



# **Code of Ethics and Conduct**

**Effective January 1, 2025**



## ORBCOMM CODE OF ETHICS AND CONDUCT

Dear ORBCOMM Team Member:

ORBCOMM has a strong commitment to conducting our business affairs in accordance with the highest standards of integrity and ethical behavior. Honesty, fairness, respect, and integrity are guiding principles in all areas of our business. While establishing these principles is good business sense, ORBCOMM is also subject to global laws and regulations regarding compliance, governance and non-retaliation. As such, please review this Code of Ethics and Conduct and reference it during your course of business.

If an issue arises that you cannot answer, or if you know of or believe there might be violations of this Code, talk to your manager, HR or the Legal Department. If you prefer, you may also contact ORBCOMM's Employee Hotline via telephone at (844) 884-0119, or as follows: <http://orbcomm.ethicspoint.com/>. International local numbers for the hotline are located on the ethicspoint website. All calls and internet submissions may be made anonymously.

ORBCOMM's reputation for integrity depends on every one of us continuing to make and keep our commitments to ethical conduct in all we do. It is up to each and every one of us to uphold the highest standards of ethical conduct in all of ORBCOMM's business and professional dealings. Let's keep up the good work.

Sincerely,

A handwritten signature in black ink that reads "Monica A. DeNeale". The signature is written in a cursive style with a large, sweeping flourish at the end.

**Monica DeNeale**  
**General Counsel & Corporate Secretary**



## Policy Statement

This Code of Ethics and Conduct (the "Code") covers a wide range of business practices and procedures that in many cases are covered in further detail in respective company policies. It does not cover every issue that may arise, but it sets out basic principles to guide all employees, agents, officers and non-employee directors (hereafter, collectively "personnel," "you," and "your") of ORBCOMM Inc., its subsidiaries, and affiliates (the "Company," "we," or "our"). All personnel must conduct themselves accordingly and seek to avoid even the appearance of improper behavior. The Code should also be adhered to by the Company's agents, representatives, and business partners.

This Code is designed to promote without limitation:

- honest and ethical conduct, including the ethical handling of actual or apparent conflicts of interest;
- compliance with all applicable governmental laws, rules and regulations;
- the prompt internal reporting of violations of this Code; and
- accountability for adherence to this Code.

The Company promotes ethical behavior and encourages employees to talk to their managers or to contact HR or Legal when in doubt about the best course of action in a particular situation. Anyone aware of a situation that he or she believes may violate or lead to a violation of this Code should follow the guidelines under "***Compliance and Reporting***" (section 18) below.

The Company requires you to conduct yourself and the Company's business in the most ethical manner possible. We share the responsibility for protecting and advancing the Company's reputation. Ethics and values must drive our business strategies and activities. This Code provides you with guidelines for meeting your ethical and legal obligations at the Company. Failure to adhere to this Code will result in disciplinary action up to and including termination.

## 1. COMPLIANCE WITH LAWS, RULES, AND REGULATIONS

Obeying the law, both in letter and in spirit, is the foundation on which this Company's ethical standards are built. All personnel must respect and obey the laws, rules, and regulations of the areas in which we operate. Although you are not expected to know the details of each of these laws, rules, and regulations, it is important to know enough to determine when to seek advice from managers, or other appropriate persons. If you are uncertain about any law, rule, or regulation, you should contact your supervisor or the Legal Department.

## 2. CONFLICTS OF INTEREST

A conflict of interest arises when your personal interests, for example, your interests in a business other than the Company, interfere with your ability to act in the best interests of the Company. You must discharge your responsibilities on the basis of what is in the best interest of the Company independent of personal considerations or relationships. Non-employee directors must discharge their fiduciary duties as directors of the Company.

The Company recognizes and respects that you may take part in legitimate financial, business and other activities outside your positions with the Company. You must ensure that these activities are lawful and free of conflicts with your responsibilities as an employee of the Company.

It is the policy of the Company that no employee, nor any member of the employee's immediate family, shall have any direct or indirect material interest in, render any material service to, or represent in any material way, any outside concern that competes with the Company's business, unless the interest, service, or representation is disclosed and approved as provided in this Code. In addition, it is the policy of the Company that no corporate officer shall employ the company's outside auditing firm for personal tax or business matters.

