



**CODE OF  
CONDUCT**  
A FORCE FOR GOOD

# A MESSAGE FROM JONATHAN

Our unwavering commitment to integrity is essential to ensuring that Nuix remains a respected company that people want to do business with, and a place where our employees are inspired to do their best work.

For more than 20 years, Nuix has been a values-driven, human organisation, one dedicated to serving our customers, our employees, our vendors and partners, our shareholders, and the communities in which we operate. Building on our foundations, we are dedicated to pursuing our unique purpose, of empowering our customers to be a force for good by finding truth in the digital world and helping them to solve some of the world's most wicked problems.

As we do this, we know that each of our stakeholders expects that we operate our business in an entirely ethical manner, and it is in this context that I am pleased to share the Nuix Code of Conduct with you.

In our Code of Conduct (the Code), you will find our fundamental beliefs, principles and expectations that each of us has for one another and for Nuix. We expect all staff to adhere to and comply, ensuring that our actions align with our values and ethical standards. Our Code of Conduct is intended to be a living document that will be updated from time to time to accommodate our ever-changing world.

We value and encourage a transparent environment where people feel comfortable asking questions, respectfully disagreeing, and raising concerns. If you are unsure what to do in a particular circumstance or concerned that the Code, our policies or any laws or regulations are being broken, you have a responsibility to speak up. We do not tolerate retaliation against anyone who asks questions or reports violations in good faith.

I am immensely proud to work Nuix, a company that asks for the highest standards of ethical behaviour and is clearly guided by strong values at its heart.

*Jonathan Rubinshtein*

**Group Chief Executive Officer**





# OUR CODE OF CONDUCT

Our Code of Conduct applies to everyone at Nuix - Board Members, Senior Executives, Employees, Consultants, Interns and Contractors.

We have changed the way people explore and understand data because of one simple word – **trust**.

People trust the security and reliability of Nuix. Most importantly, they trust us to do what is right.

Our success depends on maintaining that trust.

**We do our part to earn trust by following our Code of Conduct.**

# HOW TO USE THIS CODE OF CONDUCT

*How can you be a **Force For Good**?*

Start with our Code of Conduct. It will help you take our Values and Behaviours and apply them to the everyday work you do on behalf of Nuix. It will also help you navigate your way through any ethical dilemmas that might arise. We always use good judgment to protect Nuix's reputation, and we seek help when we need guidance.

We expect everyone at Nuix to:

- **Familiarise yourself with our Code of Conduct:** Read our Code closely and regularly take time to reflect and review this document.
- **Live our purpose and values:** In everything we do.
- **Use good judgment and act with integrity and honesty:** We cannot and will not emphasise performance at the expense of our integrity.
- **Demonstrate inclusive behaviours:** Vulnerability, Empathy and Courage.
- **Do not let the pressure to succeed influence unethical conduct:** No one has the authority to make you do something that violates our Code.
- **Follow all policies and laws that apply to your job:** Complete all training assigned to you and acquaint yourself with all relevant documentation.
- **Speak up if you see or suspect misconduct or unethical behaviour:** It's always the right thing to do.





# OUR VALUES

Our Values celebrate who we are and where we've been and guide the way we work together to enhance the lives of our customers.



## TAKE OWNERSHIP

**What it is:** We own our mistakes and find solutions, we get it done and see it through, we take the initiative to go above and beyond.

**What it isn't:** We don't ignore what needs to be done, we don't say "that's not my job", we don't hide mistakes.

## RESILIENT

**What it is:** We look for ways to improve and move forward, we see challenge as an opportunity, we approach change with a growth mindset.

**What it isn't:** We don't give up easily, we don't approach change negatively, we don't dwell on the past.

## UNAFRAID

**What it is:** We innovate to be better every day, we challenge the status quo, we love finding new ways to make a difference.

**What it isn't:** We don't avoid hard decisions because it is the easy option, we don't create fear of failure, we don't say "that won't work" without a solution.

## TEAM NUIX

**What it is:** We share our knowledge, feedback and ideas to grow together, we trust each other to get the job done, we embrace the strength of our collective diversity.

**What it isn't:** We don't blame each other when things go wrong, we don't prioritise individual gain over our collective good, we don't operate in silos.

