



veratron®

# Code of Conduct

## Verhaltenskodex

## Table of contents

I.	Preamble .....	2
1.	Responsibility for Our Actions and Behavior .....	3
2.	Compliance with Laws, Regulations, and veratron Corporate Rules, Standards and Instructions ..	3
3.	No Discrimination or Harassment .....	3
4.	Fair Dealing.....	3
5.	Antitrust and Competition Law Compliance .....	3
6.	Anti-Corruption.....	4
7.	Conflicts of Interest.....	4
8.	Use of veratron’s Company Property .....	5
9.	Health, Safety, Environment and Product Integrity .....	5
10.	Data Protection and IT Security .....	5
11.	Confidential Information.....	5
12.	Export and Import Regulations .....	6
13.	Reporting of Violations of the Code of Conduct.....	6

## I. Preamble

veratron AG has committed itself to honesty and integrity with respect to its entire business conduct towards its stakeholders such as employees, customers, suppliers, competitors. Veratron recognizes that legal and cultural requirements vary in a global market. This Code of Conduct (hereinafter referred to as “veratron Code of Conduct”) confirms important standards which serve – in addition to THE BASICS as the foundation for the actions veratron takes worldwide.

The veratron Code of Conduct mandates that every single employee, executive staff, executive director and member of the Executive Board of veratron AG take responsibility for his or her actions and behavior, and aims to provide appropriate guidance for the daily business of veratron. Furthermore, it outlines the ethical goals and principles for the business of veratron.

We commit Ourselves to act in compliance with the standards of the veratron Code of Conduct and acknowledge them as mandatory and as an integral part of the daily work of all of Us. Violations of the veratron Code of Conduct will not be tolerated by veratron.

We acknowledge that noncompliance with this veratron Code of Conduct may be a violation of applicable local laws. Noncompliance can result in disciplinary action, up to and including, termination of employment.

Moreover, veratron expects from its business partners as well as from its suppliers, that they agree to the principles of this Code of Conduct and apply them in their organization, environment and business relationships.

Executive Board veratron AG



Hans Bauer



Martin Ebnetter

### **1. Responsibility for Our Actions and Behavior**

We will take personal responsibility for any and all of Our actions and behavior and use best judgment in all matters affecting veratron.

### **2. Compliance with Laws, Regulations, and veratron Corporate Rules, Standards and Instructions**

We will comply with the laws and regulations applicable in the countries in which We operate, and We observe any veratron corporate rules, standards and instructions, including, but not limited to, the veratron guidelines and internal policies.

The violation of applicable laws and regulations and consequently the veratron Code of Conduct may result in both, in criminal sanctions, fines and a loss of reputation for veratron and in personal sanctions resulting from the violation of the veratron Code of Conduct.

### **3. No Discrimination or Harassment**

We are proud of the diversity the worldwide business of veratron offers. We will treat Our fellow employees, potential employees, suppliers, customers and any other persons with whom We conduct business with fairness and respect, with no retaliation, free of discrimination and harassment on the basis of gender, age, race, skin color, ethnicity or national origin, citizenship, religion or religious beliefs, physical or mental disability, veteran status, sexual orientation or any other characteristics protected by applicable law.

You are required to contribute to an atmosphere of respectful and partner-like interaction with one another.

### **4. Fair Dealing**

We will deal fairly and honestly with veratron's customers, suppliers, and distributors. We will also deal fairly and honestly with veratron's competitors in advancing the business interests of veratron and do not engage in the dissemination of rumors, disparaging statements about the competitors and/or their products or other unfair practices intended to damage competitors.

### **5. Antitrust and Competition Law Compliance**

We will strictly comply with all applicable antitrust laws, including and without limitation, trade practice laws and regulations dealing, for example, with monopolies, unfair competition, restraints of trade and competition, and relationships with competitors and customers.

We are aware that violations of antitrust laws may result in invalid contracts, in criminal sanctions, fines and loss of reputation for veratron.

Whenever doubts arise as to whether or not a situation complies with antitrust laws, We will immediately consult the Law Department, or the Corporate Compliance Department.

Antitrust law is designed to protect free and fair competition and ensure that the best interests of the consumer are served.

## **6. Anti-Corruption**

Corruption is the abuse of the power or trust given to a person by the public or by private persons through that person's willingness to make the exercising of this power and authority contingent on undue benefits from third parties.

Our business relations are governed by integrity and We will strictly comply with all applicable anti-corruption laws and regulations, including those focused on foreign corrupt practices.

We will not engage in nor tolerate any form of corruption, bribery, theft, embezzlement, or extortion or the use of illegal payments, including without limitation, any payment or other benefit conferred on any individual, company, international organization or public body for the purpose of influencing the decision-making process in violation of applicable laws.

We will never offer, grant, demand or accept bribes, illegal payments, payoffs, kickbacks, incentives, gifts, entertainment, favors or other benefit of a value in exchange for business opportunities with or in any way related to the business operations of veratron in violation of applicable laws.

We acknowledge that corruption harms the reputation of veratron and that violations of anti-corruption laws may result in invalid contracts, criminal sanctions and fines.

The above rule on contributions does not prevent veratron or its employees from communicating its views to legislators, government agencies or the general public with respect to legislation or governmental policies or practices.

## **7. Conflicts of Interest**

Our private interests and personal considerations shall not affect our judgment in acting in the best interest of veratron. Therefore, We will avoid any activity or situation which may lead to a conflict of Our private interests and the business interests of veratron. If a potential conflict of interests exists, We notify your supervisor or the Human Resources Department.

## **8. Use of veratron's Company Property**

We use the corporate property of veratron with the due care and responsibility. Unless otherwise permitted in local veratron policies, We use the corporate property of veratron only within Our sphere of business activity.

The corporate property of veratron contains tangible assets such as products manufactured by veratron, the production and office equipment, tooling, facilities and vehicles and intangible assets such as know-how and intellectual property rights.

## **9. Health, Safety, Environment and Product Integrity**

Safety and health is an integral part of Our business activities. We have the duty to take care of safety and health measures, to follow the relevant regulations and work instructions and to use the protective equipment as required by law.

We know the responsibility We have for Our products and the environment. We are committed to develop and manufacture safe products. With Our processes and products, We will make a substantial contribution to the sustainable use of resources, environmental protection, and climate protection in particular. We are endeavored to save resources by continually aligning Our production, quality and performance of Our products with environmental soundness and by reducing Our consumption of energy, water, raw materials and supplies.

## **10. Data Protection and IT Security**

We will comply with applicable laws and regulations and veratron's policies and guidelines concerning data protection and IT security. The disregard of IT security and safety measures may have serious consequences such as loss of data, disclosure of confidential information and trade secrets, theft or abuse of personal data. Therefore, in case of any questions You may have related to data protection, contact veratron's data protection and IT security officers or Your Human Resources Department.

## **11. Confidential Information**

The protection of confidential business information and trade secrets ("veratron Information") is vital to the interests and the success of veratron. It is Our responsibility to ensure that any veratron Information gained by virtue of Our business activities with veratron is held in strict confidence, not improperly used or disclosed to fellow employees or third parties.

We acknowledge that, if We improperly use or disclose Confidential Information, We might be subject to disciplinary action, up to and including termination of employment, even if We do not personally benefit from the disclosure. If we leave veratron We may not disclose or use Confidential Information and are required to promptly return all such property, including without limitation, Confidential Information.

Furthermore, We will respect the Confidential Information belonging to Our suppliers, customers and other stakeholders and use them only in accordance with applicable laws and/ or contractual obligations.

Confidential business information includes any and all information and data, including, but not limited to, the terms of contracts, any kind of business, commercial, financial, intellectual property, customer or technical information, and data disclosed between business partners in connection with their business relationship or the definition, development, marketing, selling, manufacture or distribution of products, unless available by public sources. This includes, for example, information about personnel, customers, costs, price lists and sales information, collection policies, reports, financial statements, salaries and business operations. It is of no significance for the definition of confidential business information whether disclosed orally, in writing or electronically and irrespective of the medium in which such information or data is embedded, whether in tangible form or contained in an intangible storage medium.

## **12. Export and Import Regulations**

We are required to comply with all applicable export and import laws, including without limitation, sanctions, embargoes and other laws, regulations, government orders or policies, including any guideline of the veratron Executive Board controlling the transmission or shipment of commodities and technology by veratron.

There are situations where veratron products, software or technology cannot be shipped or transmitted to certain countries due to a licensing requirement, embargos or other restrictions. If the application of an export or import regulation appears unclear or causes more questions, You must clarify the matter with the department or person responsible for export control in your division ("Export Control"), with Your superior or with the executive board.

## **13. Reporting of Violations of the Code of Conduct**

In the event of a violation of the veratron Code of Conduct, We generally report violations via superiors, the executive board or the human resources department.