

Code of Conduct

1. PURPOSE AND SCOPE

- 1.1 IG Design Group plc (“**Design Group**”, “**Group**” or “**we**”) is committed to maintaining a high standard of safety, ethics and compliance with all relevant laws and regulations, wherever we do business. This Code of Conduct (the “**Code**”) outlines the standards and behaviours that Design Group expects from all employees and is intended to keep our people safe as well as protect the reputation of our business among customers, colleagues, suppliers, shareholders and other stakeholders.
- 1.2 This Code of Conduct (the “**Code**”) applies to Design Group, its subsidiaries and all entities over which it has effective control, and also their directors, officers and employees (including temporary staff, interns, secondees and staff provided by staffing agencies).
- 1.3 Design Group also expects its suppliers and other business partners to conduct themselves in a manner consistent with the Code.

2. WHAT IT MEANS IN PRACTICE

- 2.1 We all have a responsibility to protect Design Group’s reputation in everything we do and say. This includes:
- complying with applicable laws and regulations in all countries in which we operate;
 - conducting ourselves in a professional manner with high standards of honesty and integrity;
 - following Group and Business Unit (BU) policies and procedures, upholding the Code principles and ethos;
 - working with our suppliers and other business partners to ensure our high ethical standards are maintained;
 - speaking up if we think the law or the Code, or any policy, has been breached in any way, or may be breached in the future; and
 - if in doubt, seeking guidance.
- 2.2 The Code provides guidance on key risk areas that may arise during the course of our business. There are seventeen key principles as described below, and for each one the Code provides guidance as to how to act and whom to contact for further information or help.

3. KEY PRINCIPLES COVERED BY THE CODE

3.1 Integrity

- (a) We expect everyone associated with the Group to act with integrity, being honest in all matters and accountable for our actions. Integrity also applies to business and financial records, which can include (but is not limited to):

- Quality reports
- Time records
- Expense claims
- Gift and hospitality records
- Conflict of interest records

- (b) Accurate recordkeeping and reporting reflects on the Group's reputation and credibility, and ensures that the Company meets its legal and regulatory obligations.

3.2 Human Rights

- (a) Human rights are fundamental principles which allow an individual to lead a dignified and independent life, free from abuse and violations.
- (b) We will not tolerate, nor will we condone, abuse of human rights within any part of our business or supply chains, and we will take seriously any allegations that human rights are not properly respected.
- (c) All employees are employed of their own free will, are paid at least the minimum wage and are legally allowed to work.

3.3 Health & Safety

- (a) Each of the countries in which we operate has safety laws and regulations with which we comply.
- (b) We are all responsible for making Design Group a safe place to work, and everyone should be able to do their job in a safe working environment. All activities should be carried out with high regard for the health and safety of you and your colleagues.

3.4 Equal Opportunity & Diversity

- (a) We aim to employ people who reflect the diverse nature of society and we value the contribution made by every colleague, irrespective of age, sex, disability, sexual orientation, race, colour, religion, ethnic origin or political belief.
- (b) We make employment decisions on the basis of job-related skills, achievements and performance, using clearly defined and fair criteria.

3.5 Protecting Our Assets

- (a) You should always protect the Group's assets and use those assets in the manner intended. You should not use any assets belonging to the Group for your personal benefit or for the benefit of anyone outside of the Group (within the bounds of common sense, i.e. the occasional personal phone call or email would not be considered misuse of assets; however excessive personal calls or emails would be). Always check relevant BU local policies to ensure you are using the Group's assets as intended.

- (b) Theft or the unauthorised removal of a product, equipment or information belonging to the Group, or theft through misappropriation or intentional misreporting of time or expenses may result in termination, and possibly further action including criminal prosecution. Theft of any property belonging to other employees will be treated in the same manner.

