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2022

# Aruba Airport Authority N.V.'s Code of Conduct - *Shining with our values*

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## 1. Introduction

### Article 1.1 Purpose and Vision

Aruba Airport's purpose is to facilitate a diverse air service network, a varied choice of commercial services and pleasant airport experiences through sustainable, safe, secure and reliable airport operations & facilities for all airport users. We do this in close collaboration with all airport partners and key stakeholders.

Our vision is to become one of the most Sustainable, Safe and Future Proof Airports of the Latin American & Caribbean region, providing a trusted workplace, modern airport facilities and excellent customer service which reflects Aruban hospitality, contributing to a prosperous future for Aruba.

### Article 1.2 Code of Conduct

The success of our business is dependent on the trust and confidence we earn from our colleagues, customers and many stakeholders. Every employee, and his/her actions, from the Chief Executive Officer (CEO) to the newest hire, represents the culture and values of our organization. We gain credibility by adhering to our commitments, displaying honesty and integrity and reaching company goals solely through honorable conduct.

AAA's Code of Conduct should also be the basis for our company culture, in which trust, integrity, and respect are key components.

With any Company procedure or policy, AAA's Code of Conduct can only be effective if and when all AAA Employees and partners stand behind the principles. Unethical or dishonest behavior or activities by anyone on the AAA team are a poor reflection on all of us.

## Our Core Values:



**Sustainability** An employee who promotes healthy living and wellbeing, incorporates sustainable practices in own lifestyle and/or at work and shares an interest in contributing to the community by following the UN's 17 Sustainable Development Goals.



**Honesty** An employee who always shows honesty, is direct, can admit to mistakes, learn from them and works to improve them.



**Integrity** An employee of integrity is trustworthy, acts according to company values and procedures, leads by example, is reliable and takes responsibility for own actions.



**Nimble** An employee who is flexible, adapts quickly and effectively responds to demands of change and provides quick wins solutions to solve challenges.



**Engagement** An employee who is emotionally committed, is highly involved in and enthusiastic about their work and workplace; who drives performance and goes the extra mile, innovation and moves the organization forward.

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Becoming aware of, and subsequently, failing to report or lending a blind eye is also unethical. We are committed to investigate all reported instances of questionable or unethical behavior. In every instance where improper behavior is found to have occurred, the company will take appropriate action.

#### Article 1.3 Who does this code of conduct apply to

Our code applies to everyone in our company, at every level, including employees, supervisors, the CEO, AAA's Leadership team, AAA's Board of Supervisory Directors and all of AAA's third parties.

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## 2. Workplace Behavior

### Article 2.1 Uphold the Law

AAA's commitment to integrity begins with complying with laws, rules and regulations. Further, you must have an understanding of laws and of the company policies, procedures, rules and regulations that apply to your specific role.

### Article 2.2 Respect for the Individual

AAA is an equal employment employer and is committed to providing a workplace that is free of discrimination and harassment based on race, color, gender, national origin, age, religion, disability, sexual orientation, gender identity, marital status, or any other characteristic protected by applicable law. You are entitled to work in a respectful environment free from any fear of harassment, bullying, abuse, offensive or otherwise unethical behavior. This includes actions that are offensive, threatening, as well as any form of sexual harassment.

### Article 2.3 Drugs and Alcohol

Working under the influence of drugs or alcohol can create a safety hazard and affect your judgment. That is why you are prohibited from working under the influence of these substances.

For more information, refer to the Controlled Substances & Alcohol Testing Policy & Procedure on AFAS Insite.

### Article 2.4 Open and Honest Communication

You should feel comfortable to respectfully speak your mind, particularly with respect to ethical concerns or dilemma's. Anyone in a supervisory, managerial or leadership role has a responsibility to create an open and supportive environment where employees feel comfortable raising such questions or discussing dilemmas.