## HERO OUR CUSTOMERS

**What it is:** We champion customers and their cause, we relentlessly find solutions for our customers, we all impact our customer success.

**What it isn't:** We don't solve challenges without understanding the customer need, we don't dismiss feedback from our customers, we don't overpromise and underdeliver.

# OUR LEADERSHIP

It's our leaders' responsibility to create an experience among their teams that leads to a lasting emotional connection to Nuix and a dedication to serving our customers. Leaders accomplish this by practicing our values and inclusive behaviours.

**Take Ownership:** Be accountable and transparent in decision making and demonstrate a passion for our business.

**Resilient:** Practice vulnerability and respect and encourage an environment where we learn from our mistakes.

**Unafraid:** Be adaptable and flexible, promote innovation and creative thinking, remove barriers and empower everyone to speak up appropriately.

**Team Nuix:** Foster collaboration, communicate openly, display empathy and value others' perspectives.

**Hero Our Customers:** Build strong relationships, provide excellent customer service and take a solutions-led approach to problems.



## WHAT DOES ETHICAL LEADERSHIP LOOK LIKE?

- Talk with your team frequently about the importance of doing business with integrity.
- Foster a psychologically safe environment in which employees feel comfortable coming to you with questions and concerns.
- Do not retaliate against employees who raise a concern in good faith.
- Be aware of the negative effects of microaggressions and micromanagement and check yourself and engage in reflection regularly.
- Document and escalate concerns raised to you through the correct channels. Don't put the burden back on the employee to solve the issue.
- Consider the interplay of intention and consequences. Your actions might not have malicious intent behind them but can still lead to negative consequences at Nuix.
- It is your responsibility to acknowledge and consider how your actions affect others.

# SPEAKING UP

**Concerned? Speak up.** If you see or experience conduct that is inconsistent with our Code of Conduct, please speak up. NuiX takes all reported concerns seriously, and there are several ways you can tell us.



## NO RETALIATION

NuiX does not tolerate any form of retaliation against anyone who reports a concern in good faith or cooperates in an investigation. This includes any form of discipline, reprisal or intimidation. If you believe you have been retaliated against, refer to the processes outlined in our [Whistleblower Policy](#).

## WHAT HAPPENS NEXT?

Our goal is to ensure a safe and respectful environment where everyone can come and do their best work. Your concern will be promptly reviewed and, if necessary, investigated. The information you provide will be shared only with the people who need to know to resolve any issues raised.

## DISCIPLINARY PROCESS

If any investigation reveals breaches of the Code of Conduct, appropriate disciplinary and remedial action will be taken depending on the breach. This also applies to any employee who knowingly makes, or refers to, a false allegation, and/or deliberately provides false information or refuses to cooperate in an investigation.

Disciplinary action can include:

- Additional training, coaching or counselling
- Formal Warnings
- Suspension
- Termination



# A CULTURE OF RESPECT

Promoting a culture of respect means treating each other well.

This enables us to work better together and it establishes **trust**.

It's essential that all employees are empowered to develop in an inclusive environment where they feel like they belong and are free to bring their full selves to work.



# DIVERSITY, EQUITY & INCLUSION

## OUR COMMITMENT

The diverse nature of our workforce reflects the diverse nature of our customer base and helps us better fulfil our purpose. We make a commitment to promote inclusion and diversity, drive equitable representation, observe fair employment practices and do not tolerate discrimination.

**Be conscious of your biases** and be open to and respectful of viewpoints and perspectives that differ from yours.

**Foster an inclusive environment** by expressing inclusive behaviours such as vulnerability, empathy and active listening.

**We make hiring**, promotion, training, compensation and other employment-related decisions based on job requirements and an individual's qualification, without regard to any characteristics protected by law.

**We provide reasonable accommodations** for employees and applicants for their religious beliefs and practices, disabilities, pregnancy, childbirth and related medical conditions.

**Check your own behaviour**, treat everyone with dignity and respect and raise awareness about the impact of microaggressions.

**Recognise harassment** when you see it. Harassment is intimidating, hostile or offensive conduct that interferes with someone's ability to work or creates a hostile work environment.

**Get involved and don't be afraid** to do the right thing. If you see or experience disrespectful or inappropriate behaviour of any kind at Nuix, don't ignore it. Remember, Nuix prohibits retaliation against anyone who comes forward with a genuine concern. Read our [policy](#) for more information.