It is a conflict of interest for a Company employee, officer, or director to work for a competitor, customer, or supplier. You should avoid any direct or indirect business connection with our customers, suppliers, or competitors; except as required on our behalf.

The Company must have complete information regarding actual or potential conflicts of interest at all times. Accordingly, the Company requires that each employee disclose as set forth below any interest in, service to, or representation of any concern in which an employee or an employee's immediate family member is or may be involved that (i) creates an actual or potential conflict of interest whereby the employee or immediate family member personally benefits, or, (ii) has the appearance of adversely affecting the employee's judgment or actions in performing his or her duties for the Company. Non-employee directors should discuss concerns with the General Counsel.

For purposes of this policy, *immediate family member* is defined as spouse or partner, child, parent, brother or sister of the employee.

Employees are required to disclose any conflict or potential conflict as soon as they become aware of it. This disclosure may be made by contacting Legal, HR, or the Employee Hotline.

### **3. PROPRIETARY INFORMATION AND CONFIDENTIALITY**

You must maintain the confidentiality of proprietary information entrusted to you by the Company, its customers, and business partners. Proprietary information includes all non-public information of the Company and that which our business partners have entrusted to us and includes intellectual property, such as trade secrets, patents, trademarks, and copyrights, as well as business, marketing and service plans, engineering and manufacturing ideas, designs, databases, records, salary information, and any unpublished financial data and reports. Disclosing such information might be of use to competitors or harmful to the Company, its customers, or business partners if disclosed.

Information that has been made public by the Company or its business partners, such as press releases, news articles, or advertisements, is not considered confidential.

It is the responsibility of each of us to use discretion in handling Company information so that we do not inadvertently reveal confidential information to anyone—even family members. If you are unsure about whether certain information is confidential, presume that it is. The obligation to preserve confidential and proprietary information continues even after employment (or other work relationships) ends.

### **4. COMPETITION AND FAIR DEALING**

We seek to outperform our competition fairly and honestly. We further endeavor to establish competitive advantages through superior performance—never through unethical or illegal business practices. Misappropriating confidential or proprietary information, possessing trade secret information that was obtained without the interested party's consent, or inducing such disclosures by past or present employees of other companies is prohibited. You should endeavor to respect the rights of and deal fairly with the Company's customers, suppliers, competitors, and personnel. Even if predicated in the Company's business interest, no employee, officer or director should take unfair advantage of anyone through manipulation, concealment, abuse of privileged information, misrepresentation of material facts, or any other illegal trade practice.

Again, even if predicated in the Company's business interest, you are not permitted to engage in price fixing, bid rigging, allocation of markets or customers, or similar illegal activities.

Antitrust laws in the United States and other countries are intended to preserve a free, fair, and competitive marketplace. The Company requires full compliance with these laws. You must not discuss with competitors how the Company prices, markets, services, or otherwise competes. You also must not share confidential business information with our competitors (or any other person) and must not engage in any conduct that could restrict our competitors' access to the marketplace. Antitrust laws are complex and can be difficult



to understand. You must seek advice from the Legal Department when considering antitrust issues.

## **5. POLITICAL CONTRIBUTIONS**

Except as approved in advance by the Legal Department, the Company prohibits political contributions (directly or through trade associations) by the Company. This includes: (a) any contributions of Company funds or other assets for political purposes; (b) encouraging individual employees to make any such contribution; or (c) reimbursing an employee for any such contribution. Individual employees are free to make their own personal political contributions as they see fit—as long as not in any way influenced by or associated with the Company.

## **6. DOING BUSINESS INTERNATIONALLY**

The Company is committed to the highest ethical standards wherever it operates. The Company observes these standards worldwide, even at the risk of losing business. The following guidelines always apply:

- Observe laws and regulations, both U.S. and non-U.S., that are applicable to the Company's business abroad;
- Paying bribes to government officials is absolutely prohibited, even if those bribes are common practice. You may not give, promise to give or authorize the giving to a foreign official, a foreign political party, or official thereof or any candidate for foreign political office any money or offer or authorize the giving of anything of value to influence any act or decision, to induce such official, party or candidate to do or omit to do any act in violation of the lawful duty of such official, party or candidate, or to induce such official, party or candidate to use his or her influence with a foreign government or agency to affect or influence any act or decision of such foreign government or agency;
- Do not cooperate with illegal boycotts;
- Observe all applicable governmental licensing requirements and the requirements of applicable import and export control laws; and
- Do not enter into an agreement with an agent or consultant that relates to the Company's business outside the United States unless it has been approved by the Company's Legal Department.

