



# Code of Conduct for the Indutrade Group





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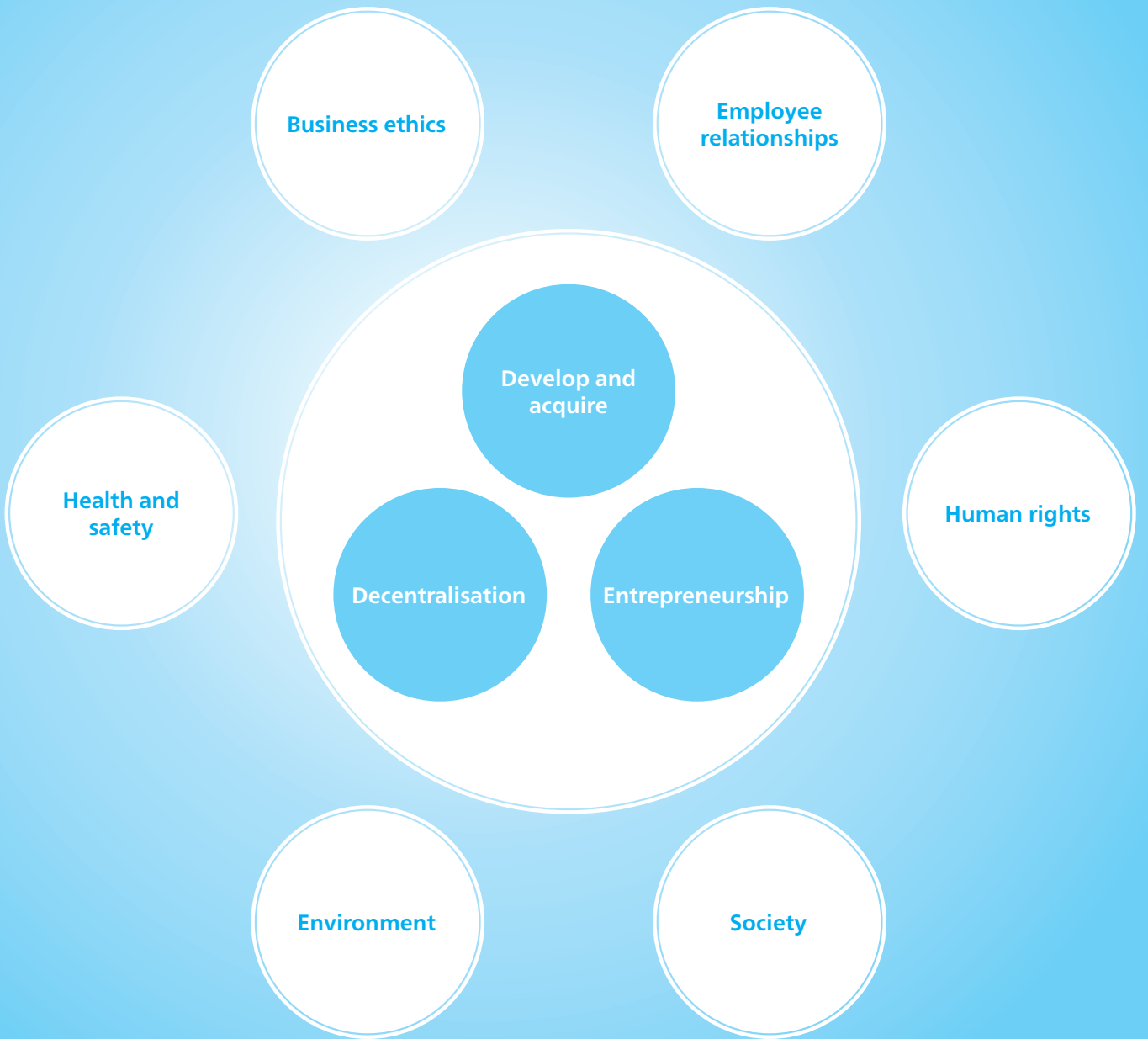
## To all Indutrade employees

Indutrade's business philosophy – entrepreneurship and decentralised leadership – is one of the keys to the company's success and has been so since the start in 1978. Indutrade continues to grow through acquisitions of well-run and profitable companies, which from day one share our values and our approach to doing business. With more companies and more employees in more countries, we have a greater need to highlight and clarify – both for ourselves and those in the world around us – the foundation for our approach.

