

Nebius Group - Speak Up Policy

Nebius Group N.V.¹ ("**the Company**", "**we**", "**us**", "**our**") is committed to conducting business responsibly, with integrity and with respect for the law. This commitment is included in our Code of Conduct ("**Code**") and corporate policies.

There may be situations in which someone is not upholding our standards of business conduct, leading to potential violations of our Code or the law. We encourage anyone witnessing or suspecting any such violations to Speak Up as described in this Speak Up Policy (the "**Policy**").

By Speaking Up, you give us the opportunity to address the issue or concern, helping to protect the Company's integrity, your workplace and ultimately your colleagues and yourself.

It is not always easy to Speak Up, and you may feel uncomfortable doing so. It is important to note that all reports are taken seriously, and we treat them confidentially. We won't tolerate any retaliation against anyone who, in good faith², makes a Speak Up report.

For Germany: Please refer to the Annex for specific requirements.

1 What is the purpose of our Speak Up Policy?

The purpose of this Speak-Up Policy is to ensure that all reports of potential misconduct are received, documented and thoroughly investigated by us in a timely manner, as well as to describe when, where and how to raise a concern about a suspected violation without fear of retaliation. This Policy also describes what you can expect from the Company when you Speak Up.

2 Who can Speak Up?

This Policy can be used by everyone working for or on behalf of the Company, including contractors, job applicants and former employees. It's also available to any person or party with whom the Company has, or had, a business relationship.

3 What it means to Speak Up?

To Speak Up means to raise a concern about any (possible) violation, including suspected violations of laws and regulations, our Code or policies. We support a Speak Up culture where you feel safe to raise and discuss any concerns.

Examples of concerns that can be raised using this Speak Up Policy:

- Fraud or Theft;
- Bribery or Corruption;
- Conflicts of Interest;
- Human Rights violations;
- Privacy and Data Protection issues;
- Discrimination;
- (Sexual) Harassment³;
- Environmental, health and safety issues;
- Breaches of sanctions & export controls law;
- Improper use of Company resources;
- Inadequate financial or non-financial recordkeeping;
- Misuse of Confidential Information;
- Insider Trading;
- Breaches of applicable law, or any act that harms the public interest;
- Breaches of our Code or any other Policy;
- Retaliation against anyone for speaking up in good faith; and
- Any attempt to conceal any of these.

¹ Includes the Company, its subsidiaries, its controlled affiliates, its business units, and its majority-owned and controlled joint ventures

² "Good Faith" means you have a reasonable belief that the disclosure is made in the public interest

³ For Israel: For the avoidance of doubt, this Policy does not derogate from, replace, or limit the application of any specific sexual harassment prevention policy or procedure that applies under applicable law.

If you are not sure if your concern can be raised through this Policy, you may contact Ethics & Compliance at speakup@nebius.com.

Do not use this Policy⁴ to report:

- Events presenting an immediate threat to life or property. If you need emergency assistance, please contact your local authorities or call your country's emergency phone number;
- Grievances about your terms of employment;
- Personal legal disputes;
- Consumer complaints; or
- False accusations or to raise concerns other than in good faith. Doing so may lead to disciplinary measures (up to and including termination) and statutory whistleblowing protections will not apply.

4 How and when should I Speak Up?

Concerns can be raised through a variety of channels. If you suspect misconduct, you are encouraged to speak directly with the person involved (if the situation allows). If you do not feel comfortable to do so, please feel free to raise your concerns through any of the Speak Up channels below.

We encourage you to Speak Up through one of the Speak Up channels below, as soon as possible after becoming aware of the suspected violation; ideally when the potential misconduct can still be prevented, and before the situation escalates. If you have reason to believe that misconduct has happened, or might happen, we encourage you to Speak Up with the facts that you know and the information you have. We don't expect you to have all the answers and we ask you to not investigate the concern yourself. Failure to report known or suspected violations of Company policy could result in disciplinary action.