**All of the following can be examples of harassment and are not tolerated at AAA:**

- Inappropriate or unwelcome remarks, gestures, or physical contact;
- The display of inappropriate pictures or other inappropriate material;
- Sexual, racial, religious or other comments or emails;
- Promising favorable treatment or threatening unfavorable treatment based on the employee's response to sexual demands;
- Use of mobile devices for an inappropriate purpose, such as transmission or use of inappropriate material.

### Article 2.5 Environment, Health, and Safety

AAA is dedicated to creating and sustaining a healthy and safe work environment. This includes among others adopting policies, training and education programs that provide education and awareness on exploitation of children, adolescents of any form (i.e., human trafficking, sexual labor, and social rights).

If you observe any environmental, health or safety risks you should immediately report this, and AAA must ensure to limit these risks as much as possible.

For any safety and security issues you can make use of the safety voluntary reporting system on the AAA website - [Click here](#)

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### Article 2.6 Set Correct Tone at the Top

Leading by example is essential in creating a culture where ethical behavior is expected and appreciated, and where leaders are responsible for promptly addressing ethical questions or concerns raised by employees and for taking the appropriate steps to deal with such issues.

### Article 2.7 Use of Company Resources for the Purpose Intended

Company resources, including time, material, equipment, and information, are provided for company business use. The use of company equipment, materials, vehicles, or any other property other than for business purposes is not allowed. It is not allowed to solicit contributions or distribute non-work-related materials during work hours.

For more information, refer to the IT Security Policy on AFAS Insite - [Click here](#)

### Article 2.8 Confidentiality and Media

Integral to AAA's business success is our protection of confidential company information, as well as nonpublic information entrusted to us by our colleagues, customers, and other business partners. We will not disclose confidential and nonpublic information without a valid business purpose and proper authorization. Only the Media & Communications Specialist and/or the CRO are authorized to coordinate and make arrangements directly with the media.

### Article 2.9 Set Metrics and Report Results Accurately

AAA will make certain that all disclosures made in financial reports and public documents are full, fair, accurate, timely and understandable. This obligation applies to all employees, including all financial executives, with all responsibilities for the preparation for such reports.

We create, retain, and dispose of our company records in compliance with all AAA policies and guidelines, as well as all regulatory and legal requirements.

All corporate records must be true, accurate and complete, and company data must be promptly and accurately entered in our books/systems in accordance with AAA's and other applicable accounting principles. We must not improperly influence, manipulate, or mislead any audit, nor interfere with any auditor engaged to perform an internal or external independent audit of AAA's books, records, processes, or internal controls.

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### 3. External Parties' Relationship

#### Article 3.1 External Parties

External Parties means parties who have a business relationship with AAA, including customers, suppliers, contractors, agents and applicants for employment, and the general public. External parties may be an individual or a company.

#### Article 3.2 Avoid Conflicts of Interest

We must avoid any relationship or activity that might impair, or even appear to impair, our ability to make objective and fair decisions when performing our jobs. At times, we may be faced with situations where the business actions we take on behalf of AAA may conflict with our own personal or family interests.

Before engaging in any activity, transaction or relationship that might give rise to a conflict of interest, you must seek advice conform procedure described in article 6.5.

#### Article 3.3 Conduct/Allow Fair Competition

AAA is dedicated to ethical and fair competition. AAA evaluates products and services based on their value, superior quality, functionality and competitive pricing. AAA will make independent pricing and marketing decisions and will not improperly cooperate or coordinate our activities with our suppliers.

For more information, refer to the Tender and Purchasing Procedure policies on AFAS Insite - [Click here](#)

You will not offer, seek, or accept improper payments or gratuities in connection with the purchase of goods or services for or the sales of its products or services, nor will we engage or assist in unlawful boycotts or tax evading structures of particular customers.



#### Examples of Conflict of Interest:

- Being employed (you or a close family member) by, or acting as a consultant to, a competitor or potential competitor, supplier or contractor, regardless of the nature of the employment, while you are employed with AAA;
- Hiring or supervising family members, someone with whom you have a romantic relationship, or other closely related persons;
- Serving as a board member for an outside commercial company or organization, unless approved by the CEO;
- Owning or having a substantial interest in a competitor, supplier or contractor of AAA;
- Having a personal interest, financial interest or potential gain in any AAA transaction;
- Doing business (e.g. but not limited to orders, contracts) with a firm owned or controlled by an AAA employee or his or her direct family;
- Accepting gifts, discounts, favors or services from a customer/potential customer, competitor, or supplier or contractor, unless equally available to all AAA employees.