3.6 Fraud

- (a) Fraud is a serious crime that harms our business and can have significant impact on our costs and profits. Fraud generally refers to making a gain through dishonesty, deception or abuse of position, including forgery, lying and concealment of material facts, and can happen in many different parts of the business.
- (b) You must not engage in any kind of fraud and you have a responsibility to protect the Group from fraudulent activity, whoever commits it. We place significant trust in our colleagues to act honestly at all times, so we will always investigate and take action when we suspect that fraud has been committed against the Group.
- (c) Do not do business with companies that have a reputation for fraudulent activity and conduct appropriate due diligence on new business partners before you work with them.
- (d) Further information can be found in the Fraud Policy.

3.7 Bribery

- (a) Bribery is a form of corruption. It includes offering, promising, giving, accepting or seeking a bribe. A bribe is a financial or other advantage, promised, requested or given to induce a person to perform a relevant function or activity improperly, or to reward them for doing so. The giving or receipt of any bribe by Design Group, or on its behalf by any other person, is prohibited. This includes facilitation payments.
- (b) The Anti-Bribery and Corruption Policy sets out the Group's standards and requirements with respect to anti-bribery and corruption. As the Group operates across the world, we must be alert to the risks associated with bribery. We must maintain a reputation of acting fairly and ethically wherever we do business. The Group is committed to complying with the UK Bribery Act 2010 and other applicable anti-bribery and corruption legislation in all the countries where we operate.
- (c) If you are in any doubt as to whether any conduct could amount to bribery, the matter should be reported in accordance with the Whistleblowing Policy.

3.8 Gifts and Hospitality

- (a) Gifts and hospitality can be a legitimate and important aspect of developing business relationships. However, you should not give or receive gifts or hospitality (including meals, accommodation, travel, entertainment or other payment of expenses) where this may influence or could be perceived to influence improperly the outcome of any business

transaction. All gifts and hospitality must be reasonable in themselves, proportionate to the nature of the relationship with the giver or recipient, and not excessive.

- (b) All gifts and hospitality must be recorded and subject to appropriate approval requirements. For more information on what payments are acceptable, please refer to your local BU policies and procedures e.g. gifts and hospitality approval processes

3.9 Conflicts of Interest

- (a) Conflicts of interests arise where the interests of a director, officer or employee of Design Group, or one of their family members, conflict with the interests of Design Group itself. Examples include:
 - an employee's spouse being a senior employee of a customer/supplier;
 - an employee also being a shareholder/owner of a privately owned supplier;
 - company use of an asset belonging to a director or employee.
- (b) You should avoid wherever possible putting yourself in any situation where a conflict of interest may arise. If you become aware of an actual or potential conflict of interest, you should immediately report it to your Managing Director (MD), who shall determine what measures are appropriate to mitigate the conflict.

3.10 Business Continuity

- (a) The Group's business continuity plans, which are held locally to each BU, aim to ensure that we are fully prepared and equipped to continue business in the event of a crisis or disaster at any location.
- (b) Each BU has processes to be followed locally to recover and restart business after a crisis or disaster affecting warehouses', factories' and offices' systems and business processes. If you have responsibilities, your line manager will advise you of these following a major incident.

3.11 Data Protection and Confidential Information

- (a) The Group is committed to handling personal information in line with data protection laws. Wherever you work in the business, as an employee, you have an important part to play in enabling us to meet this commitment. Our Group Data Protection Policy sets out the overarching rules that the Group and therefore all employees must follow when handling personal information. This applies to all information, held on computer or hard copy files, from which a person could be identifiable. Do not access personal data about people without appropriate authorisation, only use it for legitimate legal or business purposes and only hold information as long as it is necessary to carry out the business or legal task.
- (b) Confidential business information about the Group should never be disclosed in advance of being announced to the public. If information gets into the wrong hands it could affect

our competitive advantage, cause financial loss, damage our reputation, or breach legal/regulatory requirements.

