

# Code of Conduct

for all employees of our group

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## 1. Area of application

This “Code of Conduct” summarizes the most important corporate principles and norms of the Aebi Schmidt Group with which employees must be familiar.

The “Code of Conduct” applies within the Aebi Schmidt Group as well as within affiliated companies in which the Aebi Schmidt Group indirectly holds more than a 50% share. In the case of a minority interest, the Aebi Schmidt Group seeks to work towards compliance of comparable requirements wherever possible.

## 2. Business Ethics

During their business activity, all employees must respect the rights and the national and cultural differences of all individuals with whom they come into contact.

The declared goal of the Aebi Schmidt Group is to not discriminate against any employee, job applicant or business partner based on their age, race, religion, skin colour, gender, disability, nationality, parentage, marital status or sexual orientation. The Aebi Schmidt Group will not tolerate any type of harassment against employees or business partners.

## 3. Principles in the business environment

### 3.1. Compliance with legal regulations

Due to the international environment in which the Aebi Schmidt Group operates, the Aebi Schmidt Group is subject to numerous national and supranational legislation. The business affairs and business processes of the Aebi Schmidt Group must be handled in ways that comply with all applicable laws, commitments entered into voluntarily and other binding provisions within the scope of which business is conducted. Employees must also comply with all applicable legal regulations.

### 3.2. Accepting gifts and invitations

Gifts, favours and invitations must not be given or accepted if:

- The normal scope or the locally customary value is exceeded

- They have an inappropriately high value and could be considered or understood as a bribe
- The applicable laws or ethical principles of the Aebi Schmidt Group are violated
- It concerns money or other financial benefits from third parties such as loans, securities or commissions

If in doubt, consult your manager or the Compliance Officer.

### 3.3. Corruption

The Aebi Schmidt Group prohibits any form of corruption such as bribery with money or valuable objects or attempts of the same. Employees must report

- Requests for acts of corruption from business partners and
- Circumstances with indications of corruption

to their manager or the Compliance Officer of the Aebi Schmidt Group. Additional agreements to contracts with third parties must be documented in writing.

### 3.4. Fair competition

A fundamental principle of the Aebi Schmidt Group’s corporate policy is that all employees act in accordance with national and international competition laws.

The provisions on unfair competition and antitrust laws prohibit agreements and acts that may restrict competition or inhibit trade. It is prohibited to enter into agreements with competitors to establish or control prices, to boycott certain suppliers or customers, to divide customers and markets or to restrict the production or sale of products.

Particular care should be taken to ensure that activities undertaken with representatives of other companies cannot be regarded or interpreted as infringing on competition law.

### 3.5. Conflicts of interest

The personal activities of an employee must not conflict with the interests of the Aebi Schmidt Group. There is a conflict of interest if a personal interest exists when making a business decision.

Financial investments in a competitor, customer or supplier must be approved by a manager. If these already exist upon entering the employment relationship, they must be disclosed. This also applies to donations and inheritance.

#### **4. Political involvement and donations**

Donations to political parties, affiliated organizations, candidates for or holders of government offices in the form of money, material assets or services of the Aebi Schmidt Group require the approval of the Board of Directors of the Aebi Schmidt Group. Employees may not be required in any way, directly or indirectly, to make political donations or to support a political party or a person's candidacy for political office.

Holding political party events or other political activities on company premises is prohibited.

Political mandates must be reported to the Compliance Officer if they might have a media impact or affect the legitimate interests of the Aebi Schmidt Group.

#### **5. Handling information and data**

##### **5.1. Confidential information**

All information that has not been made publicly available is confidential and must not be disclosed to unauthorized third parties either during or after the employment relationship. The direct or indirect use of confidential business information during or after the employment relationship for personal gain, for the benefit of third parties or to the detriment of the Aebi Schmidt Group is prohibited. Employees of the Aebi Schmidt Group are obliged to actively protect confidential data against access by third parties in accordance with the existing guidelines.

