



Employee Code of Conduct

The right way to remove carbon
and regenerate Earth

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A Letter from James Kanoff

CO-FOUNDER & CEO OF TERRADOT

On Integrity, Purpose, and the Future We're Building

When we founded Terradot in 2022, it wasn't because the world needed another startup. It was because the planet needed climate solutions. Urgently.

What began in the Stanford Soil & Environmental Biogeochemistry Lab and took root in Brazil has grown into a movement, an effort to redefine how we remove carbon from the atmosphere, regenerate soils, and reshape our relationship with our planet. At the center of it all is a deceptively simple process: Enhanced Rock Weathering. Around that process, we're creating the systems and partnerships to make ERW a global climate solution.

This is not easy work. It's science-meets-soil. It's nature-meets-technology. It's climate ambition-meets-real accountability. And because we operate in a space with massive potential and massive responsibility, how we work matters just as much as what we build.

That's why ethics are not an afterthought here. They are our operating system, prescribed in our Company Code of Conduct—whether we're collaborating with communities, sharing MRV data with partners, or designing policy-aligned carbon pathways.

We will be judged not just by the impact we claim, but by the values we demonstrate. So here is my promise: integrity will always outrank growth. Transparency will always matter more than optics. And our culture will be built on respect—across borders and diverse backgrounds.

I ask you to lead with that same spirit. If something doesn't sit right, raise your voice. If a policy feels unclear, seek clarity. You will never be penalized for questioning decisions, and you will always be supported when you act in service of our values.

We're still early in this journey. But already, the world is watching. And I believe we can show what it means to scale science, software, and sustainability—**without compromising our ethics.**

Thank you for the work you do. And thank you for doing it the right way.

With humility and conviction,

James Kanoff
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01

High Standards

Acting with ethics and integrity

Why do we need a Code of Ethics?

At Terradot, we are building a regenerative future through science. Our mission—to scale decarbonization through Enhanced Rock Weathering—requires not only technical excellence but a deep, unwavering commitment to ethical conduct.

This Code was created to serve as a guiding light for all of us, no matter our role. It reinforces our commitment to compliance, transparency, and integrity in every interaction we have—whether with farmers in the field, scientific partners, communities, suppliers, or investors. It reflects our alignment with important legal frameworks like Brazil’s Clean Company Act (Law No. 12.846/2013) and the U.S. Foreign Corrupt Practices Act (FCPA), and underlines the standards we set for ourselves beyond legal requirements.

We believe that real climate solutions are impossible without trust. This Code helps us earn and keep it.



HOW TO USE THIS CODE OF ETHICS

This Code is a tool built for you and outlines the behaviours expected from us every day and reflects our values. Its purpose is to help you make decisions that reflect who we are and what we stand for. It should be read alongside Terradot’s policies.

This document does intend to answer every question, but it will help you recognize potential legal, ethical, or reputational risks and guide you toward the right next step. You are not expected to know everything, but you are expected to ask, challenge, and seek support when something seems unclear. Bottom line, the goal is to ensure that our employees make the right decisions, in the right way and for the right reasons.

WHO IS RESPONSIBLE FOR THE CODE OF ETHICS

Every team member at Terradot shares the responsibility of upholding this Code, regardless of seniority, role, or region. The principles in it apply equally to our full-time staff, contractors, collaborators, and third-party partners.

Oversight of the Code is managed by our Ethics Committee, which includes the CEO (who has the casting voice), CFO, Head of Legal and Director of HR & Culture.

This team is responsible for:

- Implementing the Code
- Training and awareness
- Reviewing and updating provisions
- Investigating potential violations
- Maintaining open communication channels

WILL THE PROVISIONS OF THIS CODE OF ETHICS CHANGE OVER TIME ?

Yes. Our work exists in a constantly evolving world—scientifically, socially, and politically. As new challenges and ethical considerations arise, this Code will evolve to reflect them. Regular reviews will ensure it continues to serve as a relevant and effective guide.

We welcome your input in this process. Ethics is a living dialogue, not a static document.

HOW AND WHY SHOULD I REPORT A VIOLATION?

You are an active participant in shaping Terradot's ethical culture. When something doesn't align with this Code, you are encouraged—and expected—to speak up.

You can report to:

- Your direct manager
- The Legal Team
- The People Team
- Or through @SafeSpace

Terradot has a strict **no-retaliation policy**. Anyone who raises a concern in good faith will be protected, respected, and heard as part of a regular compliance process. Silence and inaction have no place in a values-driven organization.

We also encourage our external stakeholders—partners, contractors, and suppliers—to report any violations they observe or experience.

WHAT HAPPENS IF THE CODE IS NOT FOLLOWED?

Failing to comply with this Code can have serious consequences—for individuals and for Terradot. Depending on the severity of the violation, outcomes may include internal disciplinary actions, contract termination, legal and criminal consequences, aside all the reputational damage.

Remember: **this Code is not optional**. It is essential to protecting the integrity of our mission, our culture and how we do business. Below you can find a framework to help you in the decision making on whether you are doing the right thing.



SPEAK UP, STAY PROTECTED

Terradot enforces a strict no-retaliation policy: anyone raising concerns in good faith will always be protected, respected, and heard. Silence has no place in a values-driven organization.

02



Workplace Expectations

A culture of prevention and care



A Culture of Prevention and Care

At Terradot, we believe that protecting the health, safety, and well-being of our employees, partners, and communities is inseparable from our mission to fight climate change. Our Environmental, Health, and Safety (EHS) practices are not just procedural—they reflect our core values and our responsibility to act with integrity.

We recognize that every injury, hazard, and unsafe act is preventable. No target, deadline, or business ambition should ever compromise safety. We foster a culture where every individual has the right and responsibility to speak up and act when risks arise—without hesitation or fear.

Please be mindful that sometimes, we are subject to safety protocols of our partners.

ACHIEVING AN INCLUSIVE, DISCRIMINATION AND HARASSMENT FREE WORK ENVIRONMENT.

We are committed to providing an inclusive and respectful workplace, free from discrimination, harassment, and exclusion of any kind. We reject unfair treatment or hostile behavior based on personal characteristics such as gender identity, sex, race, ethnicity, nationality, religion, sexual orientation, disability, age, socioeconomic status, language, citizenship status, or any intersection of these characteristics.

Discrimination takes many forms. It may appear as an isolated comment or as repeated behaviors over time. Sometimes it stems from unconscious bias—our instinctive preferences for certain individuals or groups—which can shape decisions in ways that exclude, isolate, or disadvantage others.

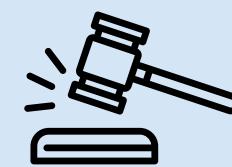
Whether intentional or not, these behaviors are never acceptable.

COLLABORATION, FAIRNESS, AND ETHICAL LEADERSHIP

At Terradot, we believe that collaboration, fairness, and leadership grounded in ethics are critical. We prioritize collective well-being over personal gain, and we are intentional about removing barriers that hinder inclusion, transparency, or fairness. We work as one team and we do not tolerate behavior that undermines others, hoards power, or politicizes decisions.

At Terradot, excellence is earned—not inherited or gifted. Our hiring, promotions, performance evaluations, and rewards are based on: Results, Cultural alignment, Collaboration, and Leadership Behaviors.

We support everyone's growth through clear expectations, continuous feedback, structured development opportunities, and transparency in how advancement decisions are made. Managers, team leads, and senior staff at Terradot have an elevated responsibility: to model ethical conduct, demonstrate humility, and create a space where everyone can thrive.



TAKE ACTION: REPORT MISCONDUCT

If you witness or experience discrimination, harassment, or unethical behavior, speak up immediately. Report your concerns to your manager, the Legal or People teams, or through @SafeSpace.

Respect is non-negotiable

We do not tolerate any form of harassment. We understand harassment as an expression of abuse of power, in which someone takes advantage of their position, role, or function to satisfy personal interests or subject another person to constraints. In the workplace, this abuse is often carried out by people in higher hierarchical positions, but it can also occur in other ways, supported by structural inequalities such as class, gender, race, sexual orientation, age, among others.

Our commitment:

As part of Terradot, we are committed to preventing, identifying, and addressing any form of harassment, offering safe channels for reporting incidents, including through the my.safe.space platform. Everyone who works with us has the responsibility to respect these guidelines, intervene when possible, and report situations of risk or violence.

Harassment is not a “misunderstanding,” nor an acceptable part of the work routine. It violates dignity, goes against our values, and has no place at Terradot.

The definitions and examples in this section are inspired by and adapted from materials on our integrity and listening platform, my.safe.space, which supports Terradot in building a safer, more respectful, and more inclusive environment, aligned with our values.

What this means for you...

→ It means understanding that respect is not just a rule, but a value that guides every action, decision, and interaction inside and outside Terradot. It means recognizing that empathy, listening, and responsibility are the pillars of a healthy work environment. It means acting with consistency and integrity so that everyone feels safe to express themselves, work, and contribute fully.



MORAL HARASSMENT

Moral harassment occurs when a person repeatedly offends, constrains, or humiliates another, attacking their dignity and personality, with the explicit or implicit aim of weakening, ridiculing, or demeaning them. For it to be characterized as harassment, there must be a recurrence of actions, not just an isolated episode.

In the work context, this may manifest, for example, through degrading comments about a person or their work; disproportionate or irrational criticism; taking credit for someone else's achievements; systematically opposing everything someone proposes; imposing impossible demands or clearly unfeasible deadlines; or intimidating behaviors, such as repeatedly blocking a colleague's path or creating ongoing situations of embarrassment, even without direct physical aggression.

SEXUAL HARASSMENT

Sexual harassment is any unwanted behavior of a sexual nature that has the purpose or effect of disturbing, constraining, humiliating, or intimidating a person, or attacking their sexual freedom. This harassment may be verbal, non-verbal, or physical.

Examples include: sharing sexually inappropriate images or videos (such as pornography or malicious gifs); sending notes, messages, or emails with suggestive content; asking invasive questions about someone's sexual life, sexual orientation, or gender identity; telling obscene jokes or making comments about sexual acts; making sexual remarks about someone's appearance, clothing, or body parts; or touching a person inappropriately and without consent.

WE BELIEVE A DIVERSE,
INCLUSIVE TEAM AND A SAFE
WORK ENVIRONMENT ARE
ESSENTIAL TO ACHIEVING
BOLD CLIMATE IMPACT. AT
TERRADOT, YOUR
BACKGROUND SHOULD NEVER
LIMIT YOUR VOICE, YOUR
VALUE, OR YOUR GROWTH.

THIS IS NOT JUST OUR
STANDARD. IT IS OUR SHARED
RESPONSIBILITY.



What this means for you...

