

CODE OF CONDUCT

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1 Introduction

The vision of the subsidiaries of BIBUS Holding AG (BIBUS Group for short) is to be very well known and established solution suppliers to the industry.

In line with our slogan “Supporting your Success”, our goal is supporting the success of our customers and business partners with all our activities and decisions. We are confident of the quality of the products, solutions and systems we develop, as well as the competence of our employees. We are committed to attaining our goals while complying with all legal and statutory regulations together with the present Code of Conduct guidelines, which are mandatory for all employees of the BIBUS Group.

If stricter requirements than those specified in this Code of Conduct apply in a country where the BIBUS Group operates, then they take precedence. If behaviour or business practices which contravene this Code of Conduct are demanded or tolerated in a country, then this Code of Conduct applies.

Our Code is based on the OECD principles for multinational companies and the United Nations Universal Declaration of Human Rights.

However, even this Code does not replace the exercise of normal common sense. We expect our employees to seek the relevant information if they are confronted with a topic which is not specifically addressed in these regulations.

When selecting our suppliers, customers and business partners, we expect them to respect and comply with our Code of Conduct in their cooperation with the BIBUS Group.

2 Conduct in the business environment

2.1 Fair competition

To ensure fair competition, the BIBUS Group and all its national companies comply with competition and anti-cartel law on both national and international levels in all their activities. All business activities are subject to the statutory provisions both in the countries where the BIBUS Group operates as well as in the countries where our activities may have an impact. This means we reject any form of collaboration or agreement with competitors in the form of price fixing or market sharing in terms of customers, suppliers, sales areas or segments. Our business practices prohibit any boycott of certain customers or suppliers, as well as any exploitation of a dominant market position. We only gain market success through efficient products and services and reject any other means. All BIBUS Group employees are prohibited from exchanging with competitors or representatives of competitors sensitive data such as prices, price development and discount strategies or any other information that can influence competition behaviour.

We do not enter into agreements with our customers that have the purpose of restricting competition. This includes in particular the rejection of agreements which restrict our customers' freedom to determine their sales prices or sales and supply conditions, as well as exclusivity agreements or sole-supplier obligations in as far as these contravene statutory regulations.

We expect the same standards from our business partners and competitors.

2.2 Corporate integrity

The BIBUS Group does not tolerate any form of corruption, bribery or kickbacks. All employees are strictly prohibited from offering, paying or accepting bribes. This includes all payments and actions whose sole purpose is to influence the behaviour of a third party.

In many cultures, gifts and hospitality belong to polite social interaction; however, their granting and receipt are subject to sensitive restrictions. Their value must be appropriate and usual in business, and they must not put the recipient in a position of obligation, influence his/her decisions or reward him/her for an action or decision.

Conduct with officials is subject to international and national statutory regulations and therefore requires the observation of certain principles. Hospitality and gifts from officials may only be accepted if they are compliant with these principles. The same applies to the presentation of gifts and hospitality to officials.

2.2.1 Acceptance of or demands for advantages

All employees of the BIBUS Group are prohibited from using their position to obtain personal advantage for themselves, third parties, or their families.

If offered hospitality and gifts, our employees must consider whether they are appropriate and refuse them if they do not comply with our standards. Should employees be unsure about this, they must consult their superiors.

Employees may only make or order payments on delivery or provision of agreed goods or services. These must be recorded with the exercise of correct accounting principles and must not raise any suspicion of the payment of bribes.

2.2.2 Offering and granting advantages

Any business hospitality offered by employees to customers or suppliers of the BIBUS Group or to public officials must be appropriate and legally compliant in terms of its extent and frequency. It must not be designed to obtain a prohibited advantage. If BIBUS employees are incited to bribery or are offered bribes, they must immediately inform their superior. The acceptance of cash gifts or other forms of financial benefits or illegal or immoral gifts and benefits is unacceptable without exception.

All employees are prohibited from offering facilitation payments to officials or public servants. The basis for this is the International Chamber of Commerce (ICC) Integrity Compendium for the combating of corruption in business, in the version of 1998.

2.3 Donations and sponsoring

The BIBUS Group values social commitment as part of its social responsibility obligation. Certain rules must be observed for donations and sponsoring to avoid any impression of an intention to exercise influence. Clear documentation must make the use of a donation perfectly transparent. Donations are not made to either political parties or individual persons. In the case of sponsoring, the financial benefit must be in proportion to the agreed reciprocal action, and this must be evident.

2.4 Selection of business partners

The BIBUS Group selects business partners based on economic criteria. Favouring or discriminating against suppliers on a non-objective level is prohibited.

Cooperation requires agreement on common values as defined in the Code of Conduct. If a business partner has its own code, it will be checked for compliance with the same principles. Should it fail to comply, this Code of Conduct shall be adopted in the contractual regulations.

3 Conduct within the company

3.1 Leadership culture

Sustainable success is not possible without the most important resource of the BIBUS Group; human resources. We encourage our employees to act under their own responsibility and support their commitment and performance with training and further training. Our management staff function as role models and we expect them to act according to the Code of Conduct. Good relations with co-workers should be fostered by a manner that conveys appreciation and is dependable and by social competence and recognition of performance.