Speak Up Channels:

- Your line manager: We encourage you to discuss your concern with your line manager;
- HR Business Partner: If you don't feel you can talk to your line manager about the concern, you can discuss it with HR Business Partner;
- Ethics & Compliance speakup@nebius.com can give confidential advice and support; and
- Speak Up Service: If you feel that your concern cannot be dealt with through any of the above channels, you can use the Speak Up Service as explained below.
 - This service allows you to raise concerns confidentially, anonymously (if preferred), and in your own language
 - The Speak Up Service is run by an independent provider (Ethicspoint) and is available 24/7
 - Ethics & Compliance will get a transcript of your report and will be able to communicate with you confidentially through the Speak Up Service.

There are two ways to report a concern using the Speak Up Service:

1. Online via the Speak Up Service <http://speakup.nebius.com>;
2. By phone (telephone numbers available on the website above); and

You are also able to request a conversation in person with your line manager, HR Business Partner or Ethics & Compliance at speakup@nebius.com as described above.

Although you can Speak Up anonymously via the Speak Up Service (if local laws allow), we strongly encourage you to reveal your identity when raising a concern. This will make it easier for us to support you, and assist

⁴ To report a complaint if the law of the country in which you reside requires using an alternative procedure

with further investigation if necessary. If you choose to remain anonymous, please ensure that you monitor your report through the Speak Up Service and respond to any questions that may be asked in connection with your report.

5 Making a Speak Up Report?

a. What information do you need to provide?

Regardless of the channel you use to Speak Up, please provide as much detailed information as you can, so we can respond in the best possible way.

- The background, history and reason for the concern;
- Names, dates, places and other relevant information; and
- Any documents that may support your report

We are only able to follow up on a report if it contains enough information, or if there is a possibility of obtaining further information through an investigation.

b. What about “external reporting”

We strongly encourage you to raise concerns internally through one of our available Speak Up channels. Taking a concern to an outside party (such as the media or authorities) can have serious consequences for our Company, for the persons involved and possibly also for yourself. By Speaking Up internally, you give our Company the chance to look into the matter and take action if needed. In this way, we can truly improve our Company together. That said, you may also choose to report any concerns directly to the competent authorities⁵, particularly about violations of applicable laws.

6 After making a Speak Up Report

Regardless of the Speak Up channel you choose, we take every report of possible misconduct seriously.

If you raise your concern via the Speak Up Service, your report will be routed back to Ethics & Compliance for further handling and you'll get confirmation of receipt within seven days. When submitting your concern to the Speak Up Service, you'll be given a unique code called a 'report key'. You can use this key to call back or access the Speak Up Service website to check progress on your report or to respond to any questions we may ask.

If you make your report in person or by email to Ethics & Compliance, they'll discuss and agree with you how the matter will be followed up. If necessary, confirmation of receipt of the report will be made within seven days.

If you make reports to your Line Manager or HR Business Partner, you won't get confirmation of receipt.

If you believe your concerns have not been adequately addressed, please contact Ethics and Compliance through the Speak Up service, or via speakup@nebius.com

7 How are reports reviewed or investigated?

Upon Ethics & Compliance receiving a report⁶, they will do an initial review (triage) to assess the concern and decide if the report requires further investigation (and, if so, by whom and in which form). Depending on the circumstances, you may be contacted for additional information.

⁵ Contact information for the competent authority in your country can be obtained from Ethics & Compliance at speakup@nebius.com

⁶ All reports received by Ethics & Compliance are logged in a case management system

If the report requires further investigation, it will focus on objective, factual analysis of the concern. If needed, outside experts (for example, lawyers or accountants) can be engaged by Ethics & Compliance to support the investigation.

Investigation teams will always work under strict confidentiality, under the supervision of the Ethics Committee⁶ and instruction by the Head of Ethics & Compliance. We require investigations be conducted in an independent, fair and unbiased manner, with respect for everyone involved.

Upon completion of an investigation, Management will make informed decisions on necessary remediation on advice from the Ethics Committee with oversight from Ethics & Compliance.

If you become involved in an investigation, you'll be required to fully cooperate and answer all questions related to your employment completely and honestly. Omitting or providing false information to the people performing the investigation as well as delaying, interfering with or refusing to cooperate with an investigation may lead to disciplinary measures, up to and including termination of employment. All parties involved, including the accused, are entitled to confidentiality as far as permitted by law, in order to avoid unnecessary damage to their reputation. Therefore, if you participate or learn about an investigation, you must keep the matter confidential.

Throughout an investigation, Ethics & Compliance will be the internal point of contact for any questions or issues.

8 What to expect after an Investigation?

After an investigation, a determination will be made about the report. If the concern is well-founded and misconduct has indeed taken place, appropriate measures will be taken where necessary in accordance with applicable laws and regulations and our HR policies and procedures.

We aim to close all Speak Up investigations within three months from confirmation of receipt.

If the investigation takes longer, you will receive an update on the status of your report. You will be informed of the overall findings. Please note that we may not be able to give you full details of the outcome of a case (or related actions taken) for reasons of confidentiality, privacy and the legal rights of all concerned.

If relevant laws or regulations have been breached, the Company may report the breach to the relevant enforcement authorities (such as law enforcement or regulatory bodies) in line with the relevant laws and regulations and/or take legal action itself. The Company will take all reasonable and necessary steps to prevent further violations.

9 What should you do if you have a concern about how your report was handled?

If you believe that your concern or a concern raised against you has not been handled appropriately or that an investigation has not been performed correctly, please inform Ethics & Compliance at speakup@nebius.com to discuss options available.

10 Our Commitments

a. Non-Retaliation

We don't tolerate any form of threat, retaliation or other action against anyone who, in good faith, has made, or helped to make, a Speak Up report in line with this Policy or otherwise assisted the Company in an investigation. A reporting person who, either intentionally or through gross negligence, reports incorrect information on breaches is not protected in this way. Any such threat, retaliation or other action should immediately be reported to Ethics & Compliance at speakup@nebius.com. We'll treat it as a violation of our Code, which may lead to disciplinary measures up to and including termination of employment.

Examples of retaliation are dismissal, demotion, suspension, threats, harassment, discrimination or any other manner of adverse employment action caused by the employee's exercise of an activity protected by Law or by this Policy. Any employee that suspects that retaliation occurred is required to immediately report the matter to Ethics & Compliance at speakup@nebius.com.

b. Confidentiality

All reports will be treated confidentially. This means that information about your concern will only be shared with a limited number of people on a strict need-to-know basis. Information will only be disclosed outside this small group if we are required to do so by law or if an important public interest is at stake. Your identity, and information from which your identity may be disclosed, will only be shared with people authorised to receive or follow up on your report including those assisting them. Such information will only be disclosed outside this small group with your explicit consent or if we are required to do so by law. In principle, we are obliged to inform the implicated person that a complaint has been filed against him/her, but your identity will not be disclosed unless required by law. You can help us protect confidentiality by being discrete and not discussing your report with your colleagues or anyone else.

c. Privacy and Data Transfers

Our Company is committed to protecting the privacy and the personal data of everyone involved. We will do everything to safeguard personal data from unauthorized access and processing. Any personal data obtained as part of this Speak Up Policy will only be used for the purposes explained in this Policy or to comply with applicable law or an important public interest.

It may become necessary to transfer your personal data outside of the jurisdiction in which you reside or submitted the complaint. Our Company will put in place appropriate safeguards in accordance with applicable legal requirements to ensure that your data receives equivalent protection.

We have taken steps to ensure the necessary technical and organisational measures have been implemented to help ensure that the personal data that is processed during the Speak-Up process is protected from accidental or unlawful access, destruction and disclosure.

Any personal data involved will be processed confidentially and secured from other (employee) information systems or employee files in a separate case management system.

The personal data you provide will be kept as long as necessary to process your report, or, if applicable, as long as necessary to take any follow up actions or to meet the Company's legal or tax obligations, but in any case, not longer than allowed by provisions of applicable law. If judicial or disciplinary proceedings are initiated, the personal data provided will be kept until those proceedings are definitively closed. Recordings of any disciplinary measures against an employee as a result of an investigation will be done in compliance with the Company Data Retention Policy.

d. Your Rights

Any employee may, at all times, request Ethics & Compliance at speakup@nebius.com to provide information whether or not a report has been filed against them. If so, they will be provided with a written overview of their available personal data unless, in a case-by-case assessment, subject to applicable statutory limitations, in particular, this would hinder the investigation or would adversely affect the rights and freedoms of others, including whistleblowers and witnesses. If personal data proves to be inaccurate or incomplete, the implicated person can request rectification or completion thereof. Depending on the stage and progress of the investigations such a request will be acted on. Under specific circumstances, an employee may request erasure of their personal data or request that the processing of personal data concerning themselves be restricted.