- **Treat everyone with respect, always.**
Do not engage in behavior (verbal, physical, or non-verbal) that may humiliate, isolate, intimidate, or offend others, whether in person or online.
- **Speak up respectfully.**
If you disagree with a colleague, express your opinion constructively and with the intent to understand, not diminish.
- **Foster a feedback-driven culture.**
Give and receive feedback regularly based on facts, impact, data and values—not personal preferences, status, or assumptions.
- **Act when something feels wrong.**
If you're in a situation that feels ethically unclear, unsafe or uncomfortable, pause. Reflect. Ask for help.
- **Support fair growth.**
Evaluate all hiring, promotions, and recognitions based solely on merit, performance, and cultural fit - not affinity, favoritism, or informal influence.
- **Practice safe and competent work.**
Only operate tools or perform tasks for which you are properly trained and physically and mentally fit to do.
- **Protect your team's safety.**
Follow all health and safety protocols, report near misses or hazards, and never ignore unsafe behavior—whether in the lab, field, or office.
- **Lead by example.**
Act consistently with Terradot's values and foster an environment where others feel safe to question, grow, and speak up.
- **Report violations without fear.**
If you observe an unsafe condition, harassment, discrimination, retaliation, or unfair treatment, report it immediately. You are protected when acting in good faith.



Physical Integrity and Safety

Safety in the Performance of Activities

We are committed to a safe and healthy work environment that complies with all applicable legal requirements. Everyone involved in the company's operations, including employees, suppliers, contractors, partners, and clients, must strictly follow these guidelines, contributing to a culture where physical integrity and respect for life are priorities.

Compliance with Regulatory Standards

All internal and external agents must observe the norms applicable to their activities, properly use Personal Protective Equipment (PPE), and participate in mandatory training or provide proof of adequate qualification. Each person is responsible for immediately reporting any risk, incident, or unsafe condition to leadership or safety personnel.

Traffic Safety

When traveling on behalf of Terradot, defensive driving is mandatory, as is compliance with traffic regulations, avoiding distractions, and respecting speed limits and signage. Personal, third-party, or company vehicles must be in proper operating condition, and breaks should be taken during long trips to prevent fatigue. Individual and collective protection must guide all decision-making in traffic.

Self-Care

Each person must safeguard their own physical and emotional well-being, avoiding tasks for which they are not qualified or not in suitable condition to perform. It is also essential to use tools and equipment safely, assess risks before beginning any activity, and comply with examinations and legal requirements related to assigned duties.

Collective Care and Shared Responsibility

Safety depends on the collaboration of everyone involved. All individuals must encourage safe practices, guide colleagues, and report risky behaviors.

Commitment to a Safety Culture

Non-conformities must be corrected promptly, and violations may result in disciplinary measures, corrective actions, or contract termination, depending on the severity of the occurrence.



03

Acting with Integrity Terradot as a citizen

Respect for Human Rights

Regeneration starts with dignity. Terradot stands behind the UN Universal Declaration of Human Rights, the ILO's Fundamental Principles, and other internationally recognized labor and civil rights standards. These principles apply not only to our internal teams, but to every partner, customer, and vendor we work with.

We are committed to a) fair wages, safe working conditions, and nondiscrimination in every geography where we operate; b) freedom of association and the absence of forced or exploitative labor; c) ensuring our algorithms, data systems, and software tools do not embed bias or produce discriminatory outcomes.

We have zero tolerance for child labor, forced labor, human trafficking, or any form of modern slavery. Terradot also prohibits any form of forced or bonded labor, involuntary prison labor, or work undertaken under threat, coercion, or deception. All employment relationships must be voluntary, and workers must be free to leave their jobs after reasonable notice. Withholding of identity documents, restricting movement, or charging recruitment fees are unacceptable practices under our Code.

Our field operations—including ERW logistics, application, and MRV—are governed by local and international best practices. This ensures that carbon removal is delivered responsibly, transparently, and in alignment with local jurisdictional requirements.



FINANCIAL INTEGRITY & PREVENTION OF MONEY LAUNDERING

Trust is built through transparency. Terradot operates within a sensitive financial ecosystem tied to environmental markets, land-based deployment, and cross-border value flows. As such, we uphold strict controls to prevent financial crime—including money laundering, fraud, illicit enrichment, or disguised funding through third parties.

As stewards of public trust and climate finance, we must always act as if the integrity of the system depends on us—because it does.

POLITICAL NEUTRALITY

We advance climate solutions and remain nonpartisan. To maintain neutrality, integrity, and trust across all regions where we operate, the company does not support any political party, campaign, or candidate, whether directly or indirectly.

We strictly prohibit the use of company funds or resources for political purposes. At the same time, we fully respect the personal political expression of our team members, provided it occurs outside of work settings and does not interfere with our shared mission.

We will, however, contribute to the debate. Shared knowledge is the way we believe that climate can play a role in the world's future. We will leverage that, while acknowledging our political agnostic approach.

If you are ever unsure whether an action or communication may violate this principle, speak to your manager or Legal before proceeding.





LOBBYING

At Terradot, we believe in engaging responsibly and transparently with governments, regulators, and public institutions to help shape sound policies that support climate action, scientific innovation, and environmental integrity. When we engage in lobbying or public policy advocacy, we do so in a lawful, ethical, and transparent manner—always aligned with our mission and values.

All lobbying activities, including interactions with public officials, regulators, and policymakers, must comply with applicable local, national, and international laws. Terradot prohibits any attempt to improperly influence government decisions through bribery, coercion or inappropriate donations.

Only authorized individuals may represent Terradot in lobbying efforts or public policy discussions. Employees must not engage in lobbying activities or speak on behalf of the company in political or regulatory contexts without prior approval.

DONATIONS & SPONSORSHIPS

At Terradot, our commitment to responsible action extends to every facet of our external engagements, including donations and sponsorships. We may support legitimate causes that are aligned with our mission—such as climate justice, regenerative agriculture, environmental education, and soil health initiatives—but only in ways that are fully transparent, legally compliant, and free from any personal, political, or commercial conflicts of interest.