A philosophy based on great freedom with responsibility puts high demands on every individual employee's integrity. Through professional, honest and ethical conduct, we are building a company culture in which we effectively and credibly deliver good results and create value for colleagues, customers, suppliers and other business partners. In this Code of Conduct we lay out a few essential and overarching principles and guidelines which support our decision-making. It reflects who we want to be and how we want to be perceived.

It is every employee's responsibility – mine and yours – to know the Code of Conduct and abide by it in our daily work. I encourage you to discuss the Code of Conduct with your workmates, your manager, or with me and my colleagues in Group Management. By keeping this discussion alive we further shape the company culture that we are all proud of.

Bo Annvik, President and CEO



*Indutrade is a growing group in a changing world. We live in a time in which environmental, social and business ethics issues are taking on increasingly greater significance for how companies are perceived and permitted to conduct their operations.*

#### **ADMINISTRATION OF THE CODE OF CONDUCT**

- The Code of Conduct has been adopted by Indutrade's Board of directors. The Board shall evaluate the Code and its application yearly and update it when necessary.
- The Managing Directors of the respective subsidiaries have ultimate responsibility for ensuring that their employees understand the content and meaning of the Code of Conduct and for ensuring compliance with the Code within their own respective organisations. This includes ensuring that the most recent version of the Code and other relevant material is made available to employees and that all employees undergo relevant training within the respective organization on a regular basis.
- It is also the respective subsidiaries' Managing Director who determines if there are other actors in the company's value chain who are to be covered by the Code of Conduct, such as business partners, vendors, contractors, or subcontractors.
- Indutrade's management is responsible for following up that the Code of Conduct is known and complied with in the Group's subsidiaries. This is part of the annual monitoring of internal control. All persons working for Indutrade Group, as well as business partners or other external stakeholders, are encouraged to report any deviations from the Code of Conduct. Employees report primarily to their immediate managers, and secondarily to any member of Group Management.
- Employees, business partners or other external stakeholders can also report anonymously via the Group's external whistleblower function:  
<https://report.whistleb.com/en/indutrade>



### **WHY DO WE HAVE A CODE OF CONDUCT?**

The Code of Conduct is an expression of who we are and how we do business at Indutrade. It describes the principles that we must all understand and gives us guidance on how we are expected to behave in our daily work and in our various relationships with people in our operating environment. It also explains what you as an employee can expect from your employer within the Indutrade Group.

The Code of Conduct has its starting point in the fundamental values expressed in the Global Compact's corporate sustainability principles, the OECD Guidelines for Multinational Enterprises, and other international generally accepted norms. It does not cover all situations that may arise, nor all laws, guidelines and internal rules.

We must always follow applicable laws and regulations in the countries where we operate. In certain situations, such as in countries with weak legislation or controls, the Code of Conduct's requirements may be stricter than local legislation, customs and practice. In such cases, we shall always abide by our own principles. In case that you experience a discrepancy between local legislation and the Code of Conduct, report the matter to your nearest manager.

### **WHO IS COVERED BY THE CODE OF CONDUCT?**

The Code of Conduct applies to everyone who works for the Indutrade Group. It applies equally to employees and consultants at all levels, irrespective of seniority, as well as trainees and students and anyone else who works on behalf of the Indutrade

Group, in all countries where we operate. We all have a responsibility to ensure that the Code's fundamental principles are upheld and implemented.

Persons in management positions have a special responsibility to set a good example and support their employees in acting in accordance with the Code of Conduct. In addition, managers shall be available for persons who have ethical questions, or who want to report a deviation from the Code.

Additionally, every subsidiary shall consider if there are other actors in the company's sphere or value chain who should be subject to the Code of Conduct, such as vendors, subcontractors, contractors or agents. We shall work with vendors and customers who share the values set forth in Indutrade's Code of Conduct.

All employees are urged to report any deviations from the Code of Conduct.