In some countries, a very limited category of small payments to facilitate or expedite routine nondiscretionary governmental actions may be permitted as exceptions to antibribery laws, including the U.S. Foreign Corrupt Practices Act ("FCPA"). The requirements pertaining to such

payments are complex. The Company's employees engaged in international business activities must obtain prior approval of the Company General Counsel **before** making any such payment. These "facilitating payments" to non-U.S. governmental officials are distinguished from payments made to influence a discretionary decision or to cause violation of, or an act in conflict with, the interests of an individual's employer, which are strictly prohibited.

## 7. GOVERNMENT CONTRACTING

Detailed laws and regulations govern virtually every aspect of doing business with the U.S. government, its agencies, and its prime contractors, as well as international governments. Activities that might be permitted when working with the private sector may be improper or even illegal when a national or local government or one of its prime contractors is the customer.

The Company employees should seek to adhere to the highest standards of honesty and integrity in their relations with government officials and employees. For example, employees should observe the following principles when bidding or performing government contracts as either a prime or subcontractor:

- Do not offer or provide meals, transportation, gifts or other consideration to government employees except as permitted under applicable law and Company policy.
- Obey the regulations governing current and post-government employee conflicts of interests. Obtain all appropriate government approvals prior to recruiting or hiring current or former government employees.
- Obtain appropriate licenses prior to exporting or even discussing certain technologies with citizens of other countries.
- Obey any requirements that may restrict access to source selection or competitive information.

Company employees who deal with government representatives or prime contractors are responsible for knowing and obeying the laws and regulations applicable to doing business with the laws of the applicable government customer.

## 8. INTERNATIONAL TRADE ISSUES

From time-to-time, the United States, foreign governments, and the United Nations impose boycotts and trading sanctions against foreign governments and regions. These must be obeyed by the Company—including all personnel. Advice regarding the status of these matters must be obtained from the Legal Department.

## **9. DISCRIMINATION AND HARASSMENT**

The diversity of the Company's employees is a tremendous asset. We are firmly committed to providing equal opportunity in all aspects of employment and working conditions and will not tolerate any illegal discrimination or harassment based on race, color, religion, sex, national origin, or any other protected class.

If any employee, officer, or director believes they have been harassed by anyone at the Company, such person should immediately report the incident to their supervisor, Human Resources or both. Similarly, supervisors and managers who learn of any such incident should immediately report it to Human Resources. Human Resources will promptly and thoroughly investigate any complaints and may further coordinate with the Legal Department to take appropriate action.

## **10. HEALTH AND SAFETY; CONDUCTIVE WORK ENVIRONMENT**

The Company strives to provide all personnel and external invitees with Company premises that are safe and healthy. All Company locations must comply with the Occupational Safety and Health Administration (OSHA) and/or other local regulatory requirements. Safety issues and violations of regulatory requirements must be promptly addressed. In addition to meeting our obligations, the Company takes further proactive initiatives to make safety a top priority. You are charged with the responsibility for maintaining safe practices and conditions in everything you do and report anything that threatens health and safety to HR or the Legal Department.

In this regard, personnel are expected to perform their Company related work in a safe manner, free of the influences of alcohol, illegal drugs, or controlled substances. The use of illegal drugs in the workplace is not tolerated.

The Company further believes that all people should be treated with dignity. Any conduct that fails to show appropriate respect to others, including fellow employees, customers, and business partners, violates the Company's values. The following are examples of unacceptable conduct: insults; threats; intimidation; profanity; ridicule; vulgarity; discrimination; harassment; physical or verbal abuse; sexually explicit humor; slurs or stereotyping; unwelcome sexual advances; unwelcome touching or invasion of personal space; ignoring the rights of others; and insensitivity to the beliefs and customs of others.

## **11. ENVIRONMENTAL**

The Company expects all personnel to follow all applicable environmental laws and regulations. If you are uncertain about your responsibilities in this regard, you should consult with your manager or the Legal Department for further guidance.