We never provide donations, sponsorships, or similar support in exchange for favors, influence, or preferential treatment. Such arrangements would violate both our values and anti-corruption standards. Every donation must serve a clear, mission-aligned purpose and be made to a legitimate, verifiable organization.

To ensure full integrity and consistency with Terradot's standards, all donations and sponsorships must be pre-approved by your immediate manager and reviewed by the Legal and Finance teams. Under no circumstance should company donations be directed to political parties, campaign organizations, or routed through third-party entities that lack transparency or present compliance risks.

As stewards of our planet and of our organization's reputation, we act with care and accountability. If you have any doubts about a donation or sponsorship opportunity, seek guidance from the appropriate internal channels before proceeding.



HUMAN RIGHTS & FAIR WORK

We commit to fair wages, safe conditions, freedom of association, and zero tolerance for discrimination, exploitation, or forced labor.

SOCIAL MEDIA

You are a voice of Terradot—both online and offline. The pride you take in your work is part of what makes our mission resonate. We encourage you to share your contributions, ideas, and achievements—but always in a way that reflects our values and safeguards the trust placed in us by our partners, customers, and communities.

When engaging on social media—whether on LinkedIn, Instagram, Twitter, or any other platform—please remember that your words can carry the weight of Terradot's reputation. For that reason, you must never share confidential or proprietary information, including internal updates, project details, customer or partner data, financial matters, or any content that you access as being part of Terradot.

If you're ever unsure whether something is appropriate to post or mention publicly, don't hesitate to reach out. Your manager, the Legal team, or Marketing are available to help ensure your communication is both safe and impactful. Thoughtful engagement is a strength, and together, we can ensure that Terradot's story is told with integrity.

MEDIA, PUBLIC STATEMENTS, AND EXTERNAL COMMUNICATIONS

At Terradot, clear, accurate, and responsible communication is essential to building and maintaining the trust of our partners, stakeholders, and the public. We believe in transparency, but we also recognize the importance of consistency and accountability in how we speak about our work, our science, and our mission.

Any public statement, external presentation, media engagement, or commentary—whether in person, online, or through publications—must reflect our values and be in line with the company’s strategy and legal obligations. This includes participation in conferences, industry panels, interviews, opinion pieces, and social media content that references Terradot’s name, work, or partnerships.

If you are invited to speak or represent Terradot externally, or if you’re unsure whether a communication may be perceived as coming from the company, you must first seek guidance and approval through the appropriate internal channels. This ensures that sensitive or confidential information is not disclosed inadvertently, and that our narrative remains unified and mission-aligned.

To preserve this integrity, only the Chief Executive Officer (CEO), Chief Financial Officer (CFO), Head of Legal, and People Director are authorized to act as official spokespersons for Terradot in their expertise areas. All external communications that could be interpreted as representing the company must be coordinated with and approved by one of these designated leaders.



What this means for you...

- **Monitor financial activity.**
Flag unusual payments, third-party funding, or irregularities in documentation.
- **Uphold human rights.**
Ensure your work reflects fair labor, safety, and inclusion across all contexts.
- **Stay politically neutral.**
Never use company resources or platforms to support political agendas.
- **Get pre-approval for donations.**
Submit proposals to your manager, Legal, and Finance before acting.
- **Use social media responsibly.**
Share with pride, but never disclose confidential or strategic information.



04

Our Commitment to the Environment and Local Communities

An integral part of our business

Local Impact Underpinning Global Impact



At Terradot, community impact and engagement is central to how we operate and deliver climate solutions—it is not a secondary effort. Our Enhanced Rock Weathering (ERW) work is deeply rooted in local ecosystems and rural partnerships. That’s why we are committed to building long-term, trust-based relationships with the communities we work alongside.

We believe that genuine climate solutions must be rooted in respect for people and place. We are committed to upholding the rights of Indigenous people and ensuring that local communities are deeply engaged in our projects and empowered to co-create with Terradot. This means going beyond consultation and approval—we actively seek to engage with local authorities and community leaders, such as mayors, community representatives, local priests, and council chairpersons. We also engage with influential farmers, Indigenous leaders, labor cooperatives, youth groups, and other key community stakeholders. Engaging before and during help us understand local needs, priorities, and cultural contexts, ensuring that our workd fostering trusted relationships

We co-create value through local opportunities, capacity-building, and knowledge sharing, ensuring our impact is not just environmental, but also social and economic. We listen first, act with respect, and design every deployment to support value creation.

At Terradot, we believe that genuine climate solutions must be rooted in respect for people and place. We are committed to upholding the rights of Indigenous peoples and ensuring that local communities are fully engaged and empowered throughout our projects. This means going beyond consultation—we actively seek to meet with local authorities such as mayors, community representatives, and council chairpersons, as well as farmers, Indigenous leaders, labor cooperatives, youth groups, and other key community stakeholders.

These conversations help us understand local needs, priorities, and cultural contexts, ensuring that our work supports lasting, inclusive impact. By valuing local knowledge and fostering trusted relationships, we aim to create projects that deliver both environmental and social benefits in harmony with the communities we serve.

As a regenerative business, we are also committed to minimizing environmental harm, restoring ecosystems where we work, and continuously improving our practices through science, transparency, and local feedback.





ENVIRONMENTAL ATTRIBUTES

We take a precautionary and science-based approach to environmental challenges. Our work with Enhanced Rock Weathering (ERW) is inherently regenerative, but we recognize that our responsibility doesn't stop at carbon removal—it includes how we operate, how we source, and how we show up in every ecosystem we touch.