## RESPECT EACH OTHER

We strive to promote a work environment that's free of harassment, bullying and abusive conduct.

A positive, respectful workplace gives everyone the opportunity to do their best work, without fear or intimidation. That's why each of us, at every level of Nuix and in every location we operate, has an obligation to comply with this Code of Conduct. Nuix has a zero-tolerance approach to any forms of harassment, bullying and abusive conduct.

# WORKPLACE HEALTH & SAFETY

We don't compromise when it comes to having a healthy, safe and productive workplace and this is something we've worked hard to build.

**Comply with all health and safety regulations**, policies and procedures that apply to your job, and stay up to date with any eLearning requirements, such as cyber or yearly compliance training.

Read our [Workplace Health & Safety Policy](#) for more information.

**Substance abuse** can not only prevent you from doing your job safely, but it can jeopardise the safety of others. Nuix prohibits drinking alcohol, smoking on Nuix property, or doing illegal drugs while you're at work or conducting business on behalf of Nuix.

In certain situations, consuming alcoholic beverages during approved business activities may be permitted, with prior approval from the regional business leader.

**We prohibit violence and threats of violence** in the workplace. Practicing good workplace security habits such as watching and reporting all threats or concerns. We also prohibit using, possessing, or trafficking firearms, illegal drugs or illegal content.

**Building and maintaining a** psychologically safe environment is crucial to a productive, harmonious and collaborative workplace. It's important that everyone can respectfully express their thoughts, concerns, and innovative ideas without fear of judgement or reprisal.



# SAFE GUARDING OUR ASSETS & DATA

Our customers trust us to keep their data protected.

To maintain that trust, we must safeguard our physical assets, intellectual property, personal and confidential information.



# WE PROTECT OUR ASSETS

**Handle physical assets with care** and protect them from theft, fraud, damage and loss. Borrowing, lending, selling or giving them away isn't OK unless you're authorised to do so.

**Safeguard our systems** by practicing good cybersecurity to avoid phishing, malware, ransomware and other forms of cyberattacks that could put our operations, networks or information at risk.

**Business records** (whether paper or electronic) can only be destroyed with authorisation and in accordance with approved Nuix policies and rules.

**Only use Nuix approved** hardware, software, applications and storage devices for company business, including customer data, and keep all user IDs and passwords private, protected and regularly updated. Read our [Acceptable Use of Assets Policy](#) for more information.

**Be smart with your communication** as anything you write, download, store or transmit on our networks, may be reviewed by Nuix or regulatory authorities.

## OUR ASSETS INCLUDE:



Physical assets such as merchandise, inventory, phones, computers, office equipment, supplies and furnishing.



Finance assets such as cash, bank accounts, shares and credit standing.



Technology assets such as email, internet, hardware, networks & software.



Confidential business information, patents, trademarks and intellectual property.

# WE RESPECT DATA PRIVACY

Customers, vendors, and coworkers who provide us with their personal and sensitive information trust that we will handle it with care and use it appropriately in accordance with the applicable law and our privacy policies.

**Recognise personal information:** personal and sensitive information is any information that can reasonably be linked to a person. We do not disclose any of this information to a third party without prior approval unless, legally required to do so.

**Honour our privacy promises:** We will only collect, use, store, access, process or share personal and sensitive in accordance with our [Privacy Policy](#).



# CONFIDENTIAL BUSINESS INFORMATION & INTELLECTUAL PROPERTY

Don't share confidential information with anyone – inside or outside Nuix – unless they have a legitimate business need to know, including vendors. This also extends to any information vendors or partners share with us. Honour your confidentiality obligations, even if you leave Nuix. The responsibility to protect Nuix's confidential information and intellectual property is ongoing.

**Intellectual property** includes our ideas, creative work, designs and know-how resulting in intangible property such as trademarks, trade secrets, software code, technical product information, patents and copyrights. Read our [Intellectual Property Policy](#) for more information.

**Proprietary information** about Nuix such as business plans, pricing information, marketing strategies and customer or vendor lists.

**Financial information** related to Nuix's performance, including budgets, forecasts and yearly and half-yearly results.

**Personal identifiable information** about employees and customers. Access to personal and sensitive information is only authorised when there is consent or a legitimate and lawful reason, and access is only granted to appropriate personnel.



# ACCURACY IN RECORD KEEPING

We ensure that our books and records reflect an accurate picture of our business. We keep to stringent financial accounting procedures overseen by management, the Audit & Risk Committee, the Board of Directors, and external auditors.

**No matter what** form a record takes, make sure the information you report on is accurate, complete and captured in the right reporting period.

**Watch out for fraud**, dishonesty or other suspicious activity that could undermine our reputation.

**Do not falsify a record** (or ignore) something that's unlawful or unethical. No one has the authority to make you engage in behaviour that violates our Code.

**Employees must accurately** document and maintain records in accordance with Nuix policies and legal requirements.

**Ensure all payments on behalf of Nuix** have been approved, in accordance with Nuix's Delegation of Authority, and be aware that the use of Nuix funds for any other purpose than what's been stated is prohibited.

For more information, read our [Treasury Policy](#).



## What are examples of suspicious activity?

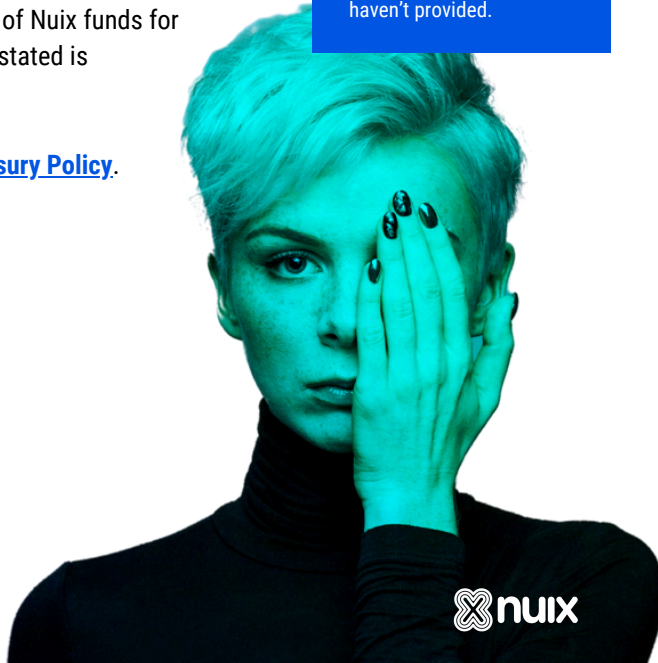
Hiding or failing to report financial information.

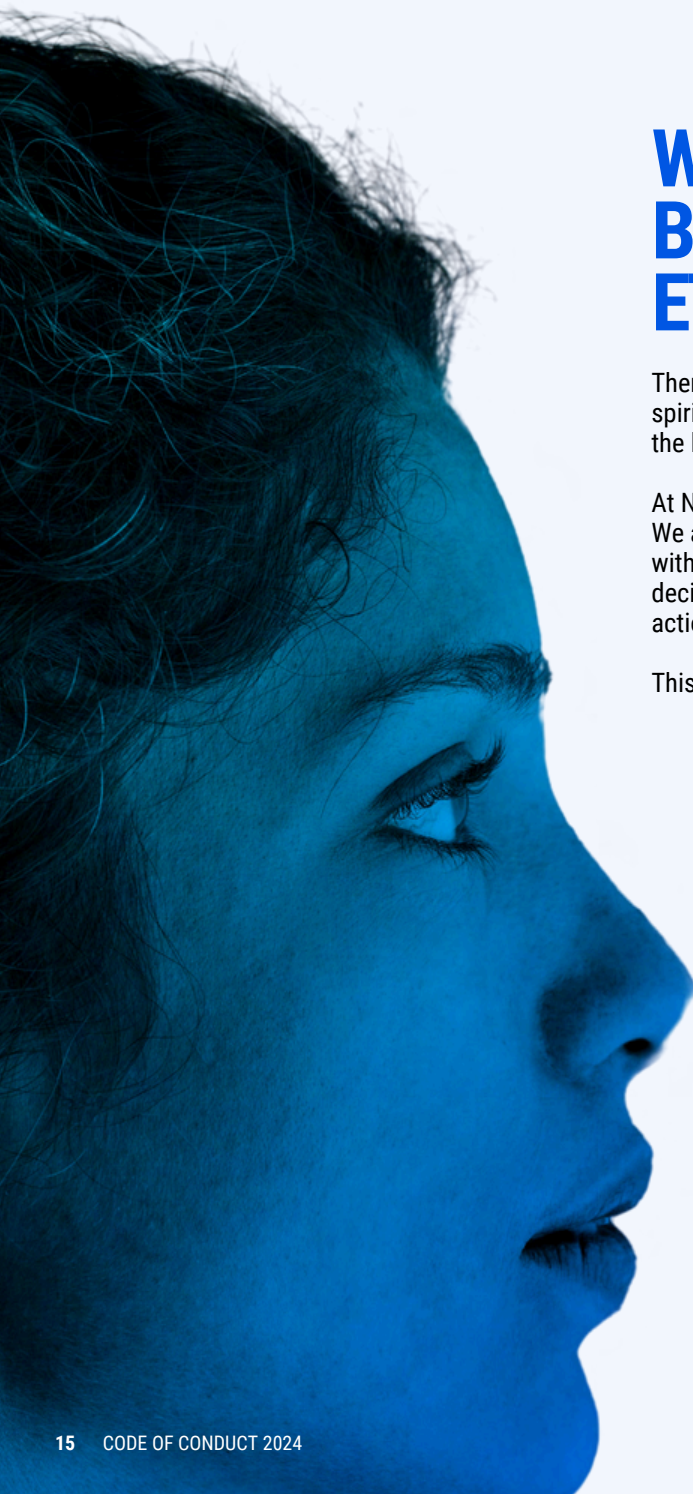
Overriding, bypassing or falsifying financial controls. Backdating or altering Nuix documents.