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### Article 3.4 Gifts, Gratuities and Business Courtesies

You should avoid any actions that create a perception that favorable treatment of outside entities by AAA was sought, received, or given in exchange for personal business courtesies. Business courtesies include gifts, gratuities, meals not related to business meetings, refreshments, travel, discounts, entertainment or other benefits from persons or companies with whom AAA does or may do business with.

Offering gifts to customers is a very common practice in Aruba. Suppliers often send different types of gifts, for example wines, perishable products, concert tickets or baskets. All courtesies that are received or offered should be communicated using the reporting procedure mentioned in article 6.5.

By informing suppliers or contractors that the gift will be recorded and/or shared, it sends the message that AAA is conducting business in a fair and transparent manner and the contractor then knows that certain gifts will not have an impact on the awarding or tender process.

#### **If the gift is:**

Low value, e.g., Chocolates, given at the end of the year

#### **Then:**

Accept it but tell suppliers it will be shared with all colleagues in your office. Gifts of inconsequential value such as calendars, pens, note pads, appointment books, may be accepted in circumstances where such minor gifts are customary.

#### **If the gift is:**

High value, e.g., a gold watch

#### **Then:**

Return it and thank the supplier but say you are not allowed to accept it.

#### **If the gift is:**

Relatively of high value, e.g., a bottle of wine, given at the end of the year

#### **Then:**

Thank the supplier, but tell them it will be put in a lottery where it will be raffled.

#### **If the gift is:**

Sent to your private address

#### **Then:**

Immediately return it to the supplier and inform the supplier it is an unacceptable practice to send gifts to AAA staff members' private addresses.



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## 4. Reporting Irregularities

### Article 4.1 Irregularities

You must report any suspected irregularity. Suspected irregularity is understood to mean any reasonable suspicion regarding facts or circumstances within the Company's business that affect the public interest.

### Article 4.2 Procedure

You must internally report suspected irregularities to your immediate manager or the next higher manager. If that's not possible or desirable, you can report directly to the Internal Audit Department, Human Resources, the Integrity Committee or make use of the SpeakUp website. You can always request to remain anonymous. The procedural situation surrounding a report is described in article 6.5 of this policy.



### What are irregularities?

- A criminal offense (or the threat thereof);
- A violation of a law or regulation (or the threat thereof);
- A hazard to public health, public safety or the environment;
- Deliberate misleading of public bodies (or the threat thereof);
- A violation of rules of conduct applicable within the business;
- The deliberate concealment, destruction or manipulation of information concerning these facts (or the threat thereof).

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## 5. Fraud and Corruption

### Article 5.1 Fraud and Corruption

AAA has a zero-tolerance policy when it comes to fraud and corruption. In addition, you are expected to act financially transparent.

AAA will investigate all instances of actual, attempted, or suspected fraud and corruption and/or other forms of illegal activity committed by an AAA employee, consultant, or temporary manpower, as well as the Board of Supervisory Directors, shareholders, vendors, contractors, third parties, and/or any other parties with a business relationship with AAA, and will seek to recover funds, assets lost, or any other benefits through the committed fraud. Possible fraudster will be subject to disciplinary and/or legal action.

### Article 5.2 Reporting

If you discover or suspect fraudulent activity you should report in good faith concerns about actual, attempted or suspected fraud to your immediate manager or the next higher manager. If that's not possible or desirable, you can report directly to Internal Audit Department, Human Resources, the Integrity Committee or make use of the SpeakUp website. The procedural situation surrounding a report is described in article 6.5 of this policy.



