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**FAIL-SAFE**   
IT Solutions Oy

# CODE OF CONDUCT

Guide for personnel and  
partners of Fail-Safe



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## Company Values

Everyone at Fail-Safe is committed to the following values:

- **Doing Business Fairly**
- **Being Socially Responsible**
- **Respecting Human Rights**
- **Maintaining Security and Privacy**
- **Avoiding Conflicts of Interest**

All employees are committed to reporting any violations to this code of conduct. Reports are confidential, and there are no punishments for false alarms or suspicions.

By default, serious matters such as bullying, discrimination, and security issues should be reported to the Compliance Officer ([compliance@fail-safe.net](mailto:compliance@fail-safe.net)). Concerns related to people higher than you, such as your manager or the CEO, should also be directed to the Compliance Officer.

Other concerns – for example those related to the working environment or salaries – should first be discussed with your own manager and/or HR ([anni.lehtinen@fail-safe.net](mailto:anni.lehtinen@fail-safe.net)), and escalated to Compliance Officer if needed.



# 1 Doing Business Fairly

At Fail-Safe we comply with the law in all of our activities and are committed to fair business practices. We also require our business partners and consultants to do the same.

## 1.1 Good Corporate Governance

All owners and governing members of Fail-Safe are committed to overseeing the direction of the company and supervising the management. It is their responsibility to secure the future of the company by ensuring continuing relations with the customers, business partners and other stakeholders.

All employees, owners and governing members of Fail-Safe are committed to responsible financial management such as tax compliance and lawful practices related to trading, accounting, investing and invoicing.

## 1.2 Fair Competition

Fail-Safe's business is based on open and fair competition. We do not take part in activities that might restrict effective competition.

We follow all applicable anti-competition laws and policies in Finland and the EU. We do not discuss prices or customers or divulge insider information with our



competitors. We are committed to fair pricing and avoiding unethical pricing policies.

*You attend a seminar and meet your former coworker from your previous job. They now work for a company that competes with Fail-Safe. After a few drinks they want to talk about which of their customers are their biggest profit-makers, and how Fail-Safe could ask higher prices from them.*

→ **You end the conversation**, since this could be considered illegal price-fixing.

### 1.3 Appropriate Marketing

Fail-Safe is committed to ethical marketing. Our marketing complies with the Finnish laws and principles related to good marketing practices.

Our marketing is truthful about our company and its products, and it will not mislead potential customers or omit essential information. Our marketing does not contain inappropriate use of sexuality, gender, history or culture, and it does not participate in maintaining harmful social structures or stereotypes.

*Fail-Safe has purchased a brand sponsorship with an up-and-coming young tech influencer through their agency. You notice that the influencer doesn't always make it clear that the content they publish is sponsored, and that they frequently feature unrelated sexual content that appeals to their target audience.*

→ **You notify the Compliance Officer and the marketing team**, since these are inappropriate marketing practices.



## 1.4 Transparent Communication

Everyone at Fail-Safe is committed to clear and truthful communication. Our employees will report false or misleading information about Fail-Safe whenever they see it, and they will direct all questions towards the appropriate channels.

If our employees participate in discussions about our products or our company in public, they will always mention that they are employed by Fail-Safe. To ensure the clarity of communication and official stances, our employees, contractors and consultants do not use the name “Fail-Safe” as a part of their social media account names.

*You see an anonymous account in Twitter talking about Fail-Safe’s internal strategy and customers.*

→ **You notify your manager, if possible with links and screenshots.**



## 2 Being Socially Responsible

Fail-Safe is committed to being a socially responsible member of all communities it is active in. We also require our business partners and consultants to do the same.

### 2.1 Excellence Through Expertise

Fail-Safe is committed to creating value in the information technology industry. Our core principles are aligned with the open source software movement: open source software should be editable, and the improper use of it should be reported.

Fail-Safe strives to acknowledge its place and responsibilities in the information technology industry and the open source community. It strives to be an upstanding member and contributor in both of them.

Our employees are committed to the upkeep of their expertise and their comprehension of industry standards to benefit the customers, Fail-Safe, and society.

### 2.2 Being Environmentally Conscious

Fail-Safe is dedicated to protecting the environment. To minimize our environmental impact we are committed to using natural resources sustainably, and we aim towards a circular economy to reduce waste.