## 12. ACCURACY OF BUSINESS RECORDS

You are responsible for the accuracy of your records, time sheets and reports. Accurate information is essential to the Company's ability to meet legal and regulatory obligations and to compete effectively. The records and books of accounts of the Company must meet the highest standards and accurately reflect the true nature of the transactions they record. Destruction of any records, books of accounts or other documents is strictly prohibited. Records with no enduring business or operational value and for which there are no legal retention requirements may be deleted within sixty (60) days. Such records include, but are not limited to:

- Unsolicited resumes sent to non-human resources personnel;
- Routine and general correspondence having only an immediate or short-term value;
- Personal files, emails, or other documents.

**You must not create false or misleading documents or electronic records of accounting or financial matters for any purpose relating to the Company, and no one may direct an employee to do so. For example, expense reports must accurately document expenses actually incurred in accordance with the Company policies. You must not obtain or create "false" invoices or other misleading financial documentation or invent or use fictitious entities, sales, purchases, services, loans or other financial arrangements for any purpose.**

Business records and communications often become public record and we should avoid exaggeration, derogatory remarks, innuendo, or inappropriate characterizations of people and companies. This applies equally to e-mail and electronic messages, collaboration tools, workspace chat and video conferencing tools, internal memos, and formal reports.

## 13. PROTECTION AND PROPER USE OF COMPANY PROPERTY

You must protect the Company's property (both physical and intellectual property) and ensure their efficient use. Theft, and carelessness have a direct impact on the Company's profitability. All Company assets are to be used for legitimate Company purposes. Any suspected incident of fraud or theft should be immediately reported to the Legal Department.

All Company property, information systems, computers and mobile phones are intended primarily for use in connection with the Company's business. Minor personal use is permitted, with the understanding that:

- Use must not in any way interfere with or impede company business;

- Use must be promptly discontinued at the request of the Company's management; and
- Use is expressly subject to all other applicable Company policies.

When in doubt, you should request approval from your manager to use Company property for personal use. The Company reserves the right to access, search, review, and copy all information in Company information systems, including information that the user may consider personal. The Company also reserves the right to turn over any information from Company information systems to law enforcement personnel.

## **14. GIFTS, BUSINESS COURTESIES AND GRATUITIES**

The purpose of business entertainment and gifts in a commercial setting is to create goodwill and a sound working relationship, not to gain personal advantage with customers or suppliers. No gift or entertainment should ever be offered, given, provided or accepted by any personnel or Company agents (including, in each case, their family members) unless it: (1) is not a cash gift, (2) is consistent with customary business practices, (3) is reasonable in value, (4) cannot be construed as a bribe or payoff, and (5) does not violate any laws, regulations or applicable policies of the Company or the other party's organization. Please discuss with your supervisor and/or the Legal Department any gifts or proposed gifts if you are not certain whether they are appropriate.

Except as set out below, without approval by the General Counsel or her designee, employees should refrain from giving and receiving business-related gifts.

- No Company employee may solicit or accept a gift (including any payment, compensation, loan or other financial favor) to or from a person or organization with the intention of influencing the recipient's business judgment or conduct. Giving or accepting any unsolicited gifts having a value of not more than \$250 per employee per year per source is acceptable where there is a business benefit or purpose for the gift and any benefits received do not influence, or appear to influence, selection and purchasing decisions. **ALL Government customers and prime contractors are EXCLUDED. Any gifts to a government employee or official, of even a nominal value, must be pre-approved by the Legal Department.**
- It is never appropriate or permissible to accept or give cash or a cash equivalent from or to a vendor, supplier or customer outside the Company's normal business. Cash equivalents include, among other things, checks, money orders and vouchers.

- Rules relating to U.S. and foreign government personnel are more stringent. See **"Doing Business Internationally."**

## **15. GOVERNMENT INVESTIGATIONS**

You must promptly notify the General Counsel of any government investigation or inquiries from government agencies concerning the Company. If you are aware of a government investigation or inquiry, you should not destroy any record, books of account, or other documents of the Company unless expressly advised by the General Counsel or her designee.