### What is Fraud?

- Any dishonest or fraudulent act designed to deceive others;
- Misappropriation of funds, securities, supplies, or other assets/resources;
- Impropriety in the handling or reporting of money or financial transactions;
- Profiting as a result of insider knowledge of company activities;
- Disclosing confidential and proprietary information to outside parties;
- Disclosing to other persons financial activities engaged in or contemplated by the company;
- Bribery;
- Destruction, removal, theft or inappropriate use of records, furniture, fixtures, and equipment; and/or
- Any similar or related irregularity.

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## 6. Reporting Process

### Article 6.1 Scope and Purpose

This internal reporting procedure is intended to report any irregularities or suspected irregularities. At AAA, we believe it is important that you feel safe to speak up and to hold each other accountable for behavior that (possibly) is not in line with legislation (e.g., fraud), any internal policy or this Code of Conduct. Do not close your eyes to (possible) wrongdoings. Discuss these and report them.

### Article 6.2 Confidentiality

Investigation results will not be disclosed or discussed with anyone other than those who have a legitimate need to know. This is important in order to avoid damaging reputation of persons suspected but subsequently found innocent of wrongful conduct and to protect the AAA from potential civil liability.

### Article 6.3 Reporting Channels

AAA provides multiple channels to raise a concern. If you suspect irregularities or acts that are contrary to the rules of conduct, you must make this known to one of the following:

- A. Your Manager or a higher-ranking Manager
- B. Human Resources
- C. Send an e-mail to the Integrity Committee  
integritycommittee@airportaruba.com
- D. Via the SpeakUp website (with the possibility to report anonymously)
- E. Internal Audit Department

Not sure if you should report? Then you also have the option to make use of the AAA Counselor(s), Direct manager, Human Resources, or Internal Audit Department as a sounding board.

With regards to personal complaints, conscientious objections, or other objections, reports shall be handled by the AAA Counselor(s) or Human Resources.

### Article 6.4 SpeakUp Website

SpeakUp is a website operated by an independent Dutch Company. You can make use of this website <https://arubaairportauthority.speakup.report/integrity> to report any irregularities.

The SpeakUp website gives you the additional option to report anonymously. You will receive an individual case number of which you can return to the website to open feedback that have been sent on your specific report.

You can find more information about how the SpeakUp website works on AFAS Insite and Yammer.

### Article 6.5 Reporting Procedure

All reports received through one of the reporting channels mentioned in article 6.3 will be redirected to the Integrity Committee e-mail. With the exception that if the reporter explicitly states that he/she does not want the Integrity Committee to receive the report. Then this will be forwarded to the Internal Audit Department, who will follow the same investigation and reporting procedure as the Integrity Committee as described here below.

All reports received through the Integrity Committee e-mail are received by two Internal Audit Officers. The two Internal Audit Officers will assess and verify the report before assigning the report

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to either the Integrity Committee or Internal Audit Department. If one member of the Integrity Committee is the subject of the investigation, then the Internal Audit Officers will exclude this member from the report and the Integrity Committee will meet without this member.

The Integrity Committee consist of the following permanent members from AAA:

- Chief Financial Officer
- Director Human Resources
- Internal Audit Executive
- Legal Advisor
- Risk Manager

In the event that the permanent member is absent their substitute must replace them in the Integrity Committee.

After the Integrity Committee has received a report, they will assess the report and determine what action must be taken. If required, the Integrity Committee can request additional information from the reporter. In the case of an anonymous report, additional information can be obtained anonymously via the SpeakUp website.

Within three business days of receiving a report, the Integrity Committee will send a confirmation of receipt of the report to the Employee who reported the suspected irregularity. The confirmation of receipt must refer to the report.

If an investigation is to be performed on the received report the Integrity Committee will point out who will be responsible for the execution of the investigation.

Within a period of eight weeks from the date the report is made, the Employee shall be notified in writing by the Integrity Committee

regarding the CEO’s position on the suspected irregularity reported. The notification shall also indicate the steps taken or that still have to be taken following the Employee’s report.

If this position cannot be communicated within eight weeks, then the Integrity Committee will inform the Employee of that fact and provide an indication of the period within which it expects to be able to arrive at such position.

