



Group Code of Conduct

Preamble

Interroll's reputation and the confidence placed in it by customers, suppliers, business partners, shareholders and the public substantially depend on all employees behaving responsibly. Therefore, every Interroll employee undertakes to abide by statutory regulations, this Code of Conduct, which provides more details regarding ethical business conduct and compliance with the law as requested in the **Organizational Regulations of Interroll Holding AG** (section 6.1.2.2 paragraph e of the regulations and section 12. of the Interroll Holding AG competence chart), as well as the **Organizational Regulations for the Executive Management of the Interroll Group** (section 6.3 of the regulations and section 14. of the Interroll Group competence chart).

1. PRINCIPLES

1.1 Law-abiding conduct

At Interroll, the law must be respected. Each employee has a duty to respect the legal system under which the person works. Our commitment to the principle of acting within the law applies regardless of whether this results in any benefit to Interroll. Every employee is personally responsible for complying with the laws in force in the respective work area. All employees are strictly prohibited from allowing third parties to engage in illegal actions or from knowingly being a party to such actions. All levels of management must demonstrate a high degree of ethical competence and are responsible for complying with and implementing this Group Code of Conduct throughout the Interroll Group. The company disapproves of any infringement of the law and will respond to such actions with internal disciplinary measures, regardless of the hierarchical position of the employee concerned.

1.2 Responsibility for Interroll's reputation

In the performance of their duties, all employees must be mindful of Interroll's reputation.

1.3 Conduct toward employees

Interroll respects and protects the dignity of each employee. Interroll invests in its employees' qualifications and skills. Interroll does not tolerate any discrimination, harassment or unfair treatment based on gender, race, disability, ethnic or cultural origin, religion, belief, age, or sexual orientation. Interroll respects its employees' right to freedom of association under current laws. Interroll treats its employees fairly and openly. In line with the Interroll identity and the corporate culture, the Group expects all employees to be objective, courteous, and fair in their dealings with colleagues, employees, and third parties.

2. AVOIDANCE OF CONFLICTS OF INTEREST

2.1 Shareholdings and second jobs

Employees are strictly forbidden from taking second jobs with companies which are in competition with Interroll or with customers or suppliers. An exception is made for second jobs which have no influence over Interroll's area of activities. Shareholdings in competitors, suppliers or customers must be disclosed and approved by the Interroll Executive Management.

2.2 Engagement of business partners for private purposes

To rule out conflicts of interest between the company and employees' private affairs, employees are not allowed to hire for private purposes business partners closely involved in their area of duties. Any exceptions require prior clearance from the employee's line manager.



2.3 Private and business expenditures

Expenditure for business and private purposes must be kept strictly separate. Business expenses are subject to the principles of clarity, transparency, and documentary evidence.

3. HANDLING OF INFORMATION

3.1 Documents

Records and reports (both internal and external) must be correct and objective. The principles of orderly bookkeeping and balance sheet accounting must be complied with. In particular, every accounting entry must be based on a documentary record which is true to the facts and all transactions must be recorded (i.e., "off-book" transactions will not be tolerated). All Interroll funds and assets must be recorded in the accounts. Illicit funds are strictly prohibited.

3.2 Confidentiality

In line with the Interroll Communication Policy, confidential company information must not be disclosed to or otherwise made accessible to third parties, unless expressly authorized by the Interroll Executive Management or the information in question is publicly accessible. This obligation to maintain confidentiality also applies after termination of the employment relationship.

3.3 Data protection and information security

Personal data may only be collected, processed, and utilized to the extent necessary for defined, legal purposes. High technical standards must be set in relation to data quality and protection of data from unauthorized access. The use of data must be transparent for those concerned. The rights of the latter to information and rectification of errors must be safeguarded.

3.4 Insider information

Insider information means any unpublished information about Interroll's business. In line with the Interroll Communication Policy, insider information is to be treated as strictly confidential and must not be disclosed to third parties, even in a summarized form. This also applies to the disclosure of passwords which provide access to electronically stored insider information. Disclosure of insider information to employees or external advisors is only permissible if the recipients need the information to perform their duties and have agreed to treat the information as strictly confidential.

4. CONDUCT IN DEALINGS WITH BUSINESS PARTNERS AND THIRD PARTIES

4.1 Competition and competition law

Interroll respects fair competition. The company complies with current laws protecting and promoting competition, particularly current antitrust laws and other laws regulating competition. In competing for market share, Interroll is guided by the need to act with integrity.

Every employee is obliged to comply with the rules of fair competition within the framework of the legal requirements. In particular, competitors are not permitted to divide up territories or customers, or to reach agreements or exchange information on prices/price components, delivery relationships and their conditions, or on capacity or approaches to bidding. The same applies to exchanges of information on market strategies and stakeholder strategies. Agreements or exchanges of information on research and development projects are only permissible in exceptional, narrowly defined cases.

The company's market position must not be illegally exploited in order to impose price discrimination, unsolicited deliveries of products, or refusals to deliver.