##### **5.2. Data protection**

In accordance with international and national data protection laws, the personal data of employees of the Aebi Schmidt Group are processed only to the extent necessary for the employment relationship.

The unauthorized collection, processing or sharing of personal data of employees and

business partners is prohibited. The internal "Data Protection Policy" and all other internal data protection regulations and procedures of the Aebi Schmidt Group must be observed.

##### **5.3. IT security**

The worldwide electronic exchange of information and the general use of IT systems are important prerequisites for the effectiveness of employees and overall business success. This, however, also entails some risks, such as the loss, theft or undetected modification of information.

Effective precautions against IT risks are the responsibility of each individual. The internal "IT Security Policy" and all other internal IT security regulations and procedures of the Aebi Schmidt Group must be observed.

#### **6. Protection and use of company assets**

All employees are responsible for the protection of the material and intangible assets of the Aebi Schmidt Group within their fields of activity. All persons must handle resources that are the property of the Aebi Schmidt Group responsibly.

The use of resources belonging to the Aebi Schmidt Group for private, self-serving purposes is generally forbidden and requires approval in special cases. The guidelines of the Aebi Schmidt Group must be followed, particularly when using telephones, computers (e.g. installing third-party software), the internet and email.

#### **7. Report integrity**

The financial documents, environmental and safety reports as well as other documents of the Aebi Schmidt Group must reflect the relevant facts. Illegal practices related to these financial records and other reports are not tolerated within the Aebi Schmidt Group.

The declared corporate policy of the Aebi Schmidt Group is to ensure that information and documents submitted to government and administrative authorities as well as stakeholders and the general public correspond to the best of our knowledge.

## 8. Communication

Communication with the media as well as the issuance of official statements is only performed by the individuals in the Aebi Schmidt Group that are explicitly authorized for this.

## 9. Environmental protection, safety, health and quality

Environmental protection, safety, health and quality are vital for the continued development and growth of the company value of the Aebi Schmidt Group, the health and living quality of employees and the long-term protection of natural resources.

## 10. Foreign trade, export and terrorism control

The Aebi Schmidt Group complies with all national, multinational and supranational foreign trade regulations (for example, customs regulations as well as trade and production control).

When assessing unlisted “dual-use goods” that can be used in both the civilian and military sectors, it is not the goods but their use by the end customer that is significant. In the event of uncertainty regarding the intended use of the exported goods, the Aebi Schmidt Group shall not deliver.

The Aebi Schmidt Group strongly supports all efforts of the international community to prevent the production and further distribution of chemical, biological and nuclear weapons as well as suitable delivery systems and to stop international terrorism.

## 11. Implementing the Code of Conduct

### 11.1. Responsibilities

The Compliance Officer and the external lawyer (both in Annex 1) are responsible for the implementation of the “Code of Conduct” across the group. They ensure that all issues brought to them are handled in an unbiased and objective manner. In this role, they report directly to the Chairperson of the Board of Directors at the Aebi Schmidt Group, but they are autonomous.

The Compliance Officer is available to all employees as a contact person, both to answer questions and as a consultant with regard to the “Code of Conduct”. The employees of the Compliance Officer are required to observe absolute discretion. Speaking with the Compliance Officer will not have a negative impact on the employee in question.

### 11.2. Information and monitoring duty of managers

All managers must check and ensure that their direct reports are aware of the contents of this “Code of Conduct”. Managers should implement the “Code of Conduct” themselves and lead others with exemplary behaviour. Managers must also ensure that their employees comply with these guidelines and avoid deviations in their area of responsibility.

The “Code of Conduct” must be provided to all employees. Each employee must confirm in writing in the form of a “compliance letter” that the behaviours and prohibitions set out in the “Code of Conduct” are understood and respected.

## 12. Violations

Disciplinary action will be taken in the event of violations of the “Code of Conduct” in line with the applicable laws and the employment agreement.

Employees can report violations to their managers or the Compliance Officer. The Aebi Schmidt Group ensures that there will be no negative implications for the employee reporting a violation provided that the individual has done no wrong.



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**Annex 1: Compliance Officer**

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