The Integrity Committee ensures that every report is processed and handled in an appropriate manner, properly documented and, where necessary, it is reported correctly to the responsible authorities. To the extent reasonably possible the reporter is periodically informed of the progress.

The Integrity Committee reports case per case to the CEO, quarterly to the Audit Committee of the Board of Supervisory Directors, and yearly to the external auditor.

Refer to appendix 1 and 2 for a flowchart of the reporting procedure.

#### Article 6.6 Retaliation

Those who report code of conduct violation will be protected from retaliation from any employee associated with AAA regardless of their function.

If you have, using all due care and in good faith, reported suspected irregularities in accordance with the provisions set out in these procedures, you shall not suffer any negative effects on your job as a result. If you assert that your legal position is being jeopardized due to the report, the employer shall bear the burden of contradicting such claim.

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You should report any form of retaliation using the reporting procedure mentioned in article 6.5.

### Article 6.7 Compliance

In the event of inaccurate and/or inappropriate application of this procedure or Code, AAA expressly reserves the right to implement the necessary corrective actions / sanctions against such employee as permitted by law, collective and/or individual labor agreement

### Article 6.8 Alternative Reporting Procedures

You can report a suspected irregularity to the chair of the Board of Supervisory Directors solely and exclusively if:

- a. you do not agree with the conclusions of the Integrity Committee
- b. you have not received notification of the position within the required term referred to in article 6.5
- c. the suspicion concerns the CEO.
- d. the suspicion concerns an employee of the Internal Audit Department.

The email address of the chair of the Board of Supervisory Directors can be requested from Internal Audit Department or CEO office.

### Article 6.9 External Reporting

You can report a suspected irregularity to an external party if (e.g., Police, Recherche):

- a. you have not been notified of a position as referred to in article 6.8; or
- b. the situation involves an acute hazard, that must be reported immediately for an urgent and compelling reason relating to the public interest; or
- c. you are required by law to make an external report.

### Article 6.10 AAA Counselor

If you are unsure to whom or whether to report an irregularity, then you can always make use of the AAA Counselor(s). The AAA Counselor(s) play an important role in the policy on undesirable behavior within the organization. This includes discrimination, bullying, sexual intimidation, aggression/violence, and work pressure.

Everything you discuss with the AAA Counselor(s) is confidential.

For more information on the AAA Counselor please refer to the policy on AFAS Insite.



### What do the AAA Counselor(s) do?

- Provides initial response for employees who have been harassed and who need help and advice;
- Checks whether a solution in an informal setting is possible;
- Informs the victim about other options, such as complaints procedures;
- Provides guidance if the employee wants to raise the matter to the Integrity Committee or Manager;
- Provides information about tackling undesirable behavior;
- Advises and supports supervisors and management in the prevention of undesirable behavior.

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## 7. What do we expect from you?



**Review our Code.** Consult our Code often in your work. Use it to help make ethical decisions.



**Be a role model.** Always set a good example for your team and demonstrate our values through your words and actions.



**Act ethically.** Always use good judgment and comply with the law, our Code, and our policies. Always act in the interest of AAA. Honor our commitment to high integrity in everything you do. Listen and respond to the concerns of customers, coworkers, and suppliers.



**Be respectful.** Have a respectful and collegial attitude towards your colleagues.



**Share questions, concerns, and ideas.** Whenever you have questions or need advice, contact your supervisor or seek guidance from another internal resource. Take action and report suspected violations of the law, our Code, and our policies. Provide feedback on problem areas and suggest ways we can improve.



**Avoid conflict of interest.** Treat third parties fairly and with integrity, avoid conflicts of interest, and even the appearance of impropriety.