Falsifying the true nature of a transaction.

Intentionally recording transactions in the wrong accounting period or under the wrong account or department.

Billing, or manipulating information to get paid, for products or services we haven't provided.





# WE DO BUSINESS ETHICALLY

There is a difference between the spirit of the law and the letter of the law.

At Nuix, we strive to uphold both. We are committed to complying with applicable laws in every decision we make, and in every action we take.

This is how we lead by example.

# WE DO NOT TOLERATE BRIBERY & CORRUPTION

We prohibit bribery in all forms and all places. Bribes involve offering, giving, receiving, or soliciting something of value with the intent to influence someone's actions or decisions in a dishonest or unethical manner. Read our [Anti-Bribery and Corruption Policy](#) for more information.

**Maintain books and records** with sufficient detail, so the nature of anything given or received is clear and accurate.

**In some instances**, refusal of a gift might damage relationships. If you have any doubts about gifts, hospitality or concessions offered, check with your immediate manager or the Legal department.

**Before accepting a gift** or an invitation from a vendor, know what's permitted and obtain all necessary approvals in advance.

**We respect and support** everyone's right to participate in the political process. Follow all applicable laws related to your individual participation in political affairs. Whether you're donating time or money or providing an opinion, make sure it's clear that your involvement is personal and not on behalf of Nuix.



# WE MAINTAIN THE HIGHEST STANDARDS FOR GOVERNMENT WORK

We are honoured to work with governments and government agencies around the world. When doing business with federal, state, or local governments, we must ensure all statements and representations are accurate and truthful, including when communicating through third parties.

**If your role involves** directly working with government officials, or if you manage someone who does, be alert to special rules and regulations applicable to our government customers.

**Payments, gifts, or other favours** given to a government official, or employee are strictly prohibited, as it may appear to be a means of influence or a bribe.

**Breaking anti-bribery laws** can lead to severe outcomes, such as imprisonment or fines.

**It is illegal** to offer a direct or indirect benefit to a public official or government employee, to obtain, retain or direct business.



# WE COMPETE FAIRLY

We compete with our competitors fairly and lawfully by complying with antitrust and competition laws. We let the quality of our products and services – not unethical practices – drive our success.

**Respect the free market** and never agree with competitors, customers or vendors to:

- Raise, set or hold (i.e. fix) prices
- Divide markets, territories or customers
- Prevent another company from entering the market
- Influence the outcome of a competitive bid
- Restrict production, sales or output

**We maintain professionalism** and integrity by refraining from making disparaging remarks about our competitors.

**Gather competitive intelligence legally** and ethically from public sources and customer feedback.



# WE COMPLY WITH ALL APPLICABLE LAWS

Nuix is subject to local, state, federal and international laws and we have a duty to comply with those laws. We are committed to complying with applicable laws in every decision we make, and in every action we take.