4.2 Relationships with suppliers and customers

Suppliers must be selected solely on the basis of objective criteria after comparing price, quality, performance and suitability. Agreements with customers and suppliers must be made in a clear and



distinct form and must be documented together with subsequent amendments and supplements. All employees must strictly comply with the internal rules on the application of the dual control principle (“four-eye principle”) and separation of executive and verification functions.

4.3 Gifts and other forms of consideration

Agreements, or ancillary arrangements relating to inducements or in the context of brokering, awarding, delivery, settlement, and payment are not permissible. Employees are prohibited from offering, promising or granting employees, executive bodies, shareholders or agents of Interroll customers any advantages (money or other items of value or other advantages) in order to secure orders for Interroll. In this context, it is immaterial whether the advantages are given or promised to the recipient or third parties or, directly or indirectly, through intermediaries (e.g., agents, advisors, distributors, etc.). Employees are also prohibited from accepting advantages in return for placing orders for the account of Interroll.

Employees who allow themselves to be unfairly influenced by, or who attempt to exert unfair influence over, customers or suppliers will be subject to disciplinary measures, regardless of any ensuing criminal prosecution. Attempts by suppliers or customers to exert unfair influence over the decisions of Interroll employees must be reported to the line manager. Commission and payments made to appointed dealers, representatives, or advisors must be in appropriate and justifiable proportion to their work. All commissions and payments must be approved by the Interroll Executive Management in writing. Appointed dealers and agents or advisors may only be engaged on the basis of standard contracts approved by Interroll Corporate Finance and only after the appointed dealer, agent, or advisor has been vetted by Interroll Corporate Finance and approved for conclusion of the contract. In the event of bribery and corruption, there must be a contractual provision for a right to terminate the contract without notice and subject to additional claims on the part of the employer.

In line with the **Organizational Regulations for the Executive Management of the Interroll Group** (section 6.3 of the regulations and section 14. of the Interroll Group competence chart), gifts or other benefits (e.g., a paid hotel stay etc.) exceeding EUR 100.00 per annum (or equivalent in non-monetary value) from any third party are not allowed and must be declined.

4.4 Donations

In the interests of good corporate citizenship, Interroll may make cash or in-kind donations to causes in the areas of education and training, science, culture, and social welfare. Donations must always be transparent and agreed by Interroll Executive Management in advance. Both the recipient and the specific use must be verifiable at any time. Interroll does not make donations to political parties.

5. PRODUCT QUALITY, SAFETY AND SUSTAINABILITY

Interroll is guided by the principles of sustainability. We meet our customers’ high expectations in terms of quality and safety. We implement necessary improvements to this end. To fulfill our responsibility toward future generations, we ensure that our products and manufacturing processes are sustainable in environmental, economic and social terms, and are always consistent with state-of-the-art technology. If defects occur despite our best efforts, we act to rectify them in accordance with legal requirements and contractual obligations.

6. INDUSTRIAL SAFETY, HEALTH PROTECTION, FIRE PREVENTION, ENVIRONMENTAL PROTECTION

Interroll ensures the safety of all employees in the workplace and offers a working environment conducive to health. It is the duty of all employees to avoid hazards which pose a threat to human beings and the environment, minimize environmental impacts, and conserve resources. Processes, operating sites and facilities must comply with the applicable statutory and in-house requirements relating to industrial safety, health protection, fire prevention and environmental protection. Interroll



supports continuous development to improve the working environment and foster environmentally aware behavior on the part of all employees.

7. INFORMATION AND TRAINING

Every employee must be issued with a copy of this Group Code of Conduct and expressly informed of the rules it contains. If employees are unsure of the right course of action to take, they must discuss the matter with their line manager or the Interroll Group Chief Financial Officer. Interroll employees receive regular information and training on topical issues relating to this Group Code of Conduct.

8. REPORTING IRREGULARITIES

Every employee has the right to inform the Group Internal Auditor of circumstances which point to an infringement of the rules contained in this Group Code of Conduct. Where appropriate, they can do so anonymously (whistle-blower principle). The matter will be investigated and, if necessary, remedial measures will be taken.

9. VIOLATIONS AND SANCTIONS

Deliberate misconduct and violations of current legal requirements and operating regulations will not be tolerated. Violations of the Group Code of Conduct will have consequences for the employment relationship and its continuation and may lead to compensation claims. All infringements of rules will be investigated.

10. MONITORING

Each Interroll legal entity (or department with the headquarters) is responsible for ensuring compliance, in its own area, with the rules contained in this Group Code of Conduct. The general manager of the legal entity (or head of the department) is required to ensure that breaches of the Group Code of Conduct and rules issued subsequently are identified, pursued, and reversed.

Contact person: Heinz Hössli, Interroll Group Chief Financial Officer, Interroll headquarters, phone +41 (0)91 850 25 44

This Group Code of Conduct is valid from July 1, 2015.

Sant'Antonino, Switzerland, September 15, 2020

(signature)

Heinz Hössli
Chief Financial Officer
Interroll Worldwide Group

By dating and signing this last page of the Group Code of Conduct valid from July 1, 2015, I confirm that I have read it and fully understand its content.

Date:

Signature: