QUARK

CODE OF ETHICS AND BUSINESS CONDUCT

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IMPLEMENTATION AND ACCOUNTABILITY

This Code and its supplementary Codes apply to all directors and employees of QUARK.

1.1. RESPONSIBILITY

As Quark employees we are responsible for the Company's reputation for excellence and integrity.

We are all responsible for reading, understanding and complying with this Code and applicable policies.

Supervisors are responsible for modelling ethical behaviour and encouraging open communication of concerns without fear of retaliation. They are central to establishing our culture of integrity.

1.1.1. SPEAK UP

One of the most important things each of us can do to contribute to and protect QUARK's ethical culture is to report any potential misconduct to the company. We welcome your concerns and will not retaliate for raising them. QUARK has a whistleblower/reporting policy that reinforces our commitment to our employees that if they speak up, HR will protect them from retaliation.

2. DECLARATION OF PRINCIPLES

- Act with integrity.

- Comply with the law at all times and in all places.

- Compete fairly and honestly.

- Accept diversity of backgrounds and perspectives and treat people with dignity and respect.

- Protect health, safety and the environment.

- Avoid conflicts of interest.

- Protect confidential information and our intellectual property.

- Comply with government procurement rules.

- Maintain accurate financial books and records.

- Comply with trade regulations.

- Do not accept or make illegal or inappropriate payments or gifts.

3. ACT WITH INTEGRITY

Having integrity means doing the right thing for the right reasons even when no one is looking. It means demonstrating the value of one's convictions, even when there is tremendous pressure to do otherwise.

We act with integrity by being honest and truthful in all our dealings and not deliberately misleading others. We safeguard our ability to make independent and professional judgments by scrupulously avoiding undue influence and conflicts of interest. Many QUARK employees hold professional licenses and certifications that require adherence to the highest level of integrity in all of their activities.

Employees are responsible for maintaining their individual licences in the jurisdictions in which they work and for not performing licensed services in jurisdictions where they are not licensed.

We expect our professionals to meet these requirements, among them:

- Act only in the capacity for which it is authorised where it is authorised.

- Keep your licences up to date.

- Comply with the rules and regulations of the licensing board.

3.1. OUR CODE IS MORE THAN A SET OF RULES

We adhere to these standards in everything we do. Managers demonstrate integrity in their daily interactions with team members, customers and business partners. They intervene immediately to prevent ethical problems. They require their team members to review and understand this Code and to adhere to other good ethical business practices.

We honour this Code as more than a set of rules. It is a guide that shows us what our commitments are. These include acting in good faith, communicating openly and seeking fair outcomes. We ask questions, raise concerns and draw attention to problems.

4. COMPLY WITH THE LAW AT ALL TIMES AND IN ALL PLACES

4.1. QUARK WILL COMPLY WITH THE LETTER AND SPIRIT OF ALL LAWS AND REGULATIONS.

To comply 100% with the law of the land, whatever it is, is the minimum standard of the HDI (Human Development Institute), either we comply 100% or we have failed. There is no middle ground. The laws don't cover everything. We want to remain the company we have been since our foundation, which is a company that does the right things for the right reasons.

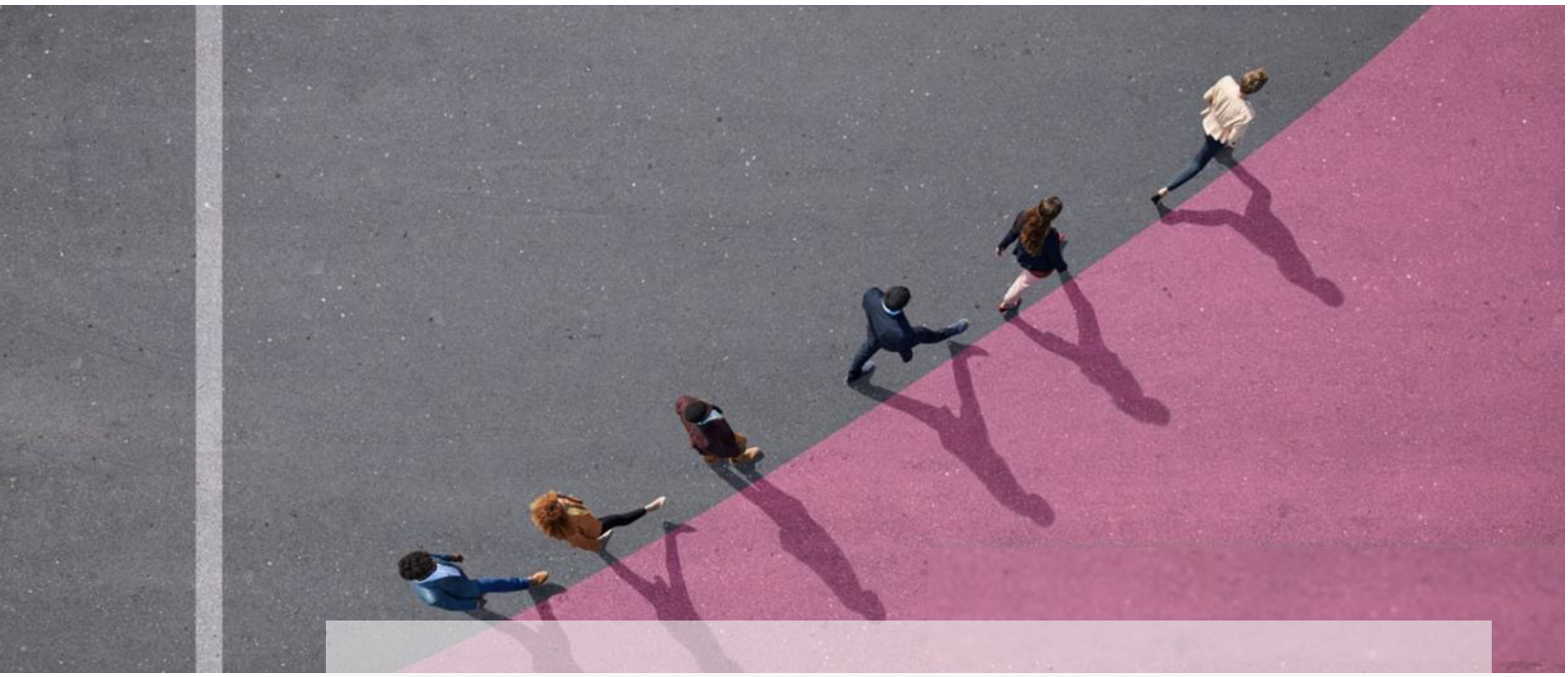
4.2. GLOBAL IMPLEMENTATION

Quark and its employees enforce laws everywhere in the world. Examples of such laws include laws prohibiting the payment of bribes to obtain unfair business advantages, laws prohibiting anti-competitive behaviour, and laws prohibiting the payment of bribes anywhere in the world in both public and private sector work.

When QUARK's work is carried out outside Spain, we will follow the laws and regulations of both Spain and the countries in which we operate.

4.3. GOVERNMENT EMPLOYEES

We need to be very aware that former government employees often have restrictions on who can hire them and when and what work they can do once they are hired. Approaching civil servants to offer them employment can have significant repercussions for the individual and our projects.



COMPETE FAIRLY AND HONESTLY

We compete by the rules at all times, whether we are dealing with competitors, governments or business partners. We do the right things for the right reasons. We do our best work by designing intelligently. We push the boundaries of creativity, innovation and design, but we never push the boundaries of fair play.

No representative of the company may take any action in pursuit of business or profit that he or she does not feel comfortable explaining publicly or to senior management.

5.1. THIRD PARTIES

It is a dangerous mistake to think that third parties can circumvent the law or ethical considerations on our behalf. The opposite is true: we will be accountable for their actions. Before relying on third parties to represent us, we will conduct due diligence on them and establish our ethical standards with which they must comply, and we will monitor their compliance with those standards.

5.2. CONTRACTUAL COMMITMENTS

Although we operate in many different locations where cultural practices and legal systems differ, there are no exceptions to compete fairly and honestly at all times:

- We do not promise, offer or pay bribes or give anything of significant value to individuals or their family members for any reason.

- We do not promise, offer or pay bribes or give anything of value to the government, employees or their family members for any reason.
- We do not use the confidential information of others to gain improper advantage.
- We do not collude with our competitors to fix prices, divide territory or pursue any other anti-competitive objectives.
- We do not deceive others or compromise our integrity to gain an advantage.
- We do not disparage our competitors or their products or services. We speak the truth about the great work QUARK does.
- We do not use industry conferences or organisations to discuss anti-competitive issues.
- We do not use the pricing, cost or strategic information we receive from joint venture partners in the course of the formation or operation of the joint venture for any purpose outside the joint venture.

Quark will treat all competitors, business partners and customers fairly and honestly, while striving to outperform the competition on an ethical basis.

ACCEPTING DIVERSITY OF BACKGROUNDS AND PERSPECTIVES AND TREATING PEOPLE WITH DIGNITY AND RESPECT

Quark is a stronger company because it welcomes, embraces, includes and celebrates employees with diverse and unique backgrounds, cultures, experiences and backgrounds. This diversity fosters innovation and creates a workforce that is more representative of our customers and communities, which is critical in a competitive global environment.

6.1. EQUAL OPPORTUNITIES

Quark wants everyone who works for Quark or on Quark premises to feel safe, included and valued, and to feel empowered to do their best for the company.

