the processing of the various forms of confidential or sensitive information
- You never use confidential or sensitive information to obtain personal benefits, and are particularly conscious of this issue if you trade financial instruments or wholesale electricity products or related derivatives
- You are careful when handling confidential or sensitive information and do not discuss such information publicly
- You understand that all processing of personal data shall have a clear purpose and shall be performed with respect for the person's integrity and rights
- For special groups, separate rules also apply regarding proprietary trading in financial instruments or in wholesale power products and related derivatives

Statnett

