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EVOLUTION GAMING GROUP POLICY

Code of Conduct

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1. Message from the CEO

Dear Colleagues,

To achieve our mission to make our customers successful and provide an excellent user experience for their end-users, we believe it is essential that the people we interact with, whether it is our colleagues, customers or other partners to the Evolution Gaming Group, always feel confident that the way we do business does not only comply with legal requirements, but also meets the highest professional and ethical standards.

This Code of Conduct describes the principles of Evolution Gaming Group's business ethics and is intended to assist all employees in meeting the high standards of personal and professional integrity by describing what behavior is expected from each one of us. This Code of Conduct is also meant to help us all achieve our mission by guiding us through our every-day activities.

Please join me in making a commitment to uphold this Code of Conduct by reading it through carefully and thinking about how these principles apply in your daily work.

This Code of Conduct has been approved by the Board of Directors of the Evolution Gaming Group.

Martin Carlesund

CEO

Evolution Gaming Group

2. Purpose of the Code and target

As a world leading provider in live casino solutions Evolution Gaming Group (“**Evolution**” or “**we**”) is committed to responsibility and compliance throughout all aspects of our business. To us this means a commitment to responsible gaming, transparency in all of our dealings and acting honestly and professionally with integrity. We are also committed to create environments where people want to work, challenge themselves, perform, and develop a rewarding career.

To ensure that Evolution comply with applicable laws and regulations and that our set values and desired ways of business are communicated and followed throughout the entire organisation, we have developed a number of governing documents, including this Code of Conduct (the “**Code**”).

The purpose of this Code is to help us put our core values of integrity, innovation, flexibility, reliability and teamwork into action in everyday work situations and provide guidance for how we are expected to act as a company and employees. It also explains what you as an employee can expect from Evolution.

This Code is applicable to all employees, officers and directors of Evolution worldwide. Moreover, we expect our customers, suppliers and business partners to adhere to standards similar to those reflected in this Code in the conduct of their own businesses.

Where relevant, this Code refers to more detailed policies at corporate and/or local level. If any local policies and guiding documents vary from, or are, contradictory to the Code, the Code shall prevail.

3. Responsible gaming

We are highly aware that, although gambling is a leisure activity, for some it can become a serious problem. Evolution is therefore committed to promote responsible gaming practices as well as highlighting the awareness of gambling problems. We believe it is our responsibility to our customers to ensure that their players receive a positive experience using our products, while remaining fully aware of the social and financial risk associated with gambling problems.

Evolution requires its licensees to adhere to responsible gaming practices through its license agreements and provides training for all relevant categories of employees on how to detect high-risk behaviour and other issues related to responsible gaming. Evolution also wants to promote the responsible marketing of Live Casino games and supports the Code of Advertising Gaming and Gambling developed by the UK sector organisation CAP (Committee of Advertising Practice).

4. Employment

Building on our core values and the central premise that our employees play a strategic important role to our business, we are committed to provide a working environment where people want to work, challenge themselves, perform, and develop a rewarding career.

4.1 What our employees can expect from us

- Incorporating equality and diversity efforts as an integral part of day-to-day operations and throughout all aspects of employment
- Offer an inclusive workplace where every individual is valued and has similar access to working conditions, compensation and benefits as well as possibilities and career opportunities regardless of ethnical background, religion, nationality, gender, transgender identity or expression, mental or physical disability, marital status, age, or sexual orientation. Moreover, we do not tolerate any kind of use of psychological, physical or verbal harassment (including bullying) or abuse

- Provision of a safe, clean and comfortable working environment to achieve wellbeing, personal integrity and proper work performance for our employees
- Ensuring compliance with applicable local laws with regards to processing employee and customer data.

4.2 What we expect from our employees

- We expect our employees to act within applicable laws and regulations as well as Evolution's core values and desired ways of conducting business. Assume personal responsibility for performing your duties in a professional way with honesty and integrity.
- Avoid any behaviour that is unlawful or seen as unethical and/or inappropriate. Such behaviour can involve, but is not limited to, fraud, misuse of company assets and corruption in all its forms, including extortion, bribery and money laundering. No such illegal activity is tolerated in action nor as negligence.
- Avoid any personal, financial or other interest (whether related to you or any individual or entity closely associated with you) which may be in conflict with your duties and responsibilities towards Evolution.
- Do not enter into or promote any contractual relationship between Evolution and an individual or entity closely associated with you without first having (a) informed Evolution about your relationship with the contracting party and b) received a written approval to defer to this paragraph from your immediate superior manager.
- Comply with the anti-bribery and anti-corruption requirements set out under paragraph 6 below.
- Avoid disclosure of company information or information obtained through your employment other than in the proper course of your work.
- Do not gamble for real money on our products at any of our customers gambling sites without your immediate superior manager's written approval.
- Have a personal responsibility to at all times promote an equally inclusive and safe working environment free from any kind of discrimination and harassment.
- Quickly report suspected breaches of this Code or other concerns to relevant local supervisors, managers or through the [Help Line](#) procedure. Retaliation against anyone for raising a concern is not tolerated.

5. External stakeholders

We constantly strive to better understand the impact of Evolution's business along our entire value chain and keep a dialogue with our customers to address areas of improvement and create mutual value. Furthermore, we seek productive, ethical and transparent relationships and procurement processes with suppliers and other business partners and expect them to have similar principles as set forth in this Code.

- Appropriate due-diligence checks must always be completed before engaging a new customer, supplier or business partner.
- We act honestly, ethically and professionally when interacting with customers, suppliers and business partners in our everyday business activities.
- We believe in responsible and ethical sales and marketing practices of our products and services.
- We respect and maintain confidentiality with regards to privacy and commercial trade

secrets of our customers, suppliers and business partners.

- By being open in our relationships, we strive to avoid conflicts of interest with our customers, suppliers and business partners, both as individuals and as a company.
- All interaction with customers, suppliers and business parties is carried out in strict compliance with the anti-bribery and anti-corruption requirements set out under paragraph 6 below.

5.1 Responsibility to shareholders

We shall always strive towards the overarching goal of giving our shareholders a sustainable, favourable total return on their investment. As a listed company, Evolution will provide accurate and up-to-date information about its business, results and financial condition to all shareholders in accordance with applicable stock market regulations.

5.2 Insider information and insider trading

Each employee, officer and director of Evolution shall comply with all applicable securities laws, including insider trading and stock tipping rules and regulations. No employee, officer or director may disclose inside information (internally or externally) or use inside information to trade or influence the trading of securities of Evolution. Inside information is non-public information that might have an influence on Evolution's share price on the stock market. For further information, please see the Insider Policy.

6. Anti-bribery and anti-corruption

Evolution works actively to abstain from any form of bribery and corruption.

- Bribery is the offering, providing, authorising, requesting, accepting or receiving of a financial or other advantage to encourage improper performance or to misuse a person's position. A bribe can be anything of value and does not necessarily involve money.
- Corruption is the abuse of an entrusted power for private gain. This implies not only financial gain but also non-financial advantages. Examples of corruption are bribes, fraud, facilitation, payments and nepotism.

No employee, officer or director of Evolution shall offer, provide, authorise, request, accept or receive a bribe, either directly or indirectly. Further, it is prohibited to contribute financial or non-financial means to any third party in a way that could constitute corruption.

To avoid the risk of bribery or corruption each employee, officer or director of Evolution must comply with the following requirements when appointing any associated person:

- Ensure there is a valid business case for the appointment of any associated person to work for us.
- The appointment of an associated person must be approved, and the financial terms agreed at appropriate levels within Evolution, including a sign-off by a manager with the appropriate seniority and expertise to verify the rationale for the appointment and the level of fees or commission proposed.
- If you know, or have any family or personal relationship with, an associated person or potential associated person, you should declare your connection immediately to your immediate superior manager and remove yourself from any further negotiation, approval or decision-making process (if not a written approval is received to defer to this paragraph from your immediate superior manager).
- Include a compliance warranty of our Code in the terms of the contract with the associated person.

- Conduct thorough due diligence of the associated person. Pay particular attention if the associated person operates (a) in a country with perceived high corruption as indicated on the [Transparency International \(TI\) Corruption Perceptions Index](#); (b) in a sector where the support of public officials is imperative; or (c) in an industry where bribery is known to be prevalent.
- Ensure commission levels for the services/goods provided are appropriate
- Pay associated parties by legitimate means.
- Payments of any commission must be in relation to relevant and legal business activities. Facilitation payments - i.e. making a payment to a third party in order to facilitate or introduce us to business that we otherwise would not be able to obtain access to, or to obtain access to or speed up a process that we are entitled to anyway - are strictly prohibited.
- Beware of red flags.

Furthermore, each employee, officer and director of Evolution must comply with the following when accepting or giving any gift, entertainment or other benefit:

- You may accept and offer business hospitality, such as meals and entertainment, provided it has a legitimate business purpose, and the expense is reasonable, proportionate and transparent.
- You must not offer hospitality if it could be seen to influence the recipient improperly.
- You must not offer hospitality when bidding for a tender or dealing with a public official (foreign or domestic).
- The host should be present during the hospitality - otherwise it becomes a gift.
- Employees representing Evolution towards external stakeholders are trained in avoiding, preventing, spotting and reporting bribery and corruption.

7. Competitors and community

Evolution is committed to vigorous but fair competition that is based on the added value of our products and services. We also realise that supporting the communities in which we live and work through employment is within our responsibilities as well as conducting our business in a way that minimises our environmental impact.

- We are committed to fair competition. Laws protecting competition, especially anti-trust laws and other regulations regulating competition, shall be observed. Companies and employees must never engage in any anti-competition activity.
- Evolution shall not accept, facilitate or support any forms of money laundering.
- Evolution strongly believes that we have a responsibility to whenever we can manage our environmental impact, risks and opportunities in order to reduce the cost of doing business. To us this means that we shall strive towards minimising the environmental impact from our operations whenever possible; such as the use of natural resources, emissions from business travel, use of raw materials and generation of waste.
- Evolution does not contribute directly, or indirectly, to political parties or individual politicians. Employees are not allowed to give political contributions on behalf of Evolution or use assets that belong to Evolution for the same purpose.
- We believe that corporate sponsorships are key for the continuous build of the Evolution brand and for building strong relationships with the local communities. To assure efforts are supporting the brand values and only include partners that live up to the same standards in terms of quality and credibility as Evolution, all sponsorship initiatives

should be evaluated by local Employee Branding teams and require approval from global Employee Branding team and CFO prior to final decision.

8. Environment

Evolution is committed to minimise our environmental impact and contribute to a more sustainable world. We actively work to improve the environmental performance of our operations for example by optimising energy consumption, using videoconferencing instead of travel where possible and recycling consumed materials used in our business.

9. Upholding the Code

This Code is adopted by the Board of Directors of Evolution. We expect all our employees to have a good knowledge of this Code and other governing policies relevant to their duties and apply them in everyday work. Managers have the responsibility to engage in ethical issues and translate this Code and other associated governing policies into local rules and procedures.

9.1 Report of violations

All employees and other stakeholders who suspect a potential breach of this Code shall report the matter to relevant local supervisors, managers or through the [Help Line](#) procedure. Reporters may remain anonymous. All communications will be investigated as appropriate and kept as confidential as possible. No employee acting in good faith will be subject to disciplinary measures for providing information regarding suspected violations of law or

9.2 Disciplinary action

Any breach of this Code or any local governing policies may result in disciplinary actions. The disciplinary procedure is subject to local laws and regulations, as well as local business standards.

10. Practical guidance

In our daily work we may face situations from time to time which are not explicitly covered by this Code or other policies and guiding documents. Often it is a question of common sense or prior experiences. If we are unsure about the correct behaviour in a specific situation, we should ask ourselves, or discuss with a colleague, the following questions:

- Is it legal?
- Does it feel right?
- Would you be embarrassed if others knew you took this course of action?
- How would it look in the media?