We strive to purchase used hardware instead of new, to use and maintain items well to prolong their useful lifespan, and to recycle them properly afterwards. We also prefer all purchased items to be reusable and sustainably produced if possible.

We strive to use renewable energy and to reduce our carbon footprint. We take care to ensure that our products are designed to be efficient so that they do not waste energy or cause unnecessary hardware strain. We also instruct our employees to recycle and to be environmentally conscious in their daily life.

### 2.3 Taking Part in Society

Fail-Safe does not participate in party politics in any country. Fail-Safe does not make donations to political parties or politicians either directly or through a third party. It also does not take part in or donate to organizations whose main purpose is political lobbying.

Fail-Safe takes care to ensure that the industry groups it is part of use their member fees ethically and responsibly. When Fail-Safe gives statements or participates in statements made by industry groups, it makes sure that they are in line with the best interests of the technology community and the society at large.

Employees may propose organizations to work with for charitable causes. Sponsorships and donations are always assessed by their impact to the society and the environment.

*You find out that Fail-Safe has bought services from a communications company that is actively lobbying with politicians to support a law that would be beneficial for Fail-Safe's business.*

**→ You notify the Compliance Officer.**





## 3 Respecting Human Rights

Fail-Safe is committed to respecting internationally recognized human rights, and we do not tolerate violations to them in any form.

All employees are dedicated to reporting all possible violations to these matters to the Compliance Officer and HR.

### 3.1 Equal Treatment

Fail-Safe is an inclusive work community. We are committed to equality and non-discrimination, and we have no tolerance for any sort of discrimination, harassment, insults, or threats based on a person's gender, ethnicity, nationality, religion, age, physical ability, marital status, pregnancy, or sexual identity.

These values are reflected in our hiring practices and marketing, and we require that all our partners also respect them.

*A coworker has made a mistake. Another coworker is making fun of them by using racial slurs and sexist language, and is trying to make you join in.*

→ **You notify the Compliance Officer and HR, since this sort of behavior is unacceptable.**



## 3.2 Working Together Openly

All employees are responsible for the upkeep of Fail-Safe's company culture and creating a safe and pleasant working environment.

The hiring, compensation and treatment of employees are based on their competence, skills and achievements. We do not tolerate favoritism, unequal treatment, or any form of bullying.

All employees are committed to documenting their work in order to ensure transparency in working hours, fair compensation, and a healthy work-life balance.

Fail-Safe participates in fostering young people's development and skills by offering traineeships and similar first employment opportunities in accordance with the Finnish law. However, we are committed to avoiding child labor and do not employ people under 16 years of age.

We also want to encourage professional growth in our employees. This is done by offering honest, precise and professional feedback, listening to the concerns of others, and encouraging everyone to initiate dialogue and communicate openly and transparently.

*You find out that your coworker has a larger salary than you, even though you have the same degree of education and the same responsibilities.*

→ ***You talk about this issue with your manager and HR.***

*Your manager often has long breaks with your coworker. The coworker also seems to receive an OK performance review despite not being very productive.*

→ ***You talk about this issue with your manager, HR and the Compliance Officer.***



*Your manager frequently seems disinterested and annoyed when you have questions for them or try to talk with them about the issues you're having.*

→ **You notify HR and the Compliance Officer.**

### 3.3 Proper Personal Conduct

All employees are expected to know the limits of appropriate personal conduct. Employees are expected to treat other people respectfully, to never use threats or violence against others, and to not use intoxicants during working hours. Illegal substances, weapons and dangerous items are strictly disallowed in all work-related settings. Company equipment should never be used for pornography, gambling, or piracy.

Managers at Fail-Safe take their subordinates' physical and mental health seriously. If there are concerns, they direct their subordinates to consult with appropriate healthcare professionals. Managers will protect the privacy of their subordinates, and no employee is required to share details on their personal life or medical history with their colleagues.

At Fail-Safe we believe that all people are entitled to privacy concerning their personal life and beliefs. They're also entitled to freedom of religion and conscience. Fail-Safe's employees are free to participate in labor unions and party politics, and Fail-Safe will not have a say on anyone's political views.

*Your subordinate has to be on a sick leave often because of their chronic illness. Your other subordinates complain about this to you during performance review.*

→ **You are not allowed** to explain the details behind the frequent sick leaves, even if it would feel like an easy way to defuse the situation.



