



Code of Conduct

V-ZUG Group

13 March 2023



“A success is only a success if it is achieved by fair and honest means.”

1. Why a code of conduct?

This Code of Conduct sets guidelines for our global business operations that are intended to help us implement the V-ZUG Group’s high ethical, professional and legal standards in our day-to-day work and cooperation with all our internal and external stakeholders, such as employees, business partners, shareholders, the community, authorities, institutions and many others, taking into account our corporate values.

2. Who does the Code of Conduct apply to?

The Code of Conduct applies to all employees, managers, members of the Executive Committee, members of the Board of Directors and members of other governing bodies of all V-ZUG Group entities worldwide.



A current overview of all the companies within the V-ZUG Group is available at www.vzug.com/ch/en/v-zug-group-organisation.

3. What are our corporate values?

In order to be a reliable and trustworthy partner for all internal and external stakeholders, we act in accordance with our corporate values consisting of our vision, mission and core values, which form the common foundation for V-ZUG Group’s employees around the globe.



Our current corporate values are available at www.vzug.com/ch/en/about-v-zug/vision-mission-values.

4. Corporate governance & communication

As a global industrial company, we are aware of our social, economic, societal and environmental responsibility towards all our stakeholders and orient our corporate governance accordingly.

4.1

Corporate governance

The Board of Directors and the Executive Committee endeavour to act with a long-term horizon and achieve sustainable success and prosperity for all our stakeholders above short-term profit maximisation.

With our Swiss roots, a strong brand and operationally efficient and sustainable production as a foundation, we aim to be a technological leader in our sector with high-quality, long-lasting and innovative products and services and an international outlook.

4.2

Corporate governance and risk management

We attach importance to effective and modern corporate governance and appropriate risk-management and internal-control systems that are regularly audited and, taking account of the needs of our business activities, adapted to current best practices where necessary.



Further information on corporate governance is available in the Corporate Governance chapter of the latest Annual Report or on our website at www.vzug.com/ch/en/corporate-governance.

4.3
Communication

We communicate professionally, and the information we communicate internally or externally is respectful, clear, correct, transparent and timely. We take account of our brand's reputation and protect confidential data.

4.4
Compliance with stock exchange regulations & reporting

As a listed company, we ensure that potentially price-sensitive, non-public facts are handled and disclosed in accordance with the applicable requirements under stock exchange law and that other reporting and transparency requirements under stock exchange law are met. Our annual and financial reporting follows the applicable reporting and accounting standards.

5. Integrity in our business activities

We act responsibly and run our businesses honestly, fairly and ethically and comply with the applicable legal framework.

5.1
Compliance with laws and regulations and respect for human rights

This Code of Conduct is based on:

- current and applicable laws and regulations
- the Universal Declaration of Human Rights of the United Nations
- our internal policies

5.2
Conflicts of interest

We act in the best interests of V-ZUG. We refrain from actions and activities that might conflict with the V-ZUG Group's interests.

Personal or professional conflicts of interest must be disclosed immediately and in full. Decision makers must step back and obtain corresponding instructions from their manager or the legal department when a potential conflict of interest arises, or personal interests are concerned.

5.3
Anti-corruption and bribery

We cannot be bribed and do not tolerate any corruption. In particular, giving (active bribery, granting an advantage) and accepting (passive bribery, accepting an advantage) inducements that have the purpose of obtaining an unlawful advantage is prohibited. We do not accept any gifts or invitations that could put us into a mandatory dependency. The acceptance of symbolic gifts or invitations in a customary business context is permitted.

We never offer or accept gifts, invitations or personal favours that are cash or cash equivalents, that could potentially create the appearance of improperly obtaining or retaining contracts, business or other services, or that could cause a conflict of interest for the parties involved. We do not promise, offer or give bribes, kickbacks, any other improper payments or anything else of value to employees or other representatives of customers, business partners, governmental institutions or quasi-governmental institutions (or the family members or friends of such persons) in order to enter into business relationships, obtain information or obtain official permits or licences, for the performance of any action or to give any other business advantage.



The V-ZUG Group's Anti-Corruption Regulations are available at www.vzug.com/ch/en/corporate-governance.

5.4
Prohibition of insider trading

Our employees and members of governing bodies with access to insider information are bound to strict confidentiality and prohibited from trading in securities of V-ZUG Holding AG on the basis of such information. In addition, quiet periods are set and communicated. These must be strictly complied with.