We provide equal opportunity and fair treatment for all. QUARK prohibits discrimination or harassment on the basis of ancestry, race, colour, sex, sexual orientation, genetic information, religion, national origin, age, creed, citizenship status, marital status, public assistance, disability status, special disability, or any other basis prohibited by law. For this reason, as well as to comply with the law, HDR strictly prohibits discrimination, harassment and retaliation.

6.2. SPEAK

We encourage and expect employees who experience mistreatment or who have ethical concerns to speak up, and we protect them from retaliation when they do. In addition to being unlawful, it is unfair and unproductive to allow a culture of inequality to develop that makes any of our valued employees or anyone with whom QUARK interacts or works feel excluded, discriminated against, harassed or unable to do their best because of their status or others' perceptions of that status.

We respect human rights around the world and treat our employees and other stakeholders with dignity. We comply with all laws, respect employees' right to freedom of association, adhere to fair employment practices and treat employees fairly and honestly. We do not tolerate child or forced labour, human trafficking or commercial sex work anywhere in the world, and we do not do business with any company that does.

PROTECT HEALTH, SAFETY AND SECURITY AND THE ENVIRONMENT

We are committed to providing safe and healthy working conditions for our employees, and will comply with all environmental and safety requirements. We are also committed to making environmental sustainability our desired way of doing business and helping to create lasting change that benefits our customers, communities and the environment. We know that consideration of these factors can lead to better projects and greater value for our customers.

7.1. SUSTAINABILITY

We advocate sustainable and balanced solutions, which translates into sound decisions that:

- They are resource-sensitive.
- Providing opportunities for economic growth and development in the public and private sectors.
- Creating quality and diverse places.
- Promote social equity.
- Consider the overall context of each decision.

7.2. HEALTH AND SAFETY

We must know the hazards in the office and on the project site and know how to prevent harm from exposure to these hazards. We must report all injuries, property damage and environmental incidents.

We comply with QUARK's drug and alcohol policies and all other QUARK health and safety policies.

Training and processes are in place in the HR department to prevent and, if necessary, address violence in the workplace. All employees are expected to support these processes.

AVOIDING CONFLICTS OF INTEREST

As QUARK employees, we have a duty to pursue the best interests of the company; collective interests are only served when each of us acts without undue influence or conflicting duties.

Two types of conflicts can arise:

- Organisational
- Personal

8.1. ORGANISATIONAL CONFLICTS

When we do regulatory work for a government agency, such as the EPA, and we also work for a company regulated by that entity;

- When we have several types of relationships with the same third party, such as when we work for a company that also works for us on another job, either sequentially or simultaneously.
- When two parties with whom we interact have competing interests and our decision making or work performance is, could be or appears to be affected by those competing interests

8.2. PERSONAL CONFLICTS

- When employees or their family members have external business or personal interests whose objectives conflict or when they have business relationships.
- When employees accept benefits from suppliers in order to obtain a favour, the feeling or at least the appearance of indebtedness is produced.
- When employees participate in external activities that give a negative image of QUARK.
- When employees directly supervise family members or direct activities that may benefit or harm family members.

QUARK values employee participation in civic affairs, including through representative government. However, participation in civic affairs can create problems. To avoid these situations, QUARK requires employees to obtain company approval before seeking or being nominated for public office.

All employees are required to disclose conflicts of interest at the time of employment, when they recognise them, and annually.

9. PROTECT CONFIDENTIAL INFORMATION AND OUR INTELLECTUAL PROPERTY

Customers seek us out because they can trust us, and we are proud of that trust and hold it close.

Nothing would erode that trust faster than if we were to disclose a customer's confidential information, either accidentally or deliberately. Each of us is responsible for handling customers, business partners and our confidential information appropriately in order to maintain the trust we have worked so hard to establish.

Protecting confidential information means:

- Protect information technology systems and physical locations where information is stored.
- Comply with contractual data confidentiality and security requirements, including those restricting the storage and transport of customer information.
- Know and comply with document retention requirements.
- Use the property, confidential information and intellectual property of QUARK and our customers in the best interests of both the company and our customers.
- Do not collect, use or disclose employees' personal information, except as authorised by the HR department.
- Follow the rules of interaction with the media.
- Safeguarding and producing information that is the subject of litigation, internal investigation or audit.

If someone tries to give you confidential information that you are not authorised to receive, do not accept it. QUARK's intellectual property is one of our most important products, but its value only exists as long as it is protected. Following the rules and exercising caution when working with intellectual property protects the investment of each employee owner and helps ensure the longevity and profitability of the company.

Use of confidential information for personal gain, for non-work related purposes, or in a manner that conflicts with the interests and values of QUARK or its customers would violate the fundamental ethics we value and jeopardize QUARK's reputation and the trust of its customers. No QUARK employee or business partner may trade material non-public information in the marketplace, nor may they communicate such information to anyone for unauthorised purposes.

9.1. DATA PROTECTION

Know that our vigilance in protecting our data extends to being on the lookout for phishing emails and not clicking on links in emails from unknown senders. Erring on the side of caution is always the best approach.

9.2. INTELLECTUAL PROPERTY

We must respect the intellectual property rights of others and not engage in unauthorised reproduction or transmission of copyrighted material or software.

9.3. EMPLOYEE PRIVACY

We believe in protecting the privacy of your personal information and will comply with the laws of the various jurisdictions that have enacted laws regulating the collection, use and distribution of that information. We work to protect the privacy of our employees, regardless of where they live or work. Personal information may only be disclosed if the disclosure is authorised in accordance with QUARK policy, which requires that the disclosure be lawful and for legitimate business reasons. If you are entrusted with personal information, you must protect its confidentiality, use it only for the reasons it was provided to you, and keep it secure.

9.4. SOCIAL MEDIA

Social media, like any other means of communication, offers both benefits and the potential for harm. QUARK has established requirements that employees must follow in their use of social media, particularly with regard to references to QUARK's projects, posts and reputation.

COMPLY WITH PROCUREMENT RULES

We value the government institutions of our country and equally and equally highly those of other countries and many state and local governments as important customers. Each of these customers, but especially the Government of Spain, has procurement rules to ensure that it uses taxpayers' money wisely. We comply with those rules because it is the right thing to do and failure to comply can lead to fines, penalties and, in extreme cases, suspension or even debarment from working with that client.

10.1. INSIDER INFORMATION

When working on some Spanish government projects, it may be necessary for employees to access, create or store information that has a national security classification. Quark has designated employees who have the appropriate security clearance to access secure information. All employees are responsible for preserving Quark's ability to gain access to such information.

10.2. MANDATORY DISCLOSURE OF INFRINGEMENTS

All employees are expected to report concerns regarding possible violations of internal procedures, this Code and laws, regulations and ordinances. If fraud, conflict of interest, bribery or kickbacks are suspected.

In the case of Spanish Government contracts, Quark must disclose these matters to Spanish Government officials, including the Inspector General and Government procurement officials.

KEEPING BOOKS AND RECORDS PRECISE FINANCIAL

Fiscal responsibility is a fundamental part of being a good citizen.

The objective is to respect standard accounting principles. It is essential that all financial books and records are accurate, complete and maintained in accordance with company policy.

Provide accurate and honest information in business reports and records, including information about their educational qualifications and work experience, as well as certifications and test results.

Always report your working hours accurately and use the correct charge code on all time records.

Always submit accurate expense reports for expenses actually incurred and associated with the work activity.

Always provide accurate invoices to customers that accurately reflect the work or services performed and the costs incurred.

Maintain project and other business records in accordance with QUARK policy that provides consistent business practices on when to retain or discard QUARK records in accordance with legal and contractual requirements.

12. DO NOT ACCEPT OR MAKE ILLEGAL OR INAPPROPRIATE PAYMENTS OR GIFTS

While employees must be sensitive to cultural differences wherever QUARK operates, the company always expects employees to conduct their activities ethically and in accordance with company policy.

12.1. ANTI-CORRUPTION

HDR takes a firm stand against corruption. It is illegal, it stifles economic growth and development, and it distorts business and political environments where it is tolerated. HDI competes fairly, relying on the innovation and skill of our employees. QUARK will reject all business opportunities that compromise this principle. Accordingly, QUARK's anti-corruption/anti-bribery policy states that no person or entity associated with the company shall offer, pay, promise to pay or give money or anything of value, directly or indirectly, to any person to obtain or retain any business advantage or authorise another to do the same.

12.2. NO PAYMENTS COMPROMISED OR "KICKBACKS".

QUARK employees will not pay so-called "kickback" or "compromise" payments to individuals, including government officials. These fees are typically small payments not provided for by law that are requested by individual government employees to expedite the issuance of some government document or permit, such as a visa or licence. Expediting payments that are part of a government's published tariffs or an entity's business processes are permitted. Employees must not make false or misleading entries in the company's books and records to conceal the nature of any payment or gift of anything of value.

12.3. GIFTS, TRAVEL AND ENTERTAINMENT

They can only be provided to a commercial customer or partner and only when the customer or partner does not have specific prohibitions, such as those of many state and local governments, as well as government customers outside Spain. Commercial customers also have restrictions, which we must recognise and manage at the project level. Neither the intention nor the effect of giving or receiving gifts, travel, dining and entertainment can be to unduly influence a business decision. In addition, such business-related and business-related travel and entertainment benefits.

Benefits should be infrequent and reasonable in the circumstances. If someone can reasonably say that the gift or invitation is too lavish, you should not give the benefit to a customer or accept it from a business partner until you obtain prior approval.