*You notice your coworker making sexual comments and jokes to another coworker during a company party.*

- **You notify the Compliance Officer and HR.** *You can not know how the other coworker really feels about these comments, even if they laugh along. Also, even if all the directly involved people are OK with this, some other people present may not feel comfortable in an environment where this is commonplace.*

*You notice that your coworker has a bag of cannabis in their laptop bag while you are visiting a customer together.*

- **You notify the Compliance Officer and HR.** *Breaking the law can have consequences for not just Fail-Safe but also the customer, and all intoxicants can be legally considered a security risk.*



## 4 Maintaining Security and Privacy

As an information technology company Fail-Safe is especially committed to maintaining security and privacy. This applies to both personal data and business information.

All employees are dedicated to reporting all possible security breaches to the Compliance Officer.

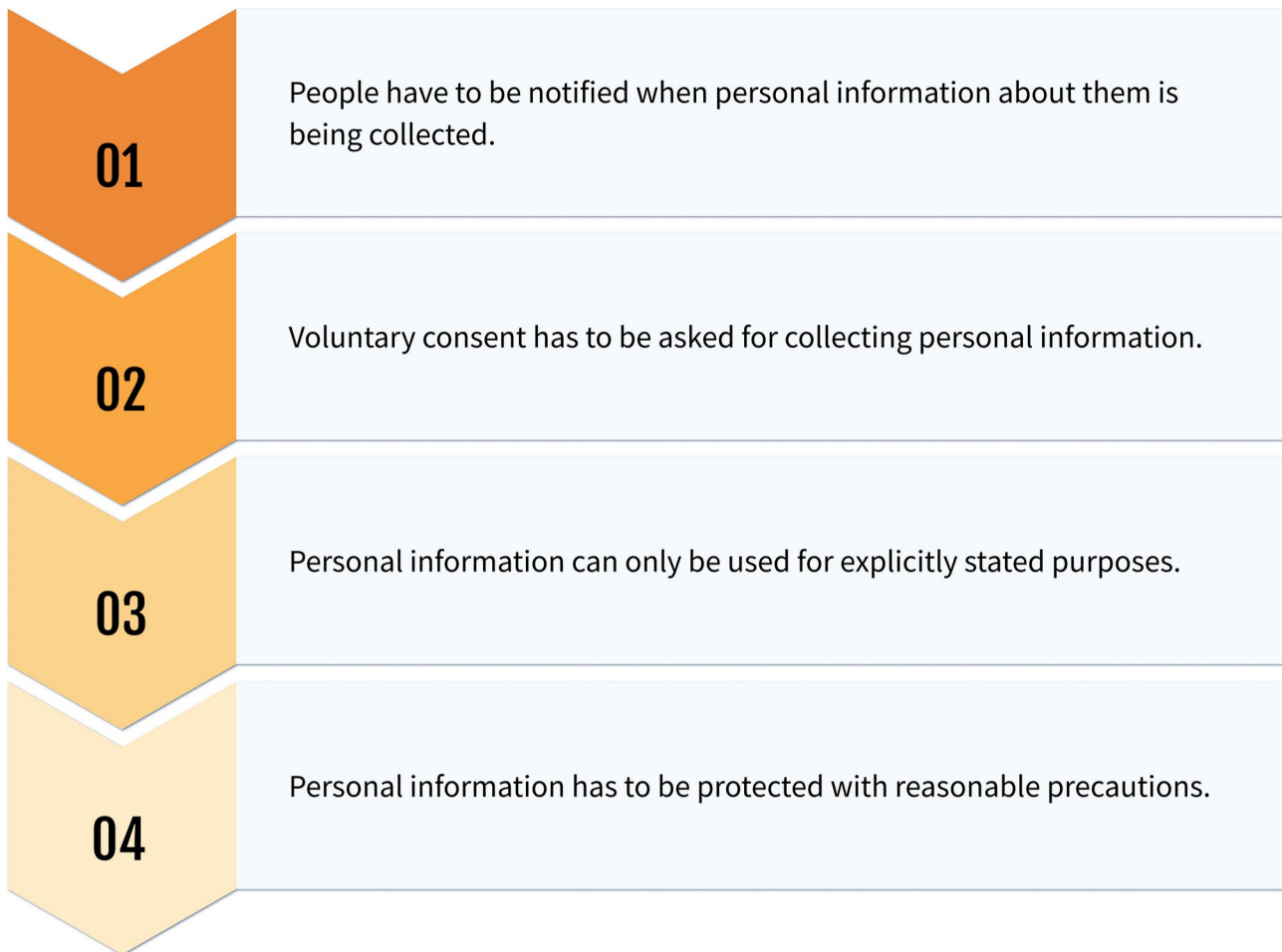
### 4.1 Protecting Personal Data

Fail-Safe is committed to protecting the privacy and personal data of all employees, customers, partners, consultants and other stakeholders. We educate our staff to have all the necessary knowledge of privacy information regulations.