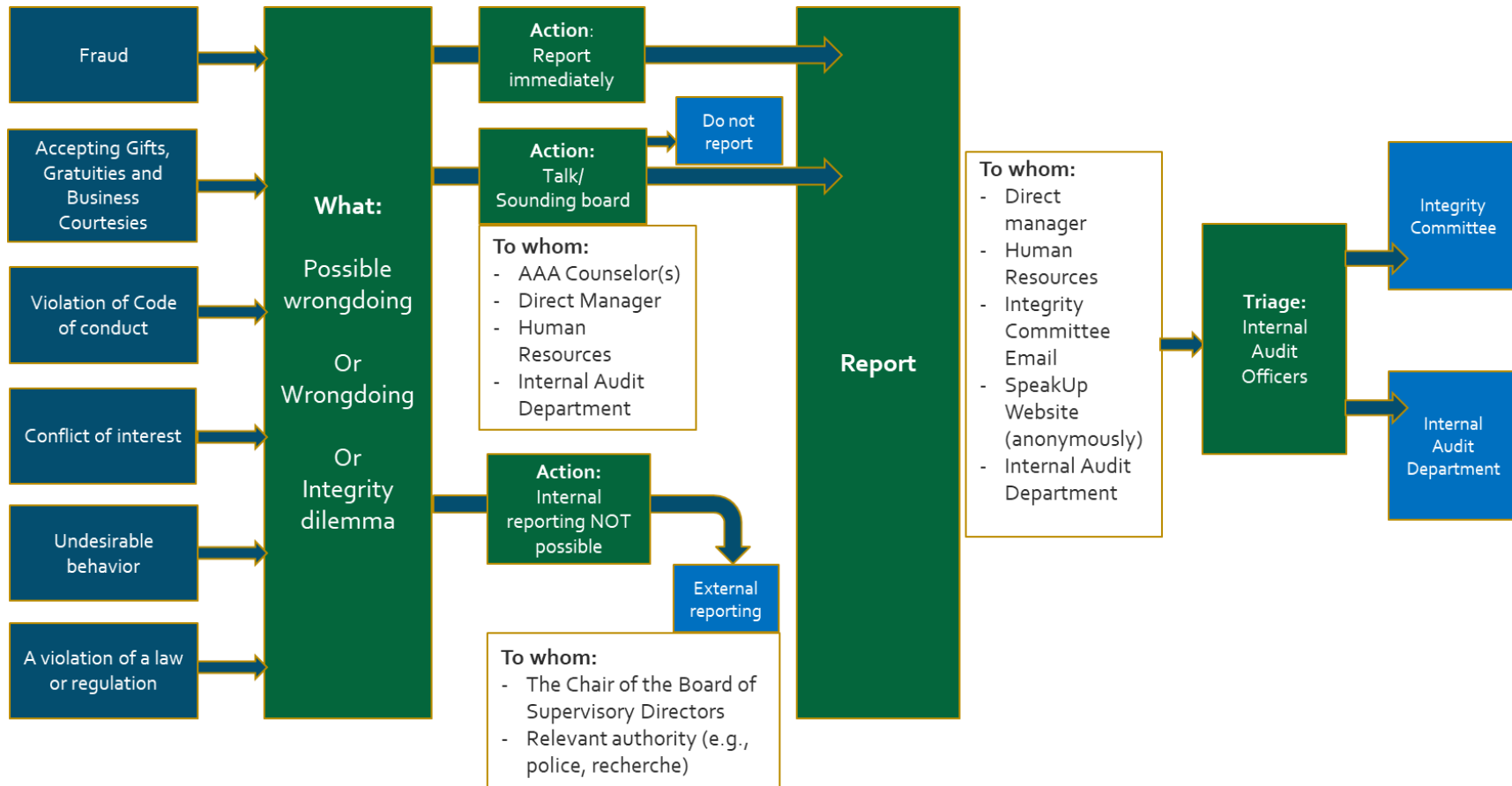
**Cooperate fully.** Ensure misconduct allegations are referred to the appropriate source and respond promptly to any requests you receive as part of a misconduct investigation by providing complete and accurate information.



**Speak up.** If you suspect behavior that is unethical or violates the law, our Code, or our policies, report it immediately or seek advice to one of the functions mentioned in article 6.3.

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## Appendix 1: How can you report and to whom?



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## Appendix 2: What happens to your report?