### **WHAT HAPPENS IF THE CODE OF CONDUCT IS VIOLATED?**

If you see something that worries or troubles you, or that may constitute a violation of the Code of Conduct, you are to report it immediately. Indutrade takes every reported violation seriously and will investigate the matter and take suitable action.

The information you provide will be treated confidentially. Apart from violations of law, the information will be provided only to the persons who must be informed in order to be able to deal with the matter.

You should always know that your report is in the best interests of your colleagues and the company,

and a person who has reported a justifiable suspicion shall never be subject to any form of reprisal.

Any employee found to have breached the Code of Conduct will face disciplinary action, which in serious cases may result in the termination of employment.

### **HOW DO I REPORT A POTENTIAL VIOLATION?**

Your manager is usually the person best-suited to handle your matter. If for some reason you do not feel comfortable talking with your manager, or if despite having reported a case or a complaint you feel that it has not been taken seriously, you can always contact a member of Group Management or report your suspicion via the Indutrade Group's external whistleblower function where you can submit an anonymous report:

<https://report.whistleb.com/en/indutrade>

If you do not work for Indutrade, but suspect a violation of the Code of Conduct, you should turn to the Indutrade Group's external whistleblower function where you can submit an anonymous report:

<https://report.whistleb.com/en/indutrade>

If you have reported a suspected violation of the Code of Conduct, you can expect that your report will be investigated confidentially, promptly and professionally. If a violation can be proved to have taken place, Indutrade's Group Management will review the matter and decide on any actions. You will receive feedback on how your report has been handled.

# We act with integrity and high ethics in all of our business relationships.

**Indutrade and each of our subsidiaries have many different business relationships with vendors, customers, acquisition candidates and shareholders. To be able to grow and develop, we must maintain high confidence among our most important stakeholders and people in our operating environment, and be a trusted partner. There are no shortcuts here – we must do the right thing in all situations.**

- We must follow applicable laws and regulations in all countries in which we work. If the provisions of this Code of Conduct demand higher standards than those required by national laws, this Code shall be complied with.
- All forms of corrupt conduct are strictly forbidden. Corruption is defined as “the abuse of entrusted power for private gain” and extends to both financial and non-financial gains. Corrupt conduct includes bribery, receipt of improper gifts and entertainment, facilitation and protection payments, extortion, money laundering, and nepotism.
- Corruption risks associated with our operations shall be assessed when entering into business relationships, paying attention to factors such as business partner identity, risk environments such as high risk geographical regions, and the type of business we engage in. When necessary, risk assessment shall be documented.
- No one who works under Indutrade’s name or any of the subsidiaries’ names may grant, offer, receive, request, promise, or promote payments, gifts or other improper benefits that could influence or may be perceived to influence the objectivity of a business or governmental decision.
- You may only offer or receive gifts, meals, entertainment, and other forms of hospitality, if they are compatible with applicable laws and generally accepted business practice. If you are not sure, consult with your immediate manager.
- No one who works under Indutrade’s name or any of the subsidiaries’ names shall make political contributions, charitable donations and sponsorships in expectation of receiving any advantages.
- All success shall be built upon a sound business culture and fair competition. We always adhere to applicable competition laws that prohibit agreements and arrangements between competitors



that restrict competition. This includes price-fixing, the dividing of customers and geographical markets, cartels and abuse of dominant position.

- You shall always act in the best interest of Indutrade and your company, and avoid conflicts of interest. A conflict of interest arises when your private interests, personal relationships or external activities affect or give the impression of affecting how you perform your work duties.
- Inside information is non-public information of a precise nature, relating to Indutrade, and which, if made public, would be likely to have a significant effect on the price of financial instruments issued by Indutrade. If you have inside information about Indutrade you may not buy or sell Indutrade instruments. Nor may you disclose such information to any third party, for example friends and family, by for example recommending them to buy Indutrade instruments.
- We shall always strive to ensure that Indutrade's information is open, correct, continuous, fast and of the best quality, and that it is provided in accordance with applicable laws, regulations, accounting standards and norms. For further information, please see Indutrade's insider Policy and guidelines.

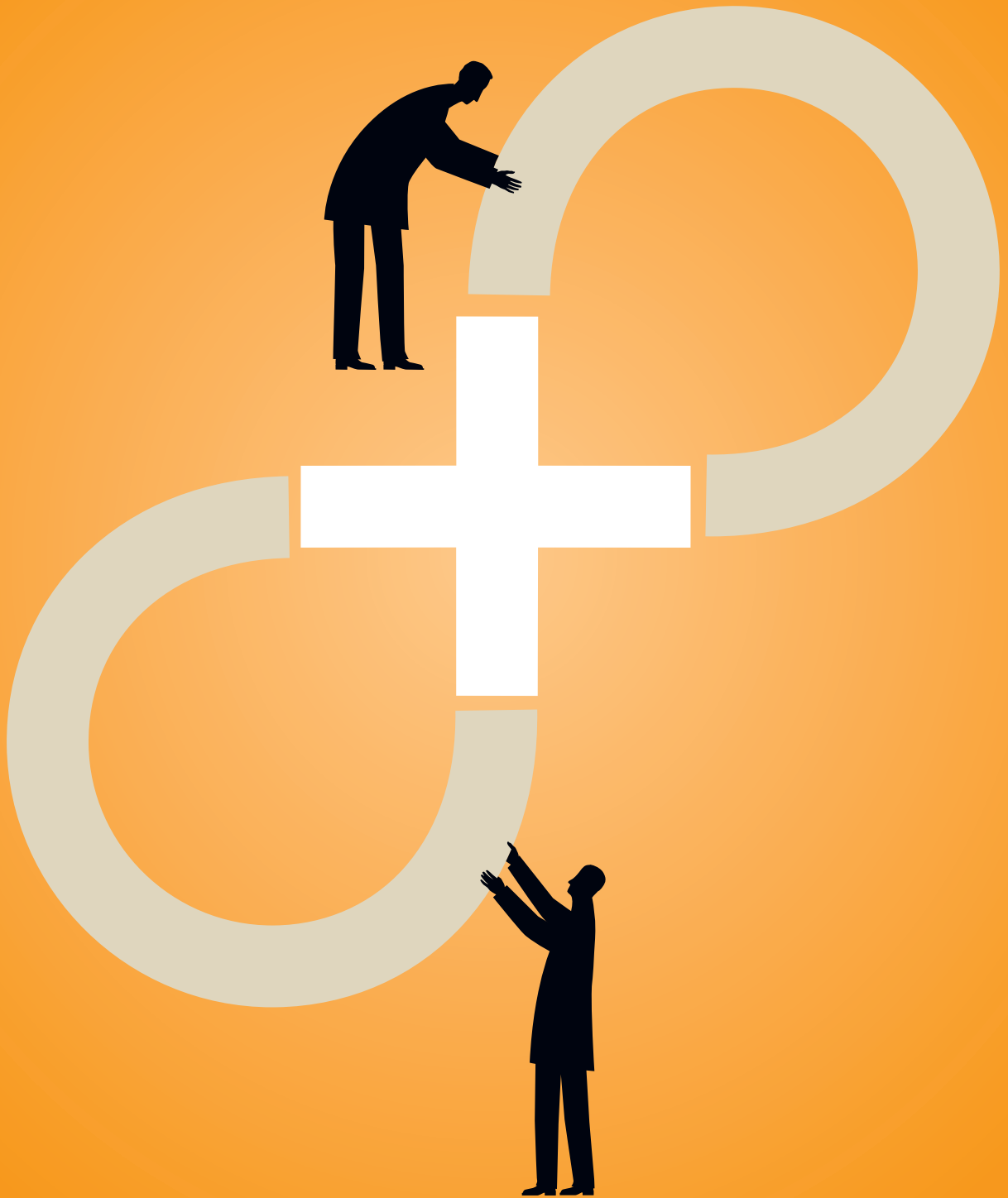




# We take responsibility for our own and others' health and safety in the workplace.

Indutrade aspires to offer all employees a safe and healthy workplace. Eliminating obvious physical risks is matter of course. Influencing people's attitudes and behaviours can be a great challenge, as can be countering stress and psychosocial illness. We have a joint responsibility to make each other aware of health and safety risks and to create workplaces where people are comfortable and can perform well.

- Every employee shall be aware of and adhere to applicable rules, policies and processes for health and safety in their area of operation.
- It is every employee's responsibility to remedy or report high-risk work conditions, accidents, work-related injuries and illnesses. In addition, every manager shall ensure that all employees and contractors receive the training and protective equipment necessary.
- We show care and take responsibility by objecting if a colleague is careless with safety or takes unnecessary risks in performing his or her work.



# The relationship between employer and employee is characterised by openness, respect and influence.

Every workplace within the Indutrade Group is unique – each with its own history. Company culture is not in the walls but in how we treat each other, every day. For us it goes without saying that the interaction between employer and employee is built upon mutual respect and that we can be open and receptive both to criticism and good ideas.

- The company shall carry on an open and honest dialogue with the employees and their representatives. All employees shall be treated with dignity and respect and be given opportunities for development and new learning. All employees shall be welcome to express their views about their workplace with their respective managers.
- We recognise the employees' fundamental right to decide to freely associate and be represented by labour unions, as well as an employee's right to refrain from joining a labour union. We further respect the right of employees and their unions to conduct collective bargaining.
- We shall pay salaries and benefits in accordance with applicable laws and collective agreements. In cases where no collective agreements exist, we adhere to applicable industry norms. We shall strive for equal pay for equal work and counter unreasonable differences in pay between men and women.
- We value and strive to develop diversity and equality among our employees.
- Discrimination in any hiring and employment practices based on race, colour, sex, disability, age, language, religion, political or other opinion, national or social origin, property, birth or any other status shall not be tolerated.
- Harassment, threats or other unsuitable conduct are not permitted.



# We strive for the respect and protection of fundamental human rights.

**Indutrade is a growing group with subsidiaries in 32 countries on four continents. Regardless of where in the world we work, people's fundamental liberties and rights shall be respected and protected. Within our own operations and in contexts in which we have an opportunity to influence, we shall strive to ensure that people's liberties and rights are respected and protected.**

- We support and respect at a minimum the internationally recognised human rights expressed in the International Bill of Human Rights and the principles concerning fundamental rights set out in the 1998 International Labour Organisation Declaration on Fundamental Principles and Rights at Work.
- We shall uphold and communicate our values and requirements at our workplaces and vis-à-vis our business partners.
- We shall ensure that we identify potential and actual negative human rights impacts related to our operations and business relations and always act responsibly and forcefully in cases where we identify a risk for such.
- We do not tolerate child labour or any form of forced or compulsory labour in our own operations or among our business partners, including vendors and suppliers. We strictly adhere to national and international minimum age laws in all places where we conduct operations and are particularly cognizant when we employ young people. No employee shall be required to relinquish his or her identification documents or pay a deposit upon the start of employment.
- We safeguard personal integrity and ensure that personal data and disclosures that the company may obtain or use in its operations are handled in accordance with applicable laws and rules.

