

SKAN

Code of conduct for SKAN employees



Dear colleagues,

Just as our company has changed in recent years, so has our environment. Not only do we have to face new, global challenges, but the needs of our customers and stakeholders have also increased. Above all, the legal framework conditions are becoming increasingly complex. When it comes to many decisions, we are increasingly being challenged by all these conditions. Which is why it is important that we always do the right thing. That means that we abide by internal as well as external rules and laws and listen to our inner compass.

This Code of conduct serves as a guide to help you make the right decisions. Together, over many years and with a lot of hard work and heart and soul, we have built up our reputation as a responsible company. We expect each and every one of you to uphold and live by the Code so that we continue to earn the trust of our customers & stakeholders. We can only be successful in the long run if we all behave with integrity, communicate openly and treat our fellow human beings with respect.

Together always one step ahead.

Allschwil, June 2021

Thomas Huber
CEO SKAN Group



Dr. Gert Thoenen
President of the Board of Directors
SKAN Group AG



1. Rule compliance and scope

This “Code of Conduct” summarises the most important company policy principles and standards of SKAN with which all employees and members of the board of directors of our company (hereinafter employees) must be familiar.

The scope of the «Code of Conduct» includes SKAN and all affiliated companies in which SKAN directly and indirectly holds shares of more than 50%.

In the case of minority shareholdings, it endeavours to work towards compliance with comparable requirements within the scope of its possibilities.

Documents that also claim validity are all regulations and directives as currently published in the individual

SKAN companies. It is the task of the respective management and superiors to inform themselves and their employees about the relevant organisational instructions for personal behaviour.

2. Conduct in a business environment

2.1 Conducting business

Compliance with all laws and regulations

Due to the international environment in which SKAN operates, SKAN is subject to numerous national and supranational legal provisions. All SKAN business matters and business processes must therefore be managed in such a way that they comply with all applicable laws, voluntary obligations and other binding regulations in the scope of which business activity is conducted. All employees are required to comply with ap-

plicable law and relevant guidelines and agreements. It is forbidden to issue instructions that deviate from this and lead to a violation of the company policy principles defined here in the course of business activities.

Preventive legal advice

It is important to avoid risks and seek internal legal advice before taking any action that may lead to a violation of applicable law or other requirements. If there is any doubt as to the legal appropriateness of a decision, a company legal expert

or compliance officer must be consulted.

Bribery

Any form of active and passive bribery with money or valuables as well as the attempt to do so are prohibited in the SKAN Code of conduct.

Gifts and entertainment and other benefits

The principles listed below must be observed in dealings with all business partners and government institutions:

Gifts, favours, hospitality or other benefits may only be given or accepted if they do not exceed a maximum amount of CHF 100.00 or its equivalent in foreign currency, a lower amount is not contractually agreed, and these:

- > are not inappropriately high value and not viewed as a bribe or be understand and such;
- > do not violate the applicable law or the ethical principles of SKAN;
- > neither damage SKAN's public image nor embarrass employees if they become public knowledge.

In cases of doubt, consult with the supervisor.

Price-fixing

SKAN is committed to open and competitive markets and is committed to the basic principles of free competition. This means that SKAN does not participate in any cartels or price agreements.

Use of tangible assets and resources

The use of SKAN resources for private, selfish purposes is generally prohibited and requires the approval of the respective supervisor in individual cases.

External communication

Official statements, in particular to the media, are only made in SKAN by persons expressly authorised for this purpose. The same applies to other publications.

Social media

When using social media, every employee must be aware of the responsibility for the reputation of our company. Confidential information is not to be disclosed. The personal rights of colleagues and business partners must be respected.

2.2 Social behaviour

Fair employment

SKAN fights all forms of illegal employment and exploitation of workers. Illegal employment is strictly prohibited. The exploitation of workers and child labour are incompatible with our ethical values.

Social behaviour in the Group

SKAN employees are committed to the principles of respectful and fair treatment of each other. Any form of discrimination is prohibited. In particular, no one may be discriminated against or harassed on the grounds of origin, gender, sexual orientation, religion or belief, disability or age.

SKAN expects all employees to contribute towards a productive work environment through tolerant, polite and considerate interaction with one another. Cases of sexual harassment and/or bullying will be rigorously dealt with and must be reported immediately in any case.

However, reports that are made with the intention of wrongly accusing colleagues or managers of SKAN will not be tolerated. Such behaviour consti-

tutes a breach of our Code of Conduct and will be appropriately sanctioned.