**We comply with all applicable laws** and regulations relating to your work and Nuix's business operations.

**No one can be directed** to carry out an illegal act or justify engaging in illegal activity by claiming that they were ordered by a leader.

**We adhere to** anti-money laundering, anti-terrorist financing and sanctions laws. We do not do business with criminals or, terrorists, and have robust processes in place for deciding to do business with sanctioned governments or individuals. Please read our [High Risk Country Sales Policy](#) and [Export Control and Sanctions Policy](#).

# WE COMPLY WITH MODERN SLAVERY LAWS

We are fully committed to acting ethically and preventing modern slavery and human trafficking in our operations and supply chains across all jurisdictions in which we operate. We are committed to putting people first, conducting business in an ethical and responsible way, and partnering with third parties who aspire to the same high standards of Nuix.

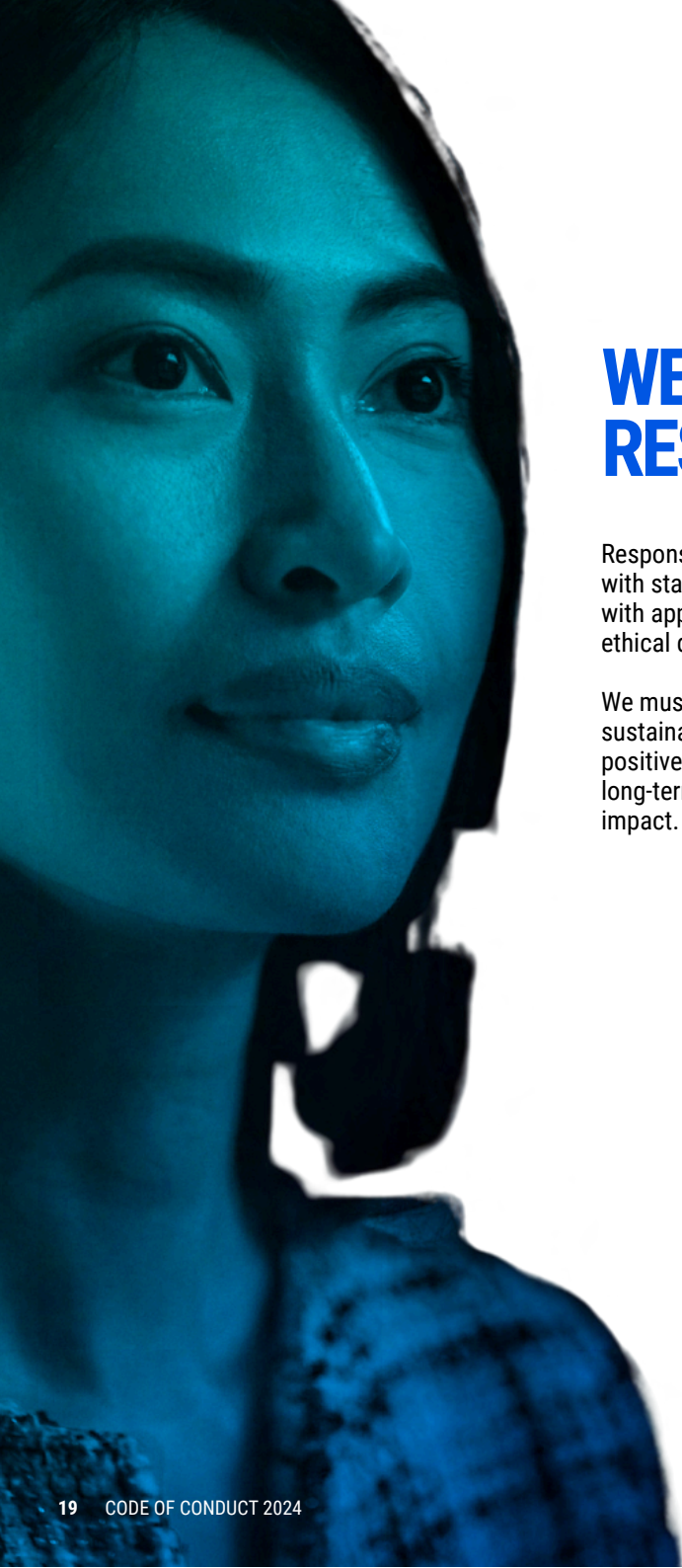
**We are committed to** abiding by employment laws in the market where we operate. This includes all laws concerning pay, benefits, and working conditions. We prohibit all forms of slavery, including involuntary, forced or prison labour, child labour and human trafficking.