3.2 Conduct towards colleagues

The BIBUS Group sets great store by a culture of good relations between its employees. We expect respect, trust, reliability and mutual support in relations between colleagues. This is how we create a climate which gives every employee the opportunity to accomplish their tasks and work according to our corporate goals.

3.3 Fair and safe working conditions

It is a top priority in the BIBUS Group that our employees in all countries work under safe and healthy conditions. A minimum standard is compliance with the applicable health and safety laws. We work proactively on continually improving our health and safety policies in order to offer our employees attractive workplaces.

We ensure all employees are familiar with and respect the BIBUS Group health and safety regulations. In the warehouses and workshops, wearing suitable protective gear is mandatory. All employees are obliged to perform their work responsibly. Superiors are responsible for ensuring their staff know the regulations and act accordingly. Furthermore, their duties include recognising the need for additional training and initiating such training if necessary.

3.4 Prevention of conflicts of interest

BIBUS Group employees must avoid situations that create a conflict between the interests of the company and their personal interests. For this reason, they are obliged to declare to their superior their own or close family members' shareholdings in companies which are not listed on a stock exchange and which could lead to a conflict of interests with the business activities of the BIBUS Group. This is designed to ensure that business decisions are not influenced by personal advantages.

3.5 Protection of BIBUS assets

Part of the daily work of every employee is the objective assessment of risks. According to an internal risk management system, employees must examine and report existing risks. The purpose of the risk management system is to protect the tangible and intangible assets of the BIBUS Group.

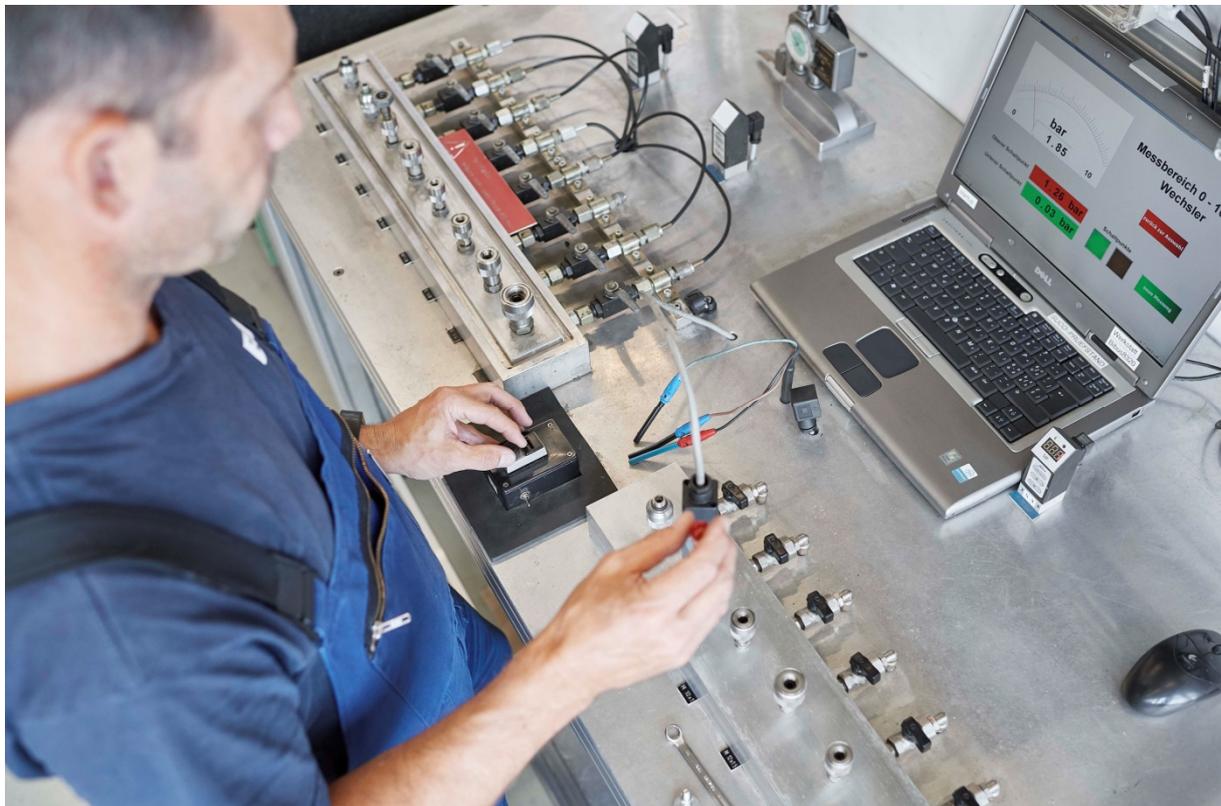
Intellectual property

Any contact with intellectual property such as patents, expertise, business ideas and business procedures, whether they belong to the BIBUS Group, a business partner or a customer, demands the intellectual property's protection and confidentiality. Every employee is responsible for utilising disclosed information exclusively for legitimate business purposes. Communication about such information may only take place with persons whose knowledge of it is necessary for their business activities and for company operations. Special care is obligatory in locations such as public transport, airports, restaurants or hotels, where there is a danger of third parties overhearing or seeing information.

Using confidential information for personal purposes is prohibited. These obligations remain in force even after termination of the employment relationship.

Data protection

The BIBUS Group only collects, processes or utilises data on employees, suppliers, customers or other business partners which is subject to data protection law if this is legitimate according to the relevant data protection regulations or if the affected party has consented to this.



3.6 Dealing with Social Media

Social media networks have assumed an important place in our society and offer us an exciting platform for mutual exchange in our professional environment as well. We connect with our customers, share articles, comment on content and thus become BIBUS brand ambassadors. This is a great opportunity for the BIBUS Group, as it increases the own reach. Digital media makes the transition from professional to private life more fluid for our employees.

Through the transparency created in this way, it is possible for private statements to be associated with the BIBUS Group. Therefore, our employees are required to behave in the digital environment as they would in real life.

Everyone is responsible for their contributions and their actions on the internet. Respectful behaviour is the basis of our actions and we do not discredit competitors or our own company but encourage objective argumentation and discussion. We refrain from acting and reacting in the heat of the moment as this can have serious consequences.

In our statements and our conduct, we follow the guidelines of the Code of Conduct of the BIBUS Group as well as the applicable law, also taking copyrights into account.

BIBUS is a protected brand name, for this reason our employees are not allowed to use it in their personal profile name. The same applies to the use of official logos and images in personal profiles.

Our employees are welcome to add BIBUS as an employer to their personal profiles and, with the consent of the persons concerned, publish photos of themselves and colleagues at work.

In case an employee is not sure whether to publish a contribution in the social media, the direct supervisor serves as a contact person to obtain a second opinion.

4 Employees and society

4.1 Compliance with human rights

The BIBUS Group is committed to respecting the human rights of employees and all persons who are affected by the activities of the BIBUS Group. Employees are assured of a safe, hazard-free working environment.

Child labour

The BIBUS Group strictly rejects child labour. The protection of children from economic exploitation is paramount. The permitted minimum age for employment is according to the conventions of the International Labour Organization (ILO). The ILO 138 regulation specifies that the minimum age for permissible employment or labour is 15 years; in the countries named in Article 2.4 of the convention, it is 14 years. The minimum age for dangerous work is 18 years in all countries.

Forced labour

Compulsory or forced labour and physical disciplinary measures are equally prohibited. Working hours are determined according to local law.

Discrimination and harassment

Tolerance and mutual respect are important aspects of our cooperation on an international level with people of different cultures, nationalities and religions. We strictly prohibit discrimination or harassment, especially sexual harassment. We reject both preference for and discrimination against employees or business partners due to gender, religion, membership of trade unions or political parties, family situation, age, disability or ethnic origin.

Remuneration and social security benefits

The remuneration and social security benefits paid by the BIBUS Group comply with industry-specific and locally usual income from employment. Irrespective of gender, employees receive equal pay for equal work.

4.2 Environment protection and resource efficiency

Environmental compatibility and resource saving are important criteria in the business activities of the BIBUS Group. All activities are carried out taking into account the laws and ordinances of the countries in which we operate, as well as in compliance with international agreements and standards regarding the necessity of environment protection.

Continual optimisation of our material and energy consumption and efficient utilisation of resources are designed to help avoid negative impacts on our environment. All BIBUS Group locations are required to meet statutory environment protection regulations.

We also apply the same high standards when selecting our suppliers.

4.3 Taxation

We embrace our responsibility to pay due taxes promptly and in this way to contribute to the public finances of countries in which we operate. All BIBUS Group employees have a duty to ensure that their business activities comply with the fiscal laws and regulations of the countries in which they are active. The responsible employees in the respective countries are familiar with the statutory regulations and comply with them accordingly. We apply a risk management system to determine and evaluate financial, supervisory and reputation risks.



5 Implementation of the Code of Conduct

All employees and managers in the BIBUS Group, irrespective of their location, are obliged in their daily business activities and decisions to comply with the principles stated in this Code. Managers are responsible for implementation and oversight of compliance with the Code of Conduct at all levels within their areas of responsibility. Due to their function as role models, managers must actively demonstrate compliance with this Code. All employees have a duty to report any infringement against the Code of Conduct. Such a report may not have a negative or discriminating effect on the employee. Infringements and contraventions will incur disciplinary and legal actions and may result in termination of the employment contract. Head Office checks adherence to the Code of Conduct in the national companies of the BIBUS Group at regular intervals. If deviations are found, it implements appropriate corrective measures.

If they have any questions about the interpretation of or adherence to the Code of Conduct, employees can contact their direct superior, a contact appointed in the company for this purpose, or the Corporate Development Director, Mr. Andreas Bee (ban@bibus.ch). All reports are treated with strict confidentiality.

Fehrltorf, 3rd June 2020

Christian Bibus
Member of the Board
BIBUS HOLDING AG

Dr. Conrad M. Ulrich
Member of the Board
BIBUS HOLDING AG