

Semadeni AG Code of Conduct

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1 Preamble

With this Code of Conduct, Semadeni AG is committed to values such as integrity, fairness, sustainability, and other important ethical principles. It serves to make all members of the company aware of their responsibility towards their own company, its employees, customers, and suppliers as well as towards the environment and society. This Code of Conduct applies to the entire company and is the basis of all business relationships of Semadeni AG. It is based on the principles of the UN Global Compact, the ILO Conventions, the Universal Declaration of Human Rights and the UN Guiding Principles on Business and Human Rights, the UN Conventions on the Rights of the Child and on the Elimination of All Forms of Discrimination against Women, the OECD Guidelines for Multinational Enterprises, and the Code of Conduct of the German Federation for Materials Management, Purchasing, and Logistics (BME).

The aim of the Code of Conduct is to ensure that all employees in the company are aware of Semadeni AG's core values and adhere to them in their dealings with colleagues, customers, suppliers, and other stakeholders.

Semadeni AG also expects its suppliers to comply with the principles of this Code of Conduct and urges them to pass these principles on to their own subcontractors and to encourage their compliance as best as possible.

2 Corporate Governance

Article 1 Compliance with laws and regulations

Semadeni AG undertakes to comply with all applicable laws and other relevant national provisions in all business activities and decisions. Where a production process, delivery, or other activity requires official or other approval, the activity in question shall not be carried out until the necessary authorizations have been obtained.

Article 2 Compliance with fundamental business principles

Semadeni AG's business relationships are based on honest, fair, and mutually beneficial negotiations, as Semadeni AG is convinced that these business principles lead to stable and sustainable business relationships. Accordingly, it also expects its suppliers to act in a fair and transparent manner.

Article 3 Combating fraud, corruption, and money laundering

Semadeni AG prohibits any kind of corruption. When dealing with business partners and government institutions, the interests of the company and the private interests of employees on both sides shall be kept strictly separate. All entrepreneurial activities shall be free of extraneous considerations and personal interests.

Semadeni AG and its employees may not offer, promise, solicit, grant, endorse, or accept any gifts, payments, invitations, services, or other personal benefits during the course of business if doing so could unduly influence a business relationship or compromise the independence of business partners.

Gifts of low value as well as invitations to appropriate business meals and events held by the company or business partners in the scope of applicable laws, customary hospitality, custom, and courtesy are permissible.

In particular, Semadeni AG also complies with the applicable international standards and laws relating to combating corruption, money laundering, and the financing of terrorism.

Article 4 Conduct towards competitors

Semadeni AG is committed to fair competition and fully complies with the applicable competition protection laws (e.g., antitrust laws and other laws regulating competition). When dealing with competitors in particular, collusion and other activities that influence prices or conditions, allocate sales territories or customers, or illicitly impede free and open competition are prohibited. Semadeni AG also prohibits collusion between customers and suppliers that aims to restrict customers' autonomy with regard to their resale prices and other conditions.

Article 5 Respecting trade secrets

Semadeni AG obliges its employees to respect the operational and business secrets of its business partners. Confidential information and documents shall not be disclosed or otherwise made available to third parties without explicit authorization.

Article 6 Information on products and product safety

Semadeni AG provides truthful information about its own products to the best of its knowledge and belief and discloses all information that must be made available in accordance with national and international regulations as well as general industry standards. Semadeni AG undertakes to develop, produce, and distribute products that comply with the applicable safety standards. Semadeni AG expects its suppliers to disclose all relevant information in this regard in a direct and unfiltered manner.

Article 7 Compliance with international export restrictions

Semadeni AG complies with national and international export restrictions and does not supply any goods to countries, organizations, or persons on a published embargo list in Switzerland, the EU, or the USA.

3 Social Responsibility

Article 8 Respecting human rights

Semadeni AG respects and promotes all internationally recognized human rights and is committed to the principles of the United Nations Global Compact. Regular mechanisms have been implemented to monitor the impact of its activities on human rights.

Article 9 Prohibition of forced labor

Semadeni AG strictly rejects any form of forced labor. Forced labor is defined as any type of work or service that is assigned under threat of a sanction in the event of failure to deliver results or where the terms and conditions of employment are not entered into voluntarily. Migrant workers receive the same working conditions as those hired locally.

Article 10 Prohibition of child labor

Semadeni AG complies with national laws and the United Nations regulations on children's rights, is committed in particular to comply with the Convention concerning Minimum Age for Admission to Employment (Convention 138 of the International Labour Organization) and the Convention concerning the Prohibition and Immediate Action for the Elimination of the Worst Forms of Child Labour (Convention 182 of the International Labour Organization).

Semadeni AG only employs young people under the age of 18 and over 15 (or if they have not yet reached the end of compulsory education) as apprentices or for a temporary "summer job". Semadeni AG takes appropriate measures with regard to the particular vulnerability of young people.

Article 11 Non-discrimination

Semadeni AG promotes fairness, gender equality, integration, and accessibility, is committed to an open and diverse society, and undertakes to oppose all forms of discrimination within the framework of the applicable rights and laws. In particular, any discrimination against individual employees (e.g., with regard to their employment, remuneration, overtime, training, promotion, dismissal, or transfer) on the basis of gender identity, race, skin color, ethnic or cultural origin, nationality and/or immigration status, disability, religion or belief, age, trade union membership, political views, marital status, pregnancy, or sexual orientation is prohibited.

Semadeni AG respects the freedom of association and the right to collective bargaining and prohibits any form of intimidation, harassment, retaliation, or violence against union members and union representatives.

Semadeni AG does not use any gender or racial discrimination in marketing and communication measures.

Article 12 Health protection

Semadeni AG guarantees occupational safety and health protection in accordance with the applicable laws, industry standards, and international standards and supports continuous development to improve the working environment. Semadeni AG informs its employees about the risks and hazards of their work and provides them with safe and healthy working conditions. It has taken various measures to prevent accidents, injuries, and work-related illnesses and to minimize any remaining risk.

Article 13 Wages and working hours

Semadeni AG respects the right of its employees to freedom of association and ensures compliance with the applicable laws regarding minimum wage, remuneration for holidays, leisure time, and social benefits. Semadeni AG takes equal pay very seriously. Regular reviews are conducted using recognized methods to ensure that all individuals performing the same tasks receive the same pay. Working hours at Semadeni AG comply with the International Labour Organization Convention and national legislation. Overtime shall be remunerated at the standard rate or with a supplement in accordance with the statutory regulations. There are no salary reductions for disciplinary reasons. In addition, Semadeni AG does not require any advance payments or commissions for employment or work equipment.

Article 14 Privacy policy

Data protection is an important concern that Semadeni AG takes into account in all its business processes. Personal data is therefore always treated confidentially and in accordance with the statutory provisions.

4 Environment

Article 15 Commitment to sustainability and the circular economy

Semadeni AG is committed to protecting the environment for present and future generations. It fully complies with all laws enacted to protect the climate and the environment, encourages its employees to act in an environmentally conscious manner, and takes additional climate protection measures over and above those required by law. It is vigilant about the responsible use of raw materials, biodiversity, and sustainable land management, and supports projects dedicated to the circular economy.

Article 16 Use of energy and water

Semadeni AG has introduced a system to control its energy and water consumption in order to reduce its consumption, limit the amount of greenhouse gases produced by its activities, and prevent environmental contamination by chemical substances.

Article 17 Handling hazardous substances and waste

Semadeni AG complies with the laws regarding the use of hazardous substances and does not use any substances prohibited by national or international laws. It ensures that all waste is stored, transported, and disposed of in accordance with the applicable safety standards.

5 Application and Compliance

Article 18 Application of this Code of Conduct

Semadeni AG communicates the principles set out in this Code of Conduct to its employees and other stakeholders at regular intervals and undertakes to ensure that all corporate activities comply with these principles by means of policies, processes, plausibility checks, and controls. The Management Board may issue binding information on compliance with this Code of Conduct.

Article 19 Dissemination of the Code of Conduct to suppliers

Semadeni AG expects its suppliers to comply with the provisions of this Code of Conduct or to comply with analogous social, ethical, and environmental standards.

Semadeni AG reserves the right to oblige its suppliers to comply with this Code of Conduct and to request information on its compliance and implementation. Semadeni AG further reserves the right to terminate business relationships with suppliers that violate this Code of Conduct.

When selecting suppliers, Semadeni AG takes into account compliance with environmental protection, human and labor rights, and occupational safety as well as anti-corruption and bribery.

Semadeni AG expects its suppliers to pay living wages and takes this information into account in its selection process.

6 Reporting violations and grievances

Semadeni AG has implemented an internal whistleblower system that provides its own employees with protection in the event of whistleblowing. The system enables anonymous reporting, ensures independent, confidential, and effective handling, and contains information on the protection of whistleblowers.

For employees of Semadeni AG, the contact details of the anonymous Complaints Office can be found in section 2.5. of the Personnel Regulations.

If external whistleblowers are aware of violations of this Code of Conduct, they can report them anonymously to our independent Complaints Office. You can contact the Complaints Office at: <https://online-beratung.proitera.ch/>

Confirmation

I hereby confirm that I have received and understood the Semadeni AG Code of Conduct.

Company name

Name and role

Place, date, signature