We continuously evaluate and enhance the environmental performance of our operations—from logistics and mineral handling to soil application and monitoring—by committing to reducing our carbon footprint across the value chain, maximizing resource efficiency in field operations and deployment, and minimizing waste through proper sorting, reuse, and recycling. We avoid the use of hazardous materials by selecting safe, verified partners for their disposal, and we rigorously assess the credentials and licensing requirements of them to ensure compliance and responsibility. In all our actions, we prioritize safeguarding local ecosystems and strive to prevent unintended impacts on surrounding communities.

We view these actions not as compliance steps—but as extensions of our mission to repair, regenerate, and decarbonize. Through data driven innovation approach, field-based feedback, and responsible scaling, we aim to set a high standard for environmental care in climate tech deployment.



What this means for you...

- **Prioritize local co-creation**
Look for ways to build shared value in every deployment through education, training, and economic opportunity.
- **Support local resilience**
Where possible, source locally, hire responsibly, and amplify local expertise and ownership.
- **Follow science and feedback**
Base decisions on verified data, peer-reviewed practices, and insights from those on the ground.
- **Reduce your footprint**
Look for opportunities to reduce emissions, conserve resources, and limit waste in every part of the value chain.
- **Use safe materials and partners**
Always select vendors who meet safety, licensing, and environmental standards for materials and disposal.
- **Ensure traceability**
Keep clear records of sourcing, mineral use, and field activity to maintain accountability and compliance.



05

Running the Business the Right Way

Compliance without compromise

No Bribes or Facilitation Payments. We Win on Merit, not Money



We uphold the highest ethical standards in every transaction, decision, and relationship. Bribery in any form—whether direct or indirect, large or small, personal or professional—is strictly prohibited. This includes so-called facilitation payments, which are often small amounts given to public officials to speed up routine processes or approvals. Even when such payments may seem customary in some local contexts, they are still considered bribes—and are not permitted under Terradot’s policies.

Bribes are not limited to cash. Anything of value that is offered with the intent to gain an unfair business advantage qualifies as a bribe. This includes gift cards, loans, meals, entertainment, travel, accommodations, favors such as job offers or internships, event sponsorships, and charitable donations linked to gaining influence. These practices undermine fair competition, weaken institutional trust, and can expose Terradot—and you—to severe legal and reputational consequences.

We must never offer, solicit, or accept a bribe under any circumstances. Nor may we ask a third party, such as a supplier or intermediary, to act on our behalf in ways we ourselves are prohibited from doing. Ignoring red flags or turning a blind eye to suspicious gifts, payments, or interactions with public officials is equally unacceptable. Everyone representing Terradot has a duty to maintain our culture of integrity.

What we tolerate reflects who we are, and Terradot does not tolerate corruption. If you ever encounter a situation that feels questionable or if you're unsure whether an action crosses the line, consult your manager or reach out to the Legal team before proceeding. Upholding this commitment is how we earn and keep the trust of the communities and markets we serve.



NO BRIBERY, NO EXCEPTIONS

Terradot prohibits bribery in all forms—cash, gifts, favors, or facilitation payments. Anything offered to gain unfair advantage is considered a bribe. We uphold the highest ethical standards to ensure fairness, integrity, and trust in every decision and relationship.





What this means for you...

- **Do not offer or accept anything of value** including gifts, meals, or favors—if it could be seen as an attempt to gain an unfair business advantage.
- **Refuse all facilitation payments** Even if they are small or considered normal in certain regions. Terradot's policy prohibits them entirely.
- **Never ask a third party to do something unethical on your behalf**, such as making questionable payments or offering improper incentives.
- **Stay vigilant and report any red flags**, such as unusual requests, suspicious interactions with public officials, or pressure to “speed things up.”
- **Seek guidance** when in doubt, seek guidance from your manager or contact the Legal team before taking any action that may raise concerns.



CONFLICTS OF INTEREST

Integrity is the foundation of every decision we make. Our choices must always reflect the company's mission—not personal interests, relationships, or outside loyalties. A conflict of interest occurs when personal, financial, family, or political factors could compromise, or appear to compromise, your ability to act in Terradot's best interests. These conflicts may not always be intentional, but failing to disclose them can result in serious reputational, financial, or legal consequences. Disclosure allows the company to manage potential bias and protect the fairness of our decision-making processes.

Conflicts of interest can take many forms. Common examples include using Terradot's resources—such as proprietary data or internal systems—for personal or third-party gain; influencing decisions involving suppliers, contractors, or partners where you have a family, financial, or close personal relationship; offering or accepting gifts or favors that may influence judgment; and participating in vendor or contract decisions that involve individuals with whom you have a personal or political connection. These situations, even if well-intentioned, must be treated with transparency.

That said, not every interaction presents a serious risk. Certain low-risk scenarios are acceptable when disclosed and approved in advance. For example, promotional items of symbolic or nominal value (under \$100) and business meals where legitimate work is discussed are generally permitted. The key is transparency—ensuring the gesture does not influence or appear to influence your decisions.

If you're ever unsure whether a situation may pose a conflict of interest, pause and reflect: could someone question your impartiality? If so, disclose it to the Legal team, and seek written guidance before moving forward. Silence is not safety—transparency protects both you and the company. At Terradot, we hold every employee, contractor, and leader to this standard, because trust in our mission depends on the integrity behind every decision we make.



What this means for you...

- **Avoid improper use of Terradot resources**, such as internal data, tools, or networks—for personal benefit or on behalf of others outside the company.
- **Disclose any personal, financial, or family connections** that could influence business decisions, especially in dealings with suppliers, partners, or vendors.
- **Do not offer or accept gifts, favors, or advantages** that could affect-or appear to affect-your professional judgment only accept items of symbolic or nominal value (under \$100).
- **When in doubt, speak up**—consult your manager, the Ethics Committee, or the Legal team if you're unsure whether a situation may be a conflict of interest.
- **Always seek written approval** before engaging in any activity that might raise questions about your impartiality or objectivity.



ETHICAL COMPETITION AND SCIENTIFIC EXCELLENCE

At Terradot, we lead through science, integrity, and operational excellence. Our competitive advantage lies in the rigor of our research, the precision of our work, and the talent of our people—not in shortcuts, collusion, or unethical behavior. We earn trust by delivering measurable carbon removal, regenerating soils, and making a real impact—not by using inappropriate influence or engaging in backdoor deals.

To protect fair competition, we strictly prohibit any conduct that undermines it. This includes coordinating with competitors to fix prices, divide markets, manipulate bids, or share commercially sensitive information—even informally. Exchanging confidential data or engaging in behavior that even appears to involve collusion or favoritism can expose you as an individual and Terradot to serious legal, financial, and reputational harm, and damage the trust that underpins our work.

Free and fair competition is essential for a healthy market. It drives innovation, reduces costs, and increases accountability across all sectors—especially in emerging fields like carbon removal and regenerative agriculture. Competition laws are enforced globally and violations, such as forming cartels, abusing market dominance, or restricting innovation, are taken seriously. As we grow across different jurisdictions, our responsibility to comply with these laws grows with us.

Communicate clearly and avoid language that could be misinterpreted as unethical coordination.

If you're ever unsure about a conversation, negotiation, or data exchange, pause and ask your manager or the Legal Team. How we compete reflects who we are—and at Terradot, we raise the bar.



What this means for you...

- **Do not engage in any coordination with competitors** to fix prices, divide markets, rig bids, or share commercially sensitive information, even in informal settings.
- **Avoid exchanging confidential or proprietary data** with competitors under any circumstances, as this can create legal and ethical risks.
- **Communicate clearly and responsibly** using language that cannot be misinterpreted as collusion, favoritism, or unethical alignment.

THIRD PARTIES AND SUPPLIERS

We believe that the standards we uphold internally must also guide those who represent us externally, particularly our partners, suppliers, and contractors. Their actions directly impact our reputation, credibility, and ability to deliver meaningful climate solutions.

We only work with third parties who demonstrate a strong commitment to compliance, sustainability, and integrity. Whether it's a supplier delivering field equipment, a research partner analyzing soil samples, or a logistics provider transporting rock, we expect all collaborators to reflect our values. Suppliers are selected through fair and transparent processes, based on quality, service, compliance, and price. What we are prohibited from doing, we will not permit others to do on our behalf. Every supplier and contractor must understand and respect Terradot's Code of Ethics.

As a representative of Terradot, you are responsible for following all supplier onboarding and management procedures, including procurement, legal, and compliance checks. Supplier selection must be objective and based on verified performance and alignment with our mission.

If you have a personal or financial conflict of interest that could affect supplier selection or oversight, it must be disclosed. Additionally, if you suspect a supplier is engaging in unethical, corrupt, or illegal behavior, report it immediately to Legal or Procurement Teams.

Stay alert for red flags such as substandard or missing services, suspicious bidding patterns, unusual payment methods, close personal ties between a supplier and a Terradot employee, or rushed contracts lacking documentation. At Terradot, we will end business relationships with third parties who breach our standards or fail to address compliance concerns. Our partnerships are an extension of our mission, and that mission must be pursued with integrity, transparency, and accountability.

We reserve the right to audit or assess suppliers and third parties to ensure compliance with our Code of Ethics, contractual obligations, and applicable laws. These audits may include reviewing business practices, financial records, data handling, labor conditions, and environmental standards. Suppliers and partners are expected to fully cooperate by providing timely access to relevant documents, facilities, and personnel.

Through our third-party relationships, we extend Terradot's scientific credibility and environmental mission. That's why we act as stewards—not only of climate outcomes—but of how those outcomes are achieved.



What this means for you...

- **Work only with third parties who demonstrate clear commitment to compliance, sustainability, and ethical conduct.** Ensure their values align with Terradot's Code of Ethics.
- **Follow all supplier onboarding procedures,** including legal, procurement, and compliance checks, before engaging any third-party partner or contractor.
- **Select suppliers objectively and fairly,** based on verified quality, service, and alignment with Terradot's mission—not on personal connections or favoritism.
- **Disclose any conflicts of interest**—personal or financial—that could affect your role in supplier selection or oversight, and report unethical behavior to Legal, Procurement, or the Ethics Committee.
- **Watch for red flags** such as unusually low bids, missing documentation, cash payment requests, or personal ties to employees, and take immediate action if concerns arise.

Protecting Terradot Assets

Safeguards for Security





Confidential and Privileged Information—be mindful of what you know

At Terradot, we operate in a fast-paced, data-driven, and highly collaborative and transparent environment. In this context, protecting confidential information is not optional—it is essential to maintain our transparency and speed.

Safeguarding this information preserves our competitive advantage, upholds the trust we have with partners and stakeholders, and reinforces the integrity of our mission. Breaches of confidentiality, whether intentional or accidental, can result in reputational damage, legal exposure, and a loss of credibility that can undermine everything we are achieving.

As a member of the Terradot team, you may have access to sensitive information, including but not limited to scientific models, research data, software, operational procedures, customer and partner details, financial information, carbon removal metrics, internal communications, business strategies, and personnel records.



This information is proprietary and must be handled with the highest degree of care. You are strictly prohibited from copying, sharing, storing, forwarding, or discussing confidential beyond individuals with a business need. These obligations extend beyond your time at Terradot. our duty to protect the company's confidential information continues even after your engagement ends.

In some roles, you may also have access to privileged information, i.e., sensitive data that, if disclosed, could influence business decisions, affect stakeholder relationships, or impact external markets. This may include information about upcoming partnerships, pricing strategies, funding rounds, carbon credit issuance, or regulatory approvals. Privileged information must never be used for personal gain or shared with external parties, including family or friends, regardless of intent.

It should not be discussed in public settings, speculative conversations, or informal exchanges. Mishandling privileged information can lead to severe legal consequences.

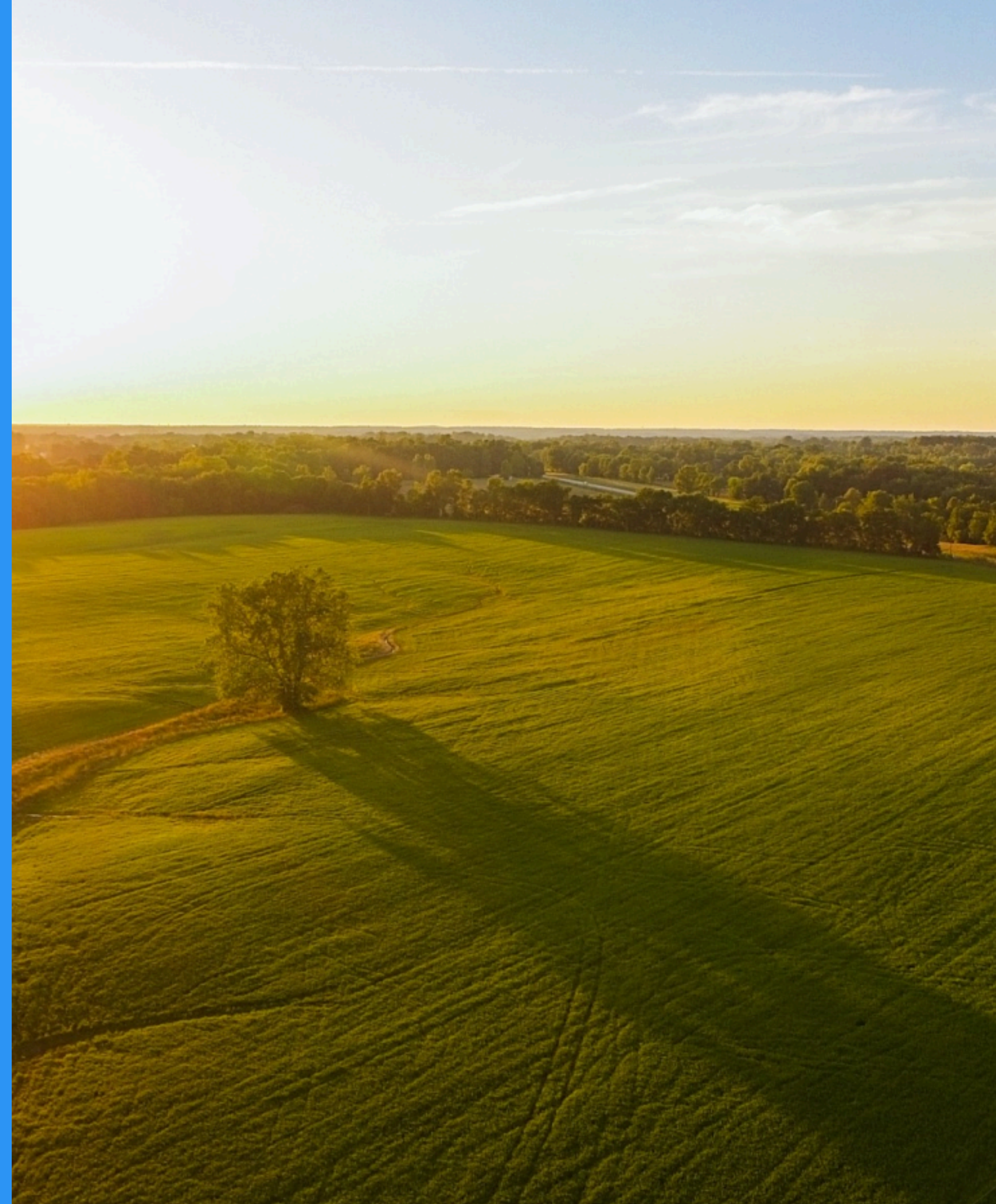
Confidentiality and privileged information protections also include practical precautions. Never leave sensitive materials unattended in public or shared environments. Avoid discussing work in public spaces. Do not upload company documents to unauthorized applications, cloud storage, or messaging tools. When sharing externally is necessary for legitimate business purposes, ensure a Non-Disclosure Agreement (NDA) is in place, or confirm that existing contractual terms adequately cover confidentiality.

At Terradot, protecting information is a shared responsibility and a cornerstone of what we are doing.



What this means for you...

- Only share confidential or proprietary information with individuals who have a business need to know the information.
- Never use or disclose privileged information (such as pricing, partnerships, or regulatory updates) for personal benefit or in casual, public, or speculative conversations.
- Keep sensitive materials secure by avoiding public or shared spaces, locking devices, and not uploading files to unauthorized platforms or personal accounts.
- Ensure NDAs or confidentiality clauses are in place before disclosing any information externally for legitimate business reasons.



PROTECTING INDIVIDUAL PRIVACY

At Terradot, respecting individual privacy is a core ethical commitment and an essential part of how we operate. In the course of our work—whether collaborating with farmers, researchers, landowners, or customers—we often handle personal information such as names, contact details, location data, and other identifiers. This data must be treated with the utmost care, as its responsible handling directly affects the trust placed in us by the people and communities we serve.