Fail-Safe only collects and processes personal data for specific, explicit and legitimate purposes and in accordance with applicable laws and regulations. Where applicable, Fail-Safe issues privacy notifications that inform individuals of the details on their personal data and their rights to them in accordance with EU's General Data Protection Regulation (GDPR).

If there is a need to collect personal information, the collection procedure is the following:





*You notice that your coworker has been secretly saving copies of customer data for finding further customer leads.*

→ **You notify the Compliance Officer; this is not allowed.**

## 4.2 Information Security

Fail-Safe is committed to secure handling of all sensitive information, both related to itself and its business partners. Sensitive information includes but is not limited to company strategy and business models, company processes and technologies,



patents and patent applications, passwords, and any information on customers, business partners, employees, or consultants.

Employees of Fail-Safe always take care that sensitive information is never discussed in the presence of non-employees or in any non-work-related setting, either public or private, online or offline. Employees never leave any sensitive information visible to non-employees and always secure it with appropriate physical or digital means. Employees never handle any of their work in public places with outsiders, and never use personal accounts (such as social media, e-mail, cloud services, or backup services) on their work computers.

Employees are free to discuss their work at Fail-Safe on a general level, but will never disclose details related to their work. If an employee has a family member, a partner or a friend that works for a competitor or a customer of Fail-Safe, they take additional care to prevent either of them from seeing or hearing anything related to each other's work.

*You are out drinking with your friends. Since they also work in IT, they are curious about Fail-Safe's customer base.*

→ *You tell them **you can't talk about specific customers.***

*You realize that you had left your laptop bag in a meeting room at a customer's office while you all went out to eat lunch.*

→ *Since the bag was not locked and contained printed documents related to another customer, **you notify your manager** just in case.*



*One day the screen of your computer doesn't lock up automatically as it's supposed to, and your spouse sees your work-related documents. You know that your spouse is trustworthy and has no interest in your work.*

→ *Despite this, **you notify your manager** just in case.*



## 5 Avoiding Conflicts of Interest

Fail-Safe is committed to avoiding all for all forms of bribery and corruption. We have zero tolerance for them, and we expect our business partners to do the same.

All employees are dedicated to reporting all possible conflicts of interest to the Compliance Officer.

### 5.1 Acceptable Gifts and Favors

Employees of Fail-Safe accept gifts from customers and business partners only if they are something that can be consumed in one day or have a value of under 50 €. Gifts must never be cash, online credits, stocks or something with immediate monetary value. The same applies to offering gifts to customers and business partners.

Employees of Fail-Safe never perform personal under-the-table favors to customers or business partners. Repeated gifts, lunches and lunch offers with representatives of all other companies and organizations will always be disclosed to the Compliance Officer.



*After successfully shipping a project, a customer offers you a gift in the wrap-up party.*

- *If the gift is too valuable, **you politely decline**. A six-pack of beer is an acceptable gift; a 150 € whisky bottle is not. A coffee mug with a company logo is an acceptable gift; a 60 € video game is not.*

## 5.2 Appropriate Ownerships and Partnerships

Employees of Fail-Safe will only have an ownership in a company that is a competitor, a customer or a business partner if that company is publicly traded and the employee owns less than 5% of the shares.

New companies, organizations and similar ventures started by employees of Fail-Safe are always disclosed to the Compliance Officer in order to review the potential conflict of interest.

*Your friend has started a new company and is buying services from Fail-Safe because of your personal recommendation. They ask you to become a business partner by investing a small amount of money in their company.*

- **You decline**, since this would create a conflict of interest.

*You do day trading as a hobby and own some shares in a large, publicly traded IT services company. You find out that the company does business with Fail-Safe.*

- **You are allowed** to keep buying and selling shares of the company.





## 6 Ethical Process