5.5
Competition and antitrust law

We compete fairly with other market participants on the basis of quality, service and price in compliance with all applicable competition and antitrust laws and regulations. In particular, we do not engage in agreements, understandings or discussions or share information with competitors on price fixing, market allocation/market restrictions or boycotts/refusals to deal. Furthermore, we do not enter into agreements with customers, distributors or suppliers on fixing of reselling prices or passive resale restrictions. We do not abuse a dominant market position.

5.6
Due diligence obligations and supply chains

We expect our suppliers to comply with the Universal Declaration of Human Rights of the United Nations, taking account of the laws and legal forms applicable in the various countries and locations, workers' fundamental rights under the applicable national legislation and to recognise the core labour standards of the International Labour Organization (ILO).



The V-ZUG Group's Code for Suppliers is available at www.vzug.com/ch/en/corporate-governance.

5.7
International trade restrictions and export controls

Governments and international bodies impose temporary trade restrictions on and boycotts of certain products on states or individuals. We recognise the rules of the World Trade Organisation (WTO). We operate our business in accordance with the international regulations and do not export any goods or technologies impacted by trade restrictions.

6. Protection of property, corporate values, data and information

We protect our own tangible and intangible assets, corporate values, data and information and our reputation and know-how and also respect those of third parties.

6.1
Business property and assets

We protect, secure and preserve the property, intellectual property, assets and operating resources of the V-ZUG Group by taking appropriate precautions. We will use such property and assets only for business purposes in the interests of the V-ZUG Group and not for personal benefit or for inappropriate or unlawful purposes. Employees must immediately report any intellectual property that is created in the course of their work or that could be of interest to the V-ZUG Group.

We respect the property, intellectual property and assets of third parties.

We never falsify or misrepresent information.

6.2
Confidentiality, data protection & data security

All our confidential and internal data and information, including trade secrets and know-how, will be protected from and secured against unauthorised or inappropriate sharing or disclosure. Employees are prohibited from using confidential information for personal benefit or inappropriate or unlawful purposes or otherwise misappropriating, sharing or disclosing it. Confidentiality or data security breaches must be reported immediately.



We respect the applicable data protection laws and regulations. Further information on the handling and protection of personal data by the V-ZUG Group can be found in the internal privacy policy and in the external Privacy Statement at www.vzug.com/ch/en/privacy-statement.

6.3
V-ZUG reputation and brand

We highly value the reputation and brands of the V-ZUG Group, and we refrain from actions that could damage or negatively impact these.

6.4
Books and records

We record relevant business transactions in an accurate, complete, consistent, timely, true and fair manner. Our books and other records are available for internal and external audit but protected from undue alteration or falsification and from unauthorised access.

7. Responsibility towards our employees

Our employees, with their commitment and enthusiasm, are the driving force behind V-ZUG's long success story. As a trustworthy employer, we support our employees and create a respectful, appreciative working and corporate culture characterised by mutual trust.

- 7.1**
Equal opportunities
- We treat each other with respect, dignity and fairness. Employment, promotions and pay are based on professional and social competences, qualifications and individual merit. The V-ZUG Group does not tolerate harassment or discrimination at the workplace of any kind, in particular on grounds of origin, race, gender, age, religion or any other legally protected personal characteristics. We respect the diversity and cultural differences of our employees.
- The V-ZUG Group does not accept forced labour, compulsory labour or child labour.
- 7.2**
Occupational health and safety, labour law
- Our workplaces and production facilities are set up to prevent hazards that may lead to accidents, emergencies, health risks or security risks. Our employees' health and safety concerns are promptly reported and addressed.
- We observe the statutory maximum working hours.
- By constantly improving working conditions and by means of various prevention and health promotion measures, we maintain and promote our employees' health, performance and job satisfaction and are committed to a work-life balance.
- 7.3**
Social partnership
- We respect employees' freedom of assembly and their right to engage in trade union activities within the limits of the applicable local law. Employee representatives are neither favoured nor disadvantaged.
- 7.4**
Development of employees
- We promote the personal and professional development of our employees.

8. Responsibility towards society, the environment and business partners

We not only fulfil our corporate responsibility towards our employees but also live it in our relationships with our business partners, civil society and authorities.

Sustainability is an integral part of our corporate culture and V-ZUG's brand promise. We understand our corporate responsibility as ensuring a future for our business and our company beyond the next generation and with special consideration of environmental aspects, and as contributing to creating a society that is fit for the future. We plan to achieve this, in particular, by developing resource-efficient and circular products, using advanced and efficient production methods and using renewable energy.

- 8.1**
Health and safety risks
- We are committed to making our products and services safe and reliable for our customers. We comply with industry standards and all applicable product safety laws and regulations.
- 8.2**
Quality and customer focus
- Swiss precision and innovation are the key drivers of our sustainable and long-term value creation. In our business activities, we strive for quality, inspiration and continuous improvement all the way to perfect functionality. We know our customers' needs, offer them premium household appliances and services and thus help our customers to lead a more conscious, sustainable lifestyle. We do not compromise on quality or customer service and follow our passion for perfecting industrial competences to the benefit of our customers.

- 8.3**
Compliance with environmental standards
- We comply with the applicable local and international environmental standards and ensure that our products and services meet the relevant environmental laws and regulations.
- 8.4**
Environment and climate protection
- To prevent or minimise harmful effects to the environment and climate and conserve natural resources, we integrate environmental considerations throughout our business and for the purpose of improving our environmental footprint – whether in the development of environmentally friendly, long-lasting and circular products or investments in new environmentally friendly production sites. We constantly improve the efficiency and performance of our products and production facilities. Waste of any kind, and particularly CO₂ emissions and the waste of water and energy, need to be reduced or eliminated at the source. We encourage our employees to behave in an environmentally friendly and sustainable way in their free time as well.
- 8.5**
Business partners
- We make every effort and expect our business partners, particularly our suppliers and sub-suppliers, to acknowledge and comply with the V-ZUG Group's Code of Conduct and, where required, the Supplier Code of Conduct and the applicable due diligence obligations in the supply chain (particularly child labour and conflict materials) or to agree to comply with comparable standards in connection with business with V-ZUG. Non-compliance with these requirements may lead to termination of the cooperation.
- 8.6**
Local social engagement and dialogue
- We foster, maintain and cultivate lively local contact and local engagement at the locations where we operate. Donations of items and money are made within reasonable and appropriate limits in the areas of sport, culture and society. We do not donate to political parties or organisations or individuals.

9. Implementation

- 9.1**
Ethical business decisions
- Every day, we make business decisions that have an ethical dimension and may affect the assets, success or reputation of the V-ZUG Group. In order to make well-considered business decisions, we should ask ourselves the following questions:
- Is the decision in the interests of the V-ZUG Group from a long-term perspective?
 - Would I be embarrassed if my decision or its consequences appeared in the newspapers?
 - Might it affect my ability to represent the V-ZUG Group's interests externally and make corresponding decisions?
 - Who else could be negatively affected by my decision (business partners, employees, owners, etc.)?
- In case of valid concerns or uncertainties, employees must seek advice or instructions from their managers or the legal department.
- 9.2**
Compliance
- We expect all employees to know and follow this Code of Conduct. Failure to do so may lead to disciplinary consequences and actions under criminal law, including termination of employment. All of our employees confirm through signature of the employment contract that they have received a copy of this Code of Conduct and that they have read and understood it and agreed to be bound by its provisions.
- The basic principles of this Code of Conduct are supplemented by other internal policies and regulations. This Code of Conduct and a list of the relevant group policies applicable to all employees will be communicated accordingly and appropriate training will be conducted.

**9.3
Reports**

If employees of the V-ZUG Group believe in good faith that specific conduct violates this Code of Conduct, they are urged to report such conduct to their managers or the legal department (compliance@vzug.com – anonymous reporting is possible). Such reports are dealt with by the legal department and the Audit Committee and confidentiality is maintained subject to legal exceptions. Receipt of the report will be confirmed within seven days and a reply will be provided within three months. Employees who report a possible breach of the Code of Conduct in good faith and have sufficient reason to assume that the information reported is true (no intentional or grossly negligent false reports) will not suffer any adverse consequences or restrictions in respect of their employment as a result of the report.

If a customer, supplier, business partner or other third party suspects or knows of breaches of regulations, laws or the V-ZUG Code of Conduct, they must report them immediately to V-ZUG at the following address: compliance@vzug.com.

10. Final provisions

This Code of Conduct was approved by the Board of Directors and the Executive Committee of V-ZUG Holding AG on 13 March 2023 and comes into force on 13 March 2023. It replaces the version of 25 June 2020. The Code of Conduct is available in several languages. In case of discrepancies between the different language versions, the German version shall prevail.

Amendments to this Code of Conduct require the approval of the Board of Directors of V-ZUG Holding AG.

Zug, 13 March 2023

Oliver Riemenschneider
Chairman of the Board of Directors of V-ZUG Holding AG

Peter Spirig
CEO of V-ZUG Holding AG