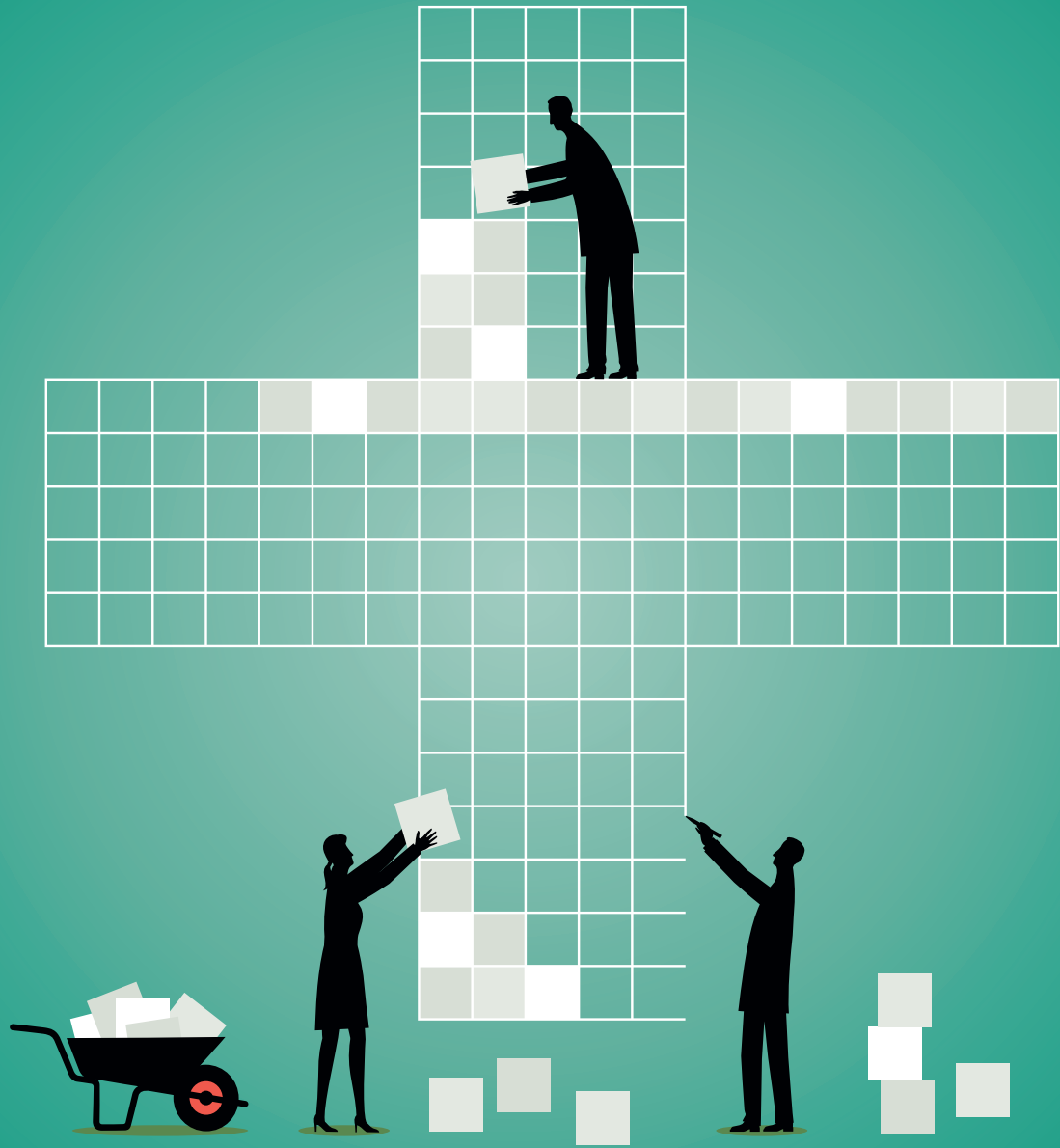




# We strive to continuously reduce our environmental impact and assist our customers in reducing theirs.

Indutrade has operations engaged in manufacturing and operations that conduct sales of products. What they all share in common is that we all have a very high level of technical expertise and are market leaders in our respective niches. From this starting point we dare to promise that we always strive to improve our operations and products from an environmental perspective applying a precautionary approach and that we can help create environmental benefits for our customers.

- We shall have good knowledge about and adhere to applicable environmental laws and relevant product standards associated with our respective operations.
- We shall continuously develop our competence and collaborate with our suppliers and customers in the aim of always being able to offer the environmentally best product or solution.
- We shall work systematically to measure, track and communicate progress on our environmental performance to improve our own operations in terms of energy and resource efficiency, emissions, waste management, transports and other relevant environmental aspects.



# We are good neighbours and take advantage of opportunities to strengthen the communities in which we work.

The companies in the Indutrade Group have strong local ties, and many of our operations are located in smaller cities or towns. Our business philosophy includes a commitment to staying in place, taking advantage of and developing existing competence, and contributing to creating stability in the operations.

- We help strengthen the communities in which we work by conducting business that is vital and long-term.
- We create conditions to grow through an active and constructive dialogue with authorities, decisionmakers, educational institutions and civil society.
- We communicate our financial, social and environmental results in a credible and transparent manner, presenting both our successes and challenges.
- We adhere to the tax rules that apply in the respective countries and municipalities that our operations are based in, and pay the taxes that result from such.
- We strive to recruit new employees locally, and we offer jobs and internships to young people.

**Adopted by the Board of Directors on November 7, 2019**

Do you have questions about the Code of Conduct?

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