3.12 Use of Information Technology

- (a) The use of IT facilities are subject to each BU's IT policies and procedures which are aimed at protecting IT equipment, systems, networks and information including smart phones and other hand held devices. Using IT equipment inappropriately can result in the security of these systems being vulnerable.
- (b) Reduce the risk of theft, particularly of portable equipment, damage and unauthorised access to computer systems by following the BU's policies and procedures above and care about such equipment as though it was your own.

3.13 Media and Investor Relations

- (a) As a listed company, Design Group will sometimes receive press attention. Handling the media in the right way requires sensitivity and skill if the media is to run balanced stories on the Group. Do not engage with the media unless trained and authorised to do so. Should you get approached by the media and are unsure what to do, please contact your local MD or Nikky Geairns (ngeairns@thedesigngroup.com) in the first instance.
- (b) In addition, if any of the attention relates to Group financial results, please refer all queries to the Group Chief Financial Officer immediately: rcummings@thedesigngroup.com. In order to comply with the rules surrounding our Alternative Investment Market listing, the principles around communication of information to shareholders or potential shareholders must be dealt with in such a way to avoid the creation of a false market in such listed equity securities.

3.14 Ethical Sourcing and Environment

- (a) Design Group is committed to engage with our suppliers fairly and lawfully and source responsibly. We work closely with our suppliers to ensure they respect human rights, promote decent working conditions and improve sustainability across our supply base.
- (b) Environmental issues are taken very seriously given the nature of our business. As a Group we ensure that we are fully compliant with all legal environmental requirements. We encourage all parts of the business to look to reduce our impact on the environment and ensure that we are upholding to high safety standards.

3.15 Social Media

- (a) The Group recognises that employees may use blogs or social networking sites in their personal time, both in and outside of work. These sites can be a useful and fun way to keep in touch with friends and colleagues. You should be mindful that the information published on these sites is public and may be viewed by colleagues, customers or the press.

- (b) You have a general obligation to act in the best interests of the Group and not breach confidentiality or the relationship of trust and confidence that exists between you and Design Group. This would include posting inappropriate comments on blogs and social networking sites, for example about customers, suppliers or colleagues. You are encouraged to consider carefully what you post.

3.16 **Accurate Accounting**

- (a) To meet our obligations to stock markets and shareholders, all of our financial information must be reported accurately in the Group's accounts. This means that all financial data is always recorded correctly and in a timely manner.
- (b) Employees must all ensure that we are honest and act with integrity in recording financial and non-financial information.

3.17 **Speaking Up**

- (a) It is important that we create a supportive environment in which employees are able to raise concerns without fear of retaliation. If you see any conduct that could be a breach of the requirements of this Code or any Group or local policies, or which raises a concern for any other reason, then you should report the matter as soon as possible in accordance with the Whistleblowing Policy.
- (b) If you raise a genuine concern under the Whistleblowing Policy, which is not confirmed by subsequent investigation, no action will be taken against you. You shall be treated with respect and dignity and shall not be retaliated against for raising a genuine concern. Victimisation of or retaliation against a person who raises concerns in good faith is a disciplinary offence and may result in termination.

4. **FAILURE TO COMPLY**

- 4.1 Failure to follow and adhere to this Code and/or your BU's policies and procedures may result in disciplinary action up to and including dismissal. Deliberate or serious breaches may lead to further action being taken, potentially including criminal prosecution.

5. **FURTHER INFORMATION**

- 5.1 All managers must ensure that the Code is understood by those they manage and be able to provide advice and guidance on interpreting the Code.
- 5.2 The Code tries to capture many of the situations that employees will encounter but cannot address every circumstance. You can seek further information and guidance from your line manager, your HR Director, your BU Finance Director or MD. In addition, if the matter needs to be escalated, or you do not feel comfortable discussing the issues with your local BU, you can contact the Group General Counsel, the Group Chief Financial Officer or the Group Chief Executive Officer.

IG Design Group plc Board

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EMPLOYEE ACKNOWLEDGEMENT

I acknowledge that I have received a copy of the Code of Conduct Policy and agree to abide by the principles contained in it.

Signed:

Print name:

Date: