

GEOJUNXION N.V.

GEOJUNXION

CODE ON INSIDE INFORMATION

Updated in June 2021

Insider Code

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CODE ON INSIDE INFORMATION signed and updated in June 2021 (the “**Code**”) by the Management Board of GEOJUNXION N.V., a public limited liability company incorporated under the laws of the Netherlands, having its corporate seat Capelle aan den IJssel, the Netherlands (the “**Company**”).

Please note that this translation has no legal force and is provided for practical purposes only. In the event of any dispute or obscurity, reference should always be made to the Dutch original.

ARTICLE 1. DEFINITIONS

- 1.1 Capitalised terms used herein that are not (otherwise) defined herein, shall have the respective meanings assigned thereto in the Code and in Annex A hereto, unless explicitly stated otherwise.
- 1.2 Headings used in this Code are for ease of reference only and shall not affect the interpretation hereof.
- 1.3 Any reference to the Code shall include the Annex A and Annex B to the Code.

ARTICLE 2. THE INSIDER CODE

- 2.1 The Management Board adopted a code in order to prevent conflicts of interest and dealing with inside information. This code is meant for Designated Persons and Non-Designated Employees. It clarifies the relevant legal rules en regulations and is meant to provide guidance on how to comply with these rules and regulations.
- 2.2 If a Designated Person or a Non-Designated Employee has any doubts about whether a prohibition or obligation included in this code is applicable to her or him, he or she shall timely seek the advice of the Compliance Officer.

Article 3. OVERVIEW OF NOTIFICATION OBLIGATIONS

- 3.1 Ultimately within three business days after the date of the transaction, Reporters and Affiliated Persons are required to report the following to the AFM :
 - a. every transaction conducted for their own account relating to:
 - (i) shares in the Company;
 - (ii) debt instruments in the Company;
 - (iii) derivatives or other Financial Instruments linked to shares or debt instruments in the Company.
 - b. Transactions as referred to in a. shall include among other things:
 - (i) Reporting Transactions regarding Financial Instruments which relate to the Company;
 - (ii) the pledging or lending of Financial Instruments which relate to the Company;
 - (iii) transactions in Financial Instruments which relate to the Company undertaken by persons professionally arranging or executing transactions or by another person on behalf of a Reporter or Affiliated Person, including where discretion is exercised;

- (iv) transactions in Financial Instruments which relate to the Company made under a life insurance policy, where (i) the policy holder is the Reporter or an Affiliated Person of the Reporter (ii) the investment risk is borne by the policyholder, and (iii) the policyholder has the power or discretion to make investment decisions regarding specific instruments in that life insurance policy or to execute transactions regarding specific instruments for that life insurance policy.

3.2 Reporters and Affiliated Persons may make a request to the Compliance Officer to make the notification as referred to in article 3.1 on his or her behalf. No later than 13.00u before the last business day on which the notification to the AFM should be made, the Reporter or Affiliated Person may make a electronic or written request for that purpose to the Compliance Officer. The Reporter or Affiliated Person shall provide the Compliance Officer with the following information:

- a. the reason for the notification;
- b. the description of the Financial Instruments involved;
- c. the nature of the transaction(s);and
- d. the date and place of the transaction(s); and the price and volume of the transaction(s).

Reporters and Affiliated Persons always remain personally responsible for the notifications of such transactions to the AFM.

3.3 The notification as referred to in 3.1, may be postponed by the Reporters and Affiliated Persons until the time when the transactions as referred to in 3.1 are worth EUR 5,000 or more in the relevant calendar year. The threshold of EUR 5,000 shall be calculated by adding without netting the transactions of the Reporters to the transaction of their Affiliated Persons.

3.4 Reporters and Affiliated Persons promptly notify the Compliance Officer of every transaction as referred to in 3.1. conducted on their own account.

3.5 Each Reporter shall notify their Affiliated Persons in writing of their obligation of notification as referred to 3.1 and shall keep a copy of this notification. Further, the Reporter shall do its utmost to prevent that their Affiliated Persons perform transactions that are against the Code.

3.6 An overview of the specific provisions regarding the notification obligations is laid down in Annex B to this Code applicable in the following order:

Members of the Management Board and Members of the Supervisory Board	Chapter 1
Managing Officers	Chapter 2
Designated Employees and Other Designated Persons	Chapter 3
Non-Designated Employees	Chapter 4

Aforementioned persons can submit any questions they may have in respect of the information provided in Annex B, to the Compliance Officer.

ARTICLE 4. COMPLIANCE OFFICER

- 4.1 The Management Board shall appoint and dismiss the Compliance Officer and, if deemed necessary, his or her deputies.
- 4.2 The Compliance Officer has the duties and powers conferred on him or her by this Code. The Management Board may confer additional duties and powers on the Compliance Officer.
- 4.3 In case of a valid reason, the Compliance Officer has the authority to communicate in writing to the chairman of the Management Board (personal) data of private transactions executed by Employees in Companies Securities. The Compliance Officer shall inform the relevant Employee in writing, before providing the personal data in connection with the private transaction.
- 4.4 The Compliance Officer shall report the results of the investigation to the chairman of the Management Board in writing. Prior to this reporting, the Employee must have an opportunity to react on the results of the investigation. Employees will be informed of the results of the investigation by the chairman of the Management Board. If the investigation concerns the chairman of the Management Board, the task of the chairman of the Management Board under this clause shall rest with the chairman of the Supervisory Board.
- 4.5 The Compliance Officer annually reports to the Management Board.
- 4.6 The Compliance Officer is not liable for the advice provided by him, for notifications made by him on behalf of Reporters, or for any other acts conducted by him in his capacity of Compliance Officer. The members of the Management Board, the members of the Supervisory Board, Managing Officers, Employees and Other Designated Persons and Non-Designated Employees remain at all times solely responsible and liable for complying with the obligations applicable to them under the Code and the AFS.
- 4.7 As long as no Compliance Officer had been appointed, the duties and authorities referred to in section 4.2 lay on the Management Board.

ARTICLE 5. RULES OF CONDUCT

- 5.1 Designated Persons and Non-Designated Employees shall exercise due care in handling information to which they have access as a result of their position. This applies to information about clients and other business relationships and for information about the Company. Designated Persons and Non-Designated Employees may only use information to the extent necessary for their function.

- 5.2 Work related information must be kept separate from Designated Persons' and Non-Designated Employees' private life. Designated Persons and Non-Designated Employees must avoid unnecessary involvement in their private capacity with clients of other business relationships. This in order to prevent incorrect use of prior knowledge or an undesirable mixing of business and private interests.
- 5.3 An information advantage which a Designated Person or Non-Designated Employee has in terms of his or her function (or otherwise) may never be used in an attempt to obtain (what may be deemed to be) a personal advantage. This applies to transactions in Company Securities and transactions in other Financial Instruments.
- 5.4 Unless required by law or in order to perform his or hers job/function appropriately, Designated Persons and Non-Designated Employees are not allowed to disclose, directly or indirectly, in full or in part, Inside Information or other sensitive/confidential information to thirds parties or other employees.

ARTICLE 6. PROHIBITION USE OF INSIDE INFORMATION

- 6.1 Designated Persons and Non-Designated Employees must refrain from any use of prior knowledge and other confidential market information, as well as any mixing of business and private interests, and must avoid any reasonably foreseeable appearance thereof.
- 6.2 A Designated Person or Non-Designated Employee who has Inside Information or other confidential market information must - both directly and indirectly - refrain from (i) initiating or carrying out transactions in the Company Securities (or inducing another person to do so), or to advise, unless the transaction is carried out in the discharge of an obligation that has become due in good faith, and (ii) cancellation or amendment of a transaction in the Company Securities (or inducing another person to do so).
- 6.3 A Designated Person or Non-Designated Employee who has Inside Information shall not (i) encourage or induce anyone to initiate or carry out transactions in the Company Securities, or (ii) encourage or induce anyone to cancelling or amending an order which has already been placed concerning the Company Securities.
- 6.4 Designated Persons and Non-Designated Employees must refrain from carrying out or bring out transactions on its own account that (i) gives or implies an inaccurate or misleading signal, (ii) (shall) keep the price of Financial Instruments at an artificial level, or (iii) which is fraudulent or misleading.

ARTICLE 7. CLOSED PERIODS

- 7.1 A Reporter shall not conduct any transactions for its own account or for the account of a third party, directly or indirectly, relating to the Company Securities during a Closed Period.
- 7.2 The following periods qualify as a Closed Period:
- a. 30 calendar days before the announcement of the Company's annual, half-year and quarterly results;

- b. 30 calendar days before the Company's announcement of (interim) dividend;
 - c. 30 calendar days before the first publication of a prospectus relating to the issuance of Company's Securities;
 - d. 30 calendar days before other financial reports which the Company is obliged to make public according to the rules of the trading venue where the Company's shares are admitted to trading.
- 7.3 The Compliance Officer may at the Request of a Reporter allow a Reporter to trade for its own account or for the account of a third party during a Closed Period either:
- a. on a case-by-case basis due to the existence of exceptional circumstances within the meaning of Article 8 of the delegated regulation 2016/522 of the commission; or
 - b. due to the characteristics of the trading involved for transactions made under, or related to, for example, an employee share or saving scheme.
- Further, the Reporter has to be able to demonstrate that the particular transaction cannot be executed at another moment in time than during the Closed Period.
- 7.4 The Request as referred to in 7.3a has to be made prior to any trading during the closed period and has to be well-founded.
- 7.5 The Management Board shall announce in good time at the beginning of each financial calendar year, which periods in that financial year are deemed to be Closed Periods. Any changes and supplementary periods will be announced in the same manner in the course of the financial year.
- 7.6 Members of the Management Board, members of the Supervisory Board, Managing Officers will not sell Company Securities within six (6) months after the purchase thereof, nor will the aforementioned persons purchase Company Securities within six (6) months after the sale thereof. This prohibition shall not apply to options and shares obtained under the option plan of the Company.

ARTICLE 8. INSIDERS REGISTER

- 8.1 The Compliance Officer will maintain a register of Designated Persons. The register will include among other things the following information:
- a. the names of the Designated Person;
 - b. the reason why this Designated Person is included in the register;
 - c. the date and time on which that Designated Person obtained access to Inside Information; and
 - d. the date on which the register with Designated Persons is composed.
- 8.2 The register shall be immediately updated if the information it contains changes, if a person is to be added to the register, and if a person who is entered into the register no longer has access to Inside Information. Each update shall specify the date and time when the change triggering the update occurred, and the reason for the change. The Company shall retain the outdated information for at least five (5) years after the register is drawn up or updated.
- 8.3 The chairman of the Management Board of the Company is entitled to inspect the register at any time. Data from the register may be provided to the AFM.

ARTICLE 9. ADMINISTRATION

- 9.1 The Compliance Officer will maintain an administration, which will include at least the following information:
- a. the notifications submitted to the Compliance Officer pursuant to the Code and specifically Annex B;
 - b. the instructions to the Compliance Officer to conduct a notification to the AFM.
- 9.2 The Compliance Officer may remove any information from the administration which is older than 5 years.

ARTICLE 10. SANCTIONS

- 10.1 Activities carried out by a Designated Person or Non-Designated Employee that are in conflict with these regulations shall be regarded as a serious breach of the trust which the Company as the employer or principal has placed in the employee and may result in an appropriate sanction being imposed by the Board.
- 10.2 The Company and its subsidiaries and group companies (as employer) reserve the right to make a note in the personnel file and to impose all sanctions provided for by law and/or in the employment agreement in the event of a violation of one or more stipulations of these regulations, including the reversal of any benefit obtained by the Employee, transfer, suspension, other disciplinary or labour law regulations, including dismissal without notice.

ARTICLE 11. FINAL SECTIONS

- 11.1 This Code shall retroactively enter into force on 3 July 2016 and will replace the existing insider code. The provisions of this Code may be amended and supplemented by a resolution of the Management Board. Amendments and supplements shall enter into force upon their written announcement or by e-mail, unless a later date is specified in the announcement.
- 11.2 The provisions of this Code shall remain applicable on a Designated Person during 6 months after losing the quality of a Designated Person, except the provisions relating to the notification to the AFM. Those shall end as soon as the person is no longer a Designated Person.
- 11.3 The Management Board shall have the power to take decisions in cases, which are not covered by these rules.
- 11.4 This Code is governed by Dutch Law.

IN WITNESS WHEREOF, prepared and executed at Rotterdam on the date first written above.

Ivo Vleeschouwers

Position: Managing Director of GeoJunxion N.V

ANNEX A

Definitions

Affiliated Persons:	<ul style="list-style-type: none">(i) spouses, registered partners or life partners of Designated Persons within the meaning of category (a) and (b), or other individuals who cohabit in a comparable manner with Designated Persons within the meaning of category (a) up to and including (c);(ii) children of members of Designated Persons within the meaning of category (a) up to and including (c), who fall under their authority or who have been placed under guardianship and for whom these individuals have been appointed as receiver;(iii) other relations by blood or marriage of the Designated Persons within the meaning of category (a) up to and including (c), who on the date of the relevant transaction had run a joint household with them for at least one (1) year;(iv) legal entities, trusts as referred to in Section 1 (c) of the Dutch Supervision of Trust Officers Act, or partnerships:<ul style="list-style-type: none">(a) whose managerial responsibility lies with a Designated Person within the meaning of category (a) up to and including (c), or with a person under (i), (ii), or (iii) above;(b) which are under the control of a Designated Person within the meaning of category (a) up to and including (c);(c) which have been founded for the benefit of a Designated Person within the meaning of category (a) up to and including (c); or(d) whose economic interests are essentially equal to a Designated Person within the meaning of category (a) up to and including (c).
AFM:	The Netherlands Authority for the Financial Markets (<i>Autoriteit Financiële Markten</i>).
AFS:	The Act on Financial Supervision (<i>Wet op het financieel toezicht</i>), as amended from time to time.
Closed Period:	The periods as described in Section 5 of the Code.
Company Securities:	<ul style="list-style-type: none">(a) (depository receipts of) shares in the capital of the Company;(b) other Financial Instruments issued by the Company that are admitted to trading on a Regulated Market or MTF or Financial Instruments for which a request for admission to trading on a Regulated Market or MTF has been made or Financial Instruments which are traded on an MTF or an OTF; and(c) Financial Instruments of which the value is determined by the value of the (depository receipts of) shares in the capital of the Company or by the Financial Instruments referred to under (b) above, issued by the Company .
Company Shares:	Shares in the capital of the Company.

Compliance Officer:	The person referred to in Section 4.1 of this Code, or, in absence thereof, the Management Board.
Designated Employees:	Employees not being Managing Officers, who by reason of their work, profession or position have access to Inside Information, and as such have been designated by or on behalf of the Management Board.
Designated Persons:	<ul style="list-style-type: none"> (a) Members of the Management Board; (b) Members of the Supervisory Board; (c) Managing Officers; (d) Designated Employees, in so far as they do not fall under the categories (a), (b) or (c) above; (e) Other Designated Persons, in so far as they do not fall under the categories (a), (b) or (c) above.
Employee:	Any person employed by, or in any type of relationship of authority in the Company or a Subsidiary, irrespective of the duration of their employment, as well as the members of the Management Board and the Supervisory Board and the members of the management boards and the members of the supervisory board of any Subsidiary.
Financial Instruments:	<ul style="list-style-type: none"> (i) Transferable securities. (ii) Money-market instruments. (iii) Units in collective investment undertakings. (iv) Options, futures, swaps, forward rate agreements and any other derivative contracts relating to securities, currencies, interest rates or yields, emission allowances or other derivatives instruments, financial indices or financial measures which may be settled physically or in cash. (v) Options, futures, swaps, forwards and any other derivative contracts relating to commodities that must be settled in cash or may be settled in cash at the option of one of the parties other than by reason of default or other termination event. (vi) Options, futures, swaps, and any other derivative contract relating to commodities that can be physically settled provided that they are traded on a regulated market, a MTF, or an OTF, except for wholesale energy products traded on an OTF that must be physically settled. (vii) Options, futures, swaps, forwards and any other derivative contracts relating to commodities, that can be physically settled not otherwise mentioned in (vi), and not being for commercial purposes, which have the characteristics of other derivative financial instruments. (viii) Derivative instruments for the transfer of credit risk. (ix) Financial contracts for differences (x) Options, futures, swaps, forward rate agreements and any other derivative contracts relating to climatic variables, freight rates or inflation rates or other official economic statistics that must be settled in cash or may be settled in cash at the option of one of the parties other than by reason of default or other termination event, as well as any other derivative contracts relating to assets, rights,

obligations, indices and measures not otherwise mentioned in this Section, which have the characteristics of other derivative financial instruments, having regard to whether, inter alia, they are traded on a regulated market, OTF, or an MTF.

- (xi) Emission allowances consisting of any units recognised for compliance with the requirements of Directive 2003/87/EC (Emissions Trading Scheme

Inside Information:	Knowledge of information of a precise nature relating directly or indirectly to the Company, Company Securities, which information has not been made public and which, if it were made public, would be likely to have a significant effect on the prices of the Company Securities or on the prices of related derivative Financial Instruments.
Management Board:	The management board of the Company.
Managing Officer:	An Employee that has a management function and on that basis has the authority to take decisions affecting the future developments and business prospects of the Company and that may have regular access to Inside Information.
MTF:	a multilateral system as described in Directive 2014/65/EU.
Non-Designated Employees:	Employees not being Designated Persons.
Other Designated Persons:	persons who work for the Company (third parties) who are not Employees and who by reason of their work, profession or position have access to Inside Information and as such are designated by or on behalf of the Management Board.
OTF:	an 'organised trading facility' as described in Directive 2014/65/EU.
Regulated Market:	Euronext N.V. or another regulated market as defined in Directive 2014/65/EU.
Regulation:	Regulation (EU) no 596/2014 of the European Parliament and of the Council of 16 April 2014 on market abuse and repealing Directive 2003/6/EC of the European Parliament and of the Council and Commission Directives 2003/124/EC, 2003/125/EC and 2004/72/EC.
Reporters:	A member of the Management Board, a member of the Supervisory Board and a Managing Officer.
Reporting Transactions:	<ul style="list-style-type: none">(i) acquisition, disposal, short sale, subscription or exchange;(ii) acceptance or exercise of a stock option, including of a stock option granted to managers or employees as part of their remuneration package, and the disposal of shares stemming from the exercise of a stock option;

- (iii) entering into or exercise of equity swaps;
- (iv) transactions in or related to derivatives, including cash-settled transaction;
- (v) entering into a contract for difference on a financial instrument of the concerned issuer or on emission allowances or auction products based thereon;
- (vi) acquisition, disposal or exercise of rights, including put and call options, and warrants;
- (vii) subscription to a capital increase or debt instrument issuance;
- (viii) transactions in derivatives and financial instruments linked to a debt instrument of the concerned issuer, including credit default swaps;
- (ix) conditional transactions upon the occurrence of the conditions and actual execution of the transactions;
- (x) automatic or non-automatic conversion of a financial instrument into another financial instrument, including the exchange of convertible bonds to shares;
- (xi) gifts and donations made or received, and inheritance received;
- (xii) transactions executed in index-related products, baskets and derivatives, insofar as required by Article 19 of Regulation (EU) No 596/2014;
- (xiii) transactions executed in shares or units of investment funds, including alternative investment funds (AIFs) referred to in Article 1 of Directive 2011/61/EU of the European Parliament and of the Council (1), insofar as required by Article 19 of Regulation (EU) No 596/2014;
- (xiv) transacties uitgevoerd door de beheerder van een abi waarin een persoon met leidinggevende verantwoordelijkheden of een nauw verbonden persoon heeft belegd, voor zover vereist in artikel 19 van Verordening (EU) nr. 596/2014;
- (xv) transactions executed by a third party under an individual portfolio or asset management mandate on behalf or for the benefit of a person discharging managerial responsibilities or a person closely associated with such a person;
- (xvi) borrowing or lending of shares or debt instruments of the issuer or derivatives or other financial instruments linked thereto.

Request: a written request to trade during a Closed Period made by a Reporter to the Compliance Officer.

Shares in the Company:

- (a) shares in the capital of the Company, within the meaning of section 2:79 paragraph 1 of the Dutch Civil Code;
- (b) depositary receipts for shares as referred to under (a) or other negotiable security instrument equivalent to depositary receipts for shares as referred to under (a);
- (c) any other negotiable instruments, other than options as referred to under (d), to acquire shares as referred to under (a) or instruments as referred to under (b);
- (d) options to acquire shares as referred to under (a) or

instruments as referred to under (b);

Subsidiary: a subsidiary of the Company within the meaning of section 2:24c of the Dutch Civil Code, on the condition that the most recent declared turnover of the legal entity or company in which the participating interest is held is at least equal to 10% of the consolidated turnover of the Company.

Supervisory Board: The supervisory board of the Company.

Undertaking or establishing Transactions: the direct or indirect and for one's own account or for the account of others buying or selling, or effecting any other legal act aimed at acquiring or selling of and cancelling or amending an order concerning (i) Company Securities, or (ii) Financial Instruments admitted to trading on a Regulated Market or MTF or Financial Instruments for which a request for admission to trading on a Regulated Market or MTF has been made or Financial Instruments which are traded on an MTF or an OTF.