**We are committed to** being socially responsible and will continue to learn and understand how systemic racial, social, and economic injustices affect our employees. We are committed to better ourselves and advocating on behalf of our employees.

**We are committed to** addressing modern slavery risks within our supply chains across all operational jurisdictions. We are also committed to continuously improving our processes and policies regarding the identification and elimination of modern slavery.

Read our [Modern Slavery Policy](#) for more information.





# WE GOVERN RESPONSIBLY

Responsible governance builds trust with stakeholders, ensures compliance with applicable laws, and fosters ethical decision-making.

We must create a foundation for sustainable growth, innovation, and a positive reputation, which are vital for long-term success and positive societal impact.

# WE DO NOT ENGAGE IN INSIDER TRADING

We do not buy or sell shares, or share inside information to others (tipping), hedge, pledge or short sell if we have material and information that is nonpublic.

**As employees we may know information** about Nuix or companies we do business with, that isn't known to the public. Using this information to buy, sell or reallocate stock or other types of company securities is called 'insider trading' and it is illegal. Nuix has a zero-tolerance approach to insider trading of any kind.


**Do not discuss** material nonpublic information with family, friends or anyone outside of Nuix.

**Be familiar** with trading windows and closed trading periods

**Restricted Employees** are subject to additional trading restrictions and compliance requirements.

**If you become aware** that there may have been a disclosure of material nonpublic information, immediately notify the Company Secretary.

For more information read the [Securities Trading Policy](#).

- 
- Am I a Restricted Employee under the Nuix Securities Trading Policy?
  - Do I possess material nonpublic information?
  - Am I currently subject to a closed trading period?

## WHAT IS MATERIAL NONPUBLIC INFORMATION?

**Material** - an investor would consider important in deciding to buy or sell shares.

**Nonpublic** - it hasn't been broadly released to the public.

## EXAMPLES



Mergers or acquisitions



Significant changes in executive leadership



New products & services



Projected financial earnings or losses



Strategic business plans



Cybersecurity breaches



Pending lawsuits



# WE BUILD & USE RESPONSIBLE ARTIFICIAL INTELLIGENCE

It's important that Nuix designs, develops, deploys, and uses AI technologies in a trustworthy manner, that aligns with our values and complies with all applicable laws. Every AI system or product Nuix develops or uses, needs to comply with our [Responsible AI Principles](#).

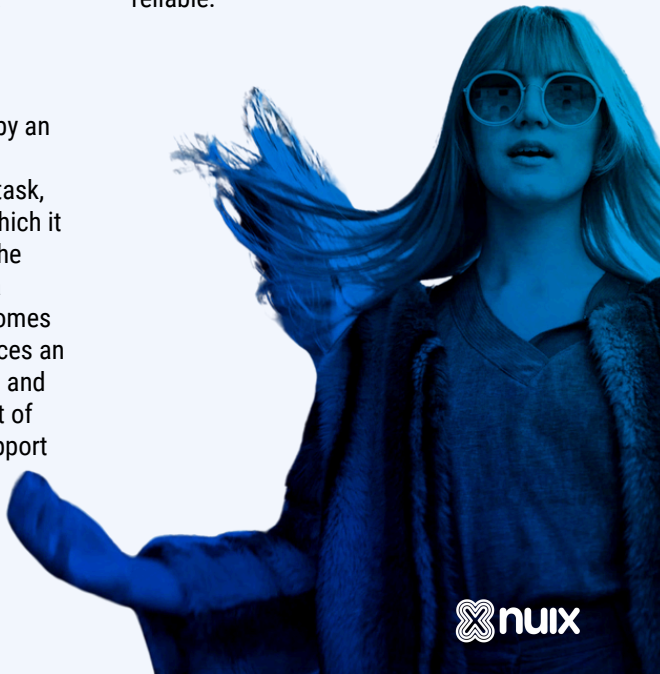
**Explainability** is the capability to provide human interpretable explanation for the output (decision, prediction, etc.) as well as the causes of the output of an AI System or Product. The level of transparency and detail required for an AI System or Product to be suitably Explainable is proportional to the potential harmful impacts of the AI and the context of the use of the AI System.

**Accessibility** is the capability to enable and incorporate human knowledge and decision-making into the use of AI System or Product. AI is Accessible when the users of AI can solve problems and make decisions with greater accuracy, effectiveness, efficiency, or reliability without being experts in AI fields of knowledge (data science, applied statistics, probability theory, linguistics, etc).

**Specificity** is the characteristic whereby an AI model or system is fit-for-purpose, suitable and effective for the specific task, application, or business purpose for which it was designed. This involves meeting the requirements and performance criteria necessary to achieve the desired outcomes in real-world scenarios. Specificity places an emphasis on precision, reproducibility, and verifiability in proportion to the context of the use of the AI, and as needed to support the other Responsible AI Principles.

**Fairness** is the characteristic of being lawful and non-discriminatory within the context of the intended use of an AI System or Product. Fairness includes consideration of non-AI specific principles or individual rights that may be implicated or amplified using AI systems such as Privacy, Transparency, Bias Mitigation, and Equity.

**Safety** is the property of an AI System or Product such that, under defined conditions and proportionate to the context of the use of the system: it does not lead to a state which human life, health, property, or the environment is endangered; it is secure (maintains the integrity, confidentiality, and availability of the system and the data); and reliable.



# WE AVOID CONFLICTS OF INTEREST

We all have interests and relationships outside of our jobs. But when our personal activities create a conflict between our personal benefit and Nuix's benefit, they can erode the trust that people place in us.

If your conduct would make others – inside or outside Nuix – question your motives or your loyalty to Nuix, don't do it. We must use good judgement in our day-to-day activities.

If you believe that an actual or perceived conflict exists, disclose it first to your immediate manager. Conflicts of interest can be addressed or avoided if promptly discussed and managed.





# WE CONNECT THE WORLD

We're in the business of making a positive impact in the world, and we want to be a company that our colleagues, customers, and community can be proud of.

# WE SPEAK ON BEHALF OF NUIX ONLY IF AUTHORISED

We understand that a clear, consistent voice preserves our name and our reputation.

**Our online presence boosts our brand** and connects us with customers. Make sure your use of social media – whether personally or as an employee of Nuix – reflects our values and is consistent with our Code, policies and the law.

**It's best not to speak** on behalf of Nuix or give the impression that your views represent those of Nuix. Unless you're an authorised spokesperson, direct the enquirer to the proper resource.

# WE SEEK TO PROTECT THE ENVIRONMENT

We are committed to protecting the planet, conserving natural resources and preventing pollution.

**Minimise** our environmental footprint by properly disposing of materials, and reduce, reuse and recycle wherever we can.

**Speak up** and report any actual or environmental hazards immediately.

**We welcome** any ideas for lessening our environmental impact. Explore your ideas with your manager or reach out to your People & Culture regional business partner.

# WE SUPPORT MAKING THE WORLD A BETTER PLACE

We are committed to making a positive impact in the world and in the places where we live and work. We support your personal efforts to make the world a better place, and we celebrate your outreach to people and causes that matter to you. If it is practical, Nuix will endorse and support part-time involvement, so ensure you use your volunteer leave and make a difference!

# A MESSAGE FROM ILONA

As we apply our Code of Conduct, please reflect on what's possible and what it means to be a **Force For Good**.

Think about the hundreds of decisions you make every day. The right decisions – the ones that reflect our Values and Behaviours – help us better serve our customers and ensure we're making a difference. They also help us build confidence in our products and services, as well as **trust** in Nuix.

Never underestimate your ability to make a difference.

Today's behaviour is tomorrow's reputation. So, utilise our Code of Conduct to help you in your work at Nuix and remember, my team and your leaders are here to help answer any questions you have along the way.

As we continue to work on growing our business and unleashing the possibilities for our future, I am grateful for the commitment we all make to be a Force for Good.



**General Counsel & Company Secretary**