11 Administrative Information

Contact Information	Nebius Group N.V. Ethics & Compliance, Nebius Group N.V. Ethics & Compliance, Tripolis Park, Burgerweeshuispad 101, 1076 ER, Amsterdam, The Netherlands
Policy Owner	Ethics & Compliance
Effective Date	23 July 2026
Version	Version 3.0 The Policy was updated to reflect the Company name change The Policy has been updated the existing policy to improve clarity and readability and to reflect current global reporting and investigation processes
Replaces	This Speak Up Policy supersedes any previous Speak Up or Whistleblowing Policies and Fraud Reporting Procedures within the Company.
Policy Applicability	This Policy applies to all persons doing business on behalf of the Company, which includes the Company, its subsidiaries, its controlled affiliates, its business units, and its majority-owned and controlled joint ventures, as well as their respective employees, officers, directors, third-party agents, and contractors when acting on behalf of the Company group. This Policy does create any contract of employment and related benefits, and Company reserves the right to update, amend or withdraw it at any time with effect for the future. Employees are expected to familiarize themselves with and adhere to this Policy.
Review and amendment	This Policy is periodically reviewed by the Ethics Committee on behalf of the Board as revisions may be required due to changes in law or regulations or changes in our business/environment.
Related Documents	Code of Conduct Corporate Policies
Notes	Ethics & Compliance is responsible for informing the Board, and specific Committees, on the status of Speak Up throughout the Company group (including case updates). In cases of suspected fraud and irregularities of a financial nature, the Audit Committee is also informed. If investigations are conducted, as the result of a Speak Up report, the Ethics Committee, is responsible for overseeing these. This Policy has a supplementary character: any applicable local laws or regulations remain valid. This Policy may not conflict with any local laws or regulations and if such would be the case the law or regulation would prevail. Where the terms of this Policy are stricter than the applicable legislation or provide additional safeguards, rights or remedies, the terms of this Policy will prevail.

Annex A: Nebius Group Germany

Deviations from and additional remarks on the main Speak-Up Policy:

Section 3 (“What it means to Speak Up?”), Topics covered by the German Whistleblower Protection Act (the law can be accessed at https://www.gesetze-im-internet.de/englisch_hinschg/index.html). For example, the following violations are covered:

- violations that are subject to criminal law (for example, fraud, bribery, corruption, competition law infringements, blackmailing, insider trading and other securities fraud, money laundering) or
- violations that are subject to a fine, insofar as the violated regulation serves to protect life, limb or health or to protect the rights of employees or their representative bodies (as defined in the German Whistleblower Protection Act) or
- reports which involve violations of national and European Union law in specific areas of law (as defined in the German Whistleblower Protection Act), including, but not limited to
 - Public procurement, prevention of money laundering and terrorist financing;
 - Product safety and compliance;
 - Quality and safety standards for organs and substances of human origin, human and veterinary medicinal products, medical devices and cross-border patient care;
 - Protection of the environment; and
 - Protection of privacy and personal data and security of network and information systems
- reports that concern public procurements (as defined in the German Whistleblower Protection Act), or
- violations of regulations relating to the European Union internal market including breaches of competition and state aid rules as well as rules on corporate tax including any tax arrangements.

Section 4 (“How and when should I Speak Up?”),

- If you are requesting a conversation in person with your line manager, HR Business Partner or Ethics & Compliance at speakup@nebius.com, with your consent, the meeting may also take place by means of video and audio transmission.
- The internal reporting office for purposes of the German Whistleblower Protection Act is Ethics & Compliance. Reports made to a Line Manager or HR Business Partner will be forwarded without undue delay to the internal reporting office, unless you, as the reporting person, object or confidentiality concerns require a different approach. If you object to such forwarding, the Line Manager or HR Business Partner will direct you to the formal internal reporting channels, without processing the report as the internal reporting office. The statutory confirmation of receipt and follow-up process will be handled by the internal reporting office.

○

Section 6 (“After making a Speak Up Report”), you will always receive confirmation of receipt of your report within seven days.

10b. (“Confidentiality”), the identity of a reporting person who, either intentionally or through gross negligence, reports incorrect information on breaches is not protected as described in section 10b..