## **16. IMPROPER INFLUENCE ON CONDUCT OF AUDITORS**

It is prohibited to directly or indirectly take any action to coerce, manipulate, mislead, or fraudulently influence the Company's independent auditors for the purpose of rendering the financial statements of the Company materially misleading. Prohibited actions include, but are not limited to, those actions taken to coerce, manipulate, mislead or fraudulently influence an auditor: (1) to issue or reissue a report on the Company's financial statements that is not warranted in the circumstances (e.g., due to material violations of generally accepted accounting principles (GAAP), generally accepted auditing standards, or other professional or regulatory standards); (2) not to perform an audit, review or other procedures required by such guidelines or other professional standards; or (3) not to communicate relevant concerns to the Company's Audit Committee. All personnel have a responsibility to report observed or suspected violations of law, this Code and any activity that might constitute financial fraud or financial misconduct. See "Culture of Compliance" section below.

## **17. CULTURE OF COMPLIANCE**

You are responsible for helping the Company to ensure prompt and consistent action against violations of this Code. However, not all situations will pose an obvious concern. Since we cannot anticipate every situation that will arise, it is important that you have a way to approach a new question or problem. Accordingly, you should remember the following:

- (a) Make sure you have all the facts. To reach the right solutions to compliance issues, you must be as fully informed as possible.
- (b) Ask yourself: What specifically am I being asked to do? Does it seem unethical or improper? This will enable you to focus on the specific dilemma you are faced

with and any alternatives. Use your judgment and common sense; if something seems unethical or improper, it probably is.

- (c) If you are unsure of what to do in any situation, seek guidance before you act. Always ask first, act later. Discuss the problem with your supervisor—at least initially, in most circumstances. In many cases, your supervisor will be more knowledgeable about the question and will appreciate being brought into the decision-making process. If you are uncomfortable discussing the problem with your supervisor, you may reach out to HR or Legal. Remember: The Company will not permit retaliation against anyone for reporting illegal or unethical behavior.

## **18.COMPLIANCE AND REPORTING**

Questions regarding this Code may be directed to the General Counsel. Managers and supervisors are also resources who can provide timely advice and guidance to employees on ethics and compliance concerns and are expected to promptly report any material concerns brought to their attention in their supervisory capacity. Any employee having knowledge of, or questions or concerns about, an actual or possible violation of the provisions of this Code is encouraged to promptly report the matter to his or her manager, HR, Legal, or the Employee Hotline.

Employees may contact the Employee Hotline via telephone at (844)-884-0119 or via <http://orbcomm.ethicspoint.com/>. While employees may wish to remain anonymous, anonymity cannot be assured in certain circumstances. If possible, employees are encouraged to provide their names so that they may be contacted to obtain additional information or clarification, if needed, and for follow-up with the reporting individual. To the extent possible, all communications are treated confidentially.

When submitting concerns, you are asked to provide as much detailed information as possible. Providing detailed, rather than general information will assist us in effectively investigating complaints.

Any employee who violates the provisions of this Code will be subject to disciplinary action, up to and including termination. Willful disregard of criminal statutes underlying this Code may require the Company to refer such violation for criminal prosecution or civil action.

## **19.POLICY PROHIBITING UNLAWFUL RETALIATION OR DISCRIMINATION**

Neither the Company nor any of its employees may discharge, demote, suspend, threaten or in any manner discriminate against any employee based upon any lawful actions of such employee who in good faith:



- provides information or assists in an investigation regarding any conduct which the employee reasonably believes constitutes a violation of applicable law or Company policy including this Code; or
- files, testifies participates or otherwise assists in a proceeding that is filed or about to be filed relating to an alleged violation of applicable law or Company policy including this Code.

## **20. EMPLOYEE HOTLINE/WEB REPORTING TOOLS**

Any employee may report anonymously by calling the Company's Employee Hotline at (844)-884-0119 or via <http://orbcomm.ethicspoint.com/>. International local numbers for the hotline are located on the ethicspoint website.

This document is not an employment contract between the Company and its employees, nor does it modify their employment relationship with the Company.

This Code is intended to clarify your existing obligation for proper conduct. The Code and the supporting policies and procedures may change from time to time in the Company's discretion. You are responsible for knowing and complying with the current laws, regulations, codes, policies and procedures that apply to the Company's work.

Thank you for your commitment to upholding the values and principles outlined in this Code of Ethics. Your cooperation and support are essential in fostering a positive and ethical workplace environment. Together, we can continue to build a culture of integrity, respect, and accountability.