2.3 Business relations

Equal treatment and fairness

Employees have a personal responsibility to treat all business partners in a sincere, equal and fair manner. The selection of suppliers and providers of services takes place in an orderly process according to objective and comprehensible criteria.

Business incentives

Performance-based commission, rebates, discounts, free delivery of goods or similar are common business incentives. However, applying these requires great care in order to ensure compliance with the various legal regulations. The business incentives must be comprehensively and accurately documented in writing.

Payments

Payment for deliveries and services received by a SKAN company shall be made directly to the respective contractual partner. Payment is usually made in the country in which the contracting partner has its place of business. All or part of the payment in cash is prohibited, except in minor cases.

2.4 Conflicts of interest

Financial participation in competitors, customers and suppliers

Financial participations in a competitor, customers, suppliers as well as any participations in the aforementioned (also coming about through gifts and inheritances) always require the approval of the

company management (insofar as the participation is not traded on a public stock exchange). If any conflicts of interest already exist before joining the company, they must be reported to the company immediately. If conflicts of interest arise during employment, the employee is obliged to disclose them immediately as well.

2.5 Maintaining the confidentiality of internal information

All information that has not been made publicly available is subject to confidentiality and may not be disclosed to unauthorised third parties either during or after termination of the employment relationship.

SKAN employees are obliged to contribute to the active protection of confidential data against access by third parties in accordance with the existing guidelines.

Foreign trade and export control

SKAN's international business is subject to the applicable legislation on the cross-border movement of goods and services. SKAN follows all export control and customs regulations that apply in the respective countries in which it does business. In this regard, there are group-wide compliance (minimum) requirements which the SKAN companies must observe when setting up their comprehensive Internal Compliance Program (ICP) Export Control.

All SKAN employees are obliged to comply with the statutory provisions and, in addition, with the requirements of the corporate policy principles on internal export control.

Tax law

SKAN, which operates internationally, complies with all tax regulations at home and abroad.

The setting of transfer prices corresponds to the recognised OECD principles, i.e. the arm's length comparison.

Internationally deployed employees undertake to comply with the locally applicable, relevant personal tax obligations. Potential tax evasion by business partners is not supported.

Environmental protection, safety, health protection and quality

Environmental and health protection, safety and quality are indispensable for the further development and increase of SKAN's corporate value, the health and quality of life of its employees and the long-term safeguarding of the natural basis of life.

All employees adhere to the corresponding internal rules. They also share responsibility for the safety and health of their colleagues.

Data protection

Conscientious handling of personal data is one of the core values out of respect for the privacy of fellow human beings.

The unauthorised collection, processing and disclosure of personal data of employees and business partners is prohibited.

IT security

Due to the intensive use of IT systems, SKAN's business activities are highly dependent on their functionality and availability.

Risks from this dependency are exacerbated by the risk of loss, theft or unnoticed changes to information. To limit these general risks, risks from technical failure and human error, reference is made to SKAN's specifications on IT security.

Insider trading

Insider trading is a purchase or sale of shares or other financial instruments (e.g. options) based on inside information. Insider information is all non-public information about events that are likely to influence the share price, e.g. financial results or information about the planned purchase and sale of parts of the company. Insider trading is forbidden. Failure to comply can result in disciplinary action and regulatory and criminal penalties.

3. Implementation of the “Compliance Rules”

Responsibilities

The management of the respective company is responsible for the implementation of the "Compliance Rules". In this function, it reports to the Board of Directors of the respective company.

Supervisors' duty to inform and control

The management and all supervisors are responsible for ensuring and monitoring that the employees reporting to them are informed about the content of this Code of Conduct.

Supervisors shall demonstrate exemplary behaviour by following and implementing these standards. Supervisors are also responsible for ensuring that their employees comply with these requirements and that deviations are avoided.

Employees' duty to report deviations if they become aware of them

If employees become aware of violations of the Code of Conduct, they must inform their supervisors, HR, Legal / Compliance or the Board of Directors.

SKAN prohibits sanctions against employees who report in good faith, but also protects the rights of the accused person.

Sanctions and consequences

Violations of the "Code of Conduct" may result in disciplinary measures and be punished in accordance with the usual company regulations.

Depending on the severity of the violation, measures can range from warnings to termination without notice as well as civil law claims for damages or criminal notifications. A violation of the Code of Conduct also consists of ignoring violations of the Code by others or making it more difficult to resolve violations.

Commitment of all employees

The “Code of Conduct” must be handed over to all employees. By signing the employment contract, the employee has confirmed that the conduct and prohibitions set out in the "Code of Conduct" are understood and respected.

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