We are committed to processing personal data transparently, fairly, and in full compliance with global privacy laws, including the General Data Protection Regulation (GDPR), Brazil's Lei Geral de Proteção de Dados (LGPD), and any other applicable regulations in our operating regions. Protecting personal information is not just about legal compliance—it is a reflection of our values and a foundation for long-term relationships. Everyone at Terradot—employees, contractors, and partners—is expected to uphold these standards in every interaction.

In practice, this means collecting personal data only when there is a clear and lawful purpose; informing individuals about how their data will be used; and obtaining consent when required. Personal data should only be used for its intended purpose and deleted once it is no longer needed. It must never be shared externally without proper authorization or a valid legal basis. If you're ever unsure whether certain data is considered personal or if a specific use is appropriate, consult the Legal team. Even a minor mistake in handling personal information can lead to serious legal and reputational risks. At Terradot, protecting privacy is part of how we build trust and lead with integrity.



What this means for you...

- **Only collect personal information when there is a clear, lawful purpose**, and ensure individuals are informed about how their data will be used.
- **Use personal data solely for its intended purpose**, and securely delete it when it is no longer needed.
- **Do not share personal information outside Terradot** without proper authorization or a valid legal basis.
- **Consult the Legal Team** if you're unsure whether information qualifies as personal data or if a specific use is appropriate.

INTELLECTUAL PROPERTY

At Terradot, our innovation—whether in science, technology, or operations—is anchored in the strength of our intellectual property (IP). This includes our scientific models, codebases, data infrastructure, enhanced weathering protocols, and carbon quantification tools. These assets are not just tools; they represent years of research, expertise, and collaboration that drive our mission forwards. It drives our brand and credibility and, inherently, our intention to share with others. To the extent that a scientific paper will be published, please assure that our Director of Science and your Division Lead is fully supportive of it and has reviewed it together with the experts in our Advisory Board.

As a team member, any work you create in the course of your duties—such as software, algorithms, data visualizations, research documentation, or process designs—is considered Terradot’s intellectual property. This applies regardless of whether the work was developed independently or collaboratively, or whether it was created on-site or remotely. All such contributions must be used solely to support Terradot’s mission and strategic goals, and in full compliance with any legal agreements you signed with Terradot.

Just as we protect our own IP, we also have a responsibility to respect the intellectual property rights of others. You must never use unlicensed software, copy or borrow external code, models, or data without proper written authorization, or share any third-party proprietary content without the owner's consent. Misuse or mishandling of IP—whether it belongs to Terradot or to an external party—can lead to legal action, damage to our reputation, and a loss of trust with partners and regulators.

To prevent these risks, Terradot enforces strong IP policies, including NDAs with external collaborators and IP assignment clauses in contracts. Protecting our IP is how we preserve our competitive edge—and ensure that our contributions to climate impact remain trusted, credible, and effective.



What this means for you...

- **Treat all work you create at Terradot—including code, models, data, and documentation—as company intellectual property and use it only for authorized business purposes.**
- **Do not use or share unlicensed software, external code, or datasets without written approval from the owner or appropriate legal clearance.**
- **Respect third-party IP rights by never copying, disclosing, or reusing proprietary content from outside sources without explicit permission.**
- **Report any new inventions, tools, or technical advancements developed during your work to your manager or the Legal team immediately.**
- **Ensure NDAs and IP protections are in place before collaborating with external partners or sharing Terradot’s proprietary materials outside the company.**

ACCURACY OF FINANCIAL RECORDS AND RESPONSIBLE USE OF RESOURCES

At Terradot, transparency and integrity in financial practices are not just legal requirements—they are essential to building trust with our stakeholders, partners, investors, and regulatory authorities around the world. As a climate-tech company operating across multiple jurisdictions and in evolving carbon markets, we are committed to maintaining accurate and reliable records to support our science, operations, and long-term impact.

Every record we create—from carbon credit reports and research expenditures to supplier contracts and reimbursement requests—must reflect the truth. You must never falsify, omit, alter, or manipulate data, nor authorize anyone else to do so. Whether documenting an expense, completing a timesheet, managing a supplier quote, or reporting environmental outcomes, your entries must be honest, timely, and complete.

We rely on accurate recordkeeping not only to meet our legal, audit, and tax obligations, but also to make informed decisions on strategy, procurement, compliance, and research. Terradot may also be subject to independent verification under carbon certification frameworks and international regulatory audits. For this reason, strict adherence to internal procedures and financial reporting standards is non-negotiable.

By acting with accountability in how we record, track, and disclose financial information, we uphold Terradot's commitment to operational excellence, investor confidence, and our collective mission to scale Enhanced Rock Weathering with scientific and ethical rigor.



What this means for you...

- **Never falsify or misrepresent** financial or operational documents, including cost reports, quality records, or performance data.
- **Align all spending in advance with your manager.** Reimbursements should be work-related, necessary, and in accordance with our Refund and Payments Policy.
- **All supplier selection processes must follow fair, competitive, and unbiased evaluations.** Avoid favoritism or any perception of impropriety.
- **If you notice inconsistencies, misconduct, or fraudulent activity in any financial transaction, report it immediately to the Finance or Legal teams.**



At Terradot, accountability and transparency are more than values—they are commitments we live by. From financial reporting to ethical decision-making, we hold ourselves to the highest standards to maintain trust with our teams, partners, investors, and communities.

To support this, we provide a confidential whistleblower and grievance channel:

[my.safe.space](#). Whether you are a team member, partner, or community stakeholder, you are encouraged to use this platform to raise concerns, knowing you will be heard, respected, and protected.

For more information about our compliance practices, ethical commitments, and operational standards, please reach out to our Legal or People Teams. Together, we can ensure Terradot continues to scale with integrity, responsibility, and trust.

FOR MORE INFORMATION

[Get in touch](#)

www.terradothearth