

Xovis Policy

Code of Conduct

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1 Introduction

The reputation of Xovis AG and its direct and indirect subsidiaries (hereinafter: Xovis) is one of the key assets of our company.

This Code of Conduct (hereinafter: Code) sets out the values and rules of conduct that we should follow in our everyday choices, behavior and decisions. A high level of awareness of Xovis' values, internal rules and regulations is vital for our day-to-day activities and our pursuit to create a safer, more sustainable and efficient company. It is a set of rules and expected behavior to promote our pursuit of good and lawful conduct.

Xovis encourages an open and reliable culture. Valuing differences of opinion as well as cultural diversity is an important part of the culture. We promote a culturally diverse workforce and take all actions without regard to race, color, national origin, age, sex, sexual orientation, disability, religion, pregnancy, familial status, veteran status or genetic information.

Compliance with this Code will give us an advantage in doing business and will contribute to the long-term continuity of Xovis. With the efforts of every employee, Xovis' reputation can be protected, and Xovis can provide trust and confidence to all our stakeholders: Our customers, shareholders, partners, suppliers, auditors and employees.

If you as an employee of Xovis have any doubts about these values and rules, or how you should adhere to them in a specific situation, it is essential that you consult your line manager or the COO and ask for guidance. Only together, we can guarantee the desired level of pro-activeness and an open and reliable attitude.

If you as a customer, shareholder, partner, supplier or other stakeholder have any doubts about Xovis adhering to this code of conduct, please report your doubts out to any member of Xovis Management Board (C-level management).

The Code of Conduct is supplemented by further policies of Xovis:

Anti-Bribery and Corruption / Whistleblower / Employee Guidelines CH , US , CN

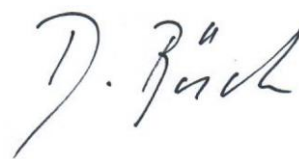
This Code sets forth the corporate values of Xovis and translates these values into general rules of conduct. The Code applies to all employees of Xovis irrespective of their position in the company. We all are responsible for upholding the principles established in this Code and all supplemental policies.

This Code takes effect on 26. August 2020 and replaces all previous versions as well as any previous documentation dealing with same matters.

On behalf of the Xovis Management,



Andreas Fähndrich CEO



Daniel Bösch COO

2 Xovis' Values

Xovis is committed to sound business conduct and therefore manages its business according to the corporate values and the rules of conduct as described in this Code.

Xovis pursues ethical behavior for which the Code defines the principles all employees of Xovis live by.

RESPECT

We appreciate others and value their work. We listen and communicate as equals. We value different opinions and find the best way together.

OPENNESS

We communicate clearly and transparently. We welcome constructive criticism. We share knowledge and information.

TRUST

We have faith in ourselves and others.

RELIABILITY

We are aware of our roles and duties and take responsibility for them. We honor our commitments.

POSITIVITY THINKING AND ACTIONS

We love challenges. They enable us to grow. We are open to new tasks and enjoy taking them on.

SINCERITY

We scrutinize ourselves and act honestly and thoughtfully. We treat ourselves and our partners fairly and decently.

3 Employee Conduct & Principles

3.1 Respect and Equal Treatment

Xovis highly values being an honest and trustworthy employer and strongly promotes fair employment practices. Above all, respect enables people to do their work well with the right tools, resources and training.

The efforts of all Xovis employees must be aimed at encouraging high performance, appreciating and respecting each other's opinions. No harsh or inhumane treatment or harassment, nor any form of discrimination, will be tolerated.

Please consult Xovis' non-discrimination, sexual harassment and violence prevention policies, all of which are set forth in the Employee Guidelines for further information.

3.2 Workplace Health & Safety

Xovis aims to create a working climate in which employees can deliver their best performance, with the right balance between work and personal life. Optimal safety at work, the protection of health, and the prevention of illness and promotion of well-being are the basics of workplace health and safety.

3.3 Conflicts of Interest

Xovis-related decisions must not be influenced by personal and private considerations. Therefore, employees must avoid any activity that could conflict with their responsibilities towards Xovis. These are, for example, employment or other business relationships with a competitor, customer or supplier of Xovis or misusing the position of the employee within Xovis to benefit him- or herself, or family, friends or other third parties.

Xovis employees shall, without delay and proactively, report any existing or potential conflict of interest to the line manager or the COO.

3.4 Employee Privacy

Xovis is committed to respect and protect employees' personal information. This means that access to such information is limited to personnel who have appropriate authorization and a clear business need for that information.

3.5 Social Media and External Communications

The use of social media can have a negative impact on the reputation of Xovis. Therefore, employees are expected to uphold Xovis' image and reputation and prevent making any statements that may be damaging to Xovis or its stakeholders.

External communications through social media or directly with the press concerning matters related to Xovis' business must always be in close coordination with the Marketing and Communication Department.

3.6 Business Assets

The business assets of Xovis, including but not limited to its equipment, buildings, office materials, ICT facilities, intellectual property and confidential information, should only be used for the purposes of work at Xovis. Sale or theft of those assets is prohibited, and employees must use them appropriately, responsibly and with reasonably expectable diligence.

3.7 Accurate Financial and Business Accounting

Xovis believes it is vital to report accurate and non-misleading financial information about Xovis and its activities. This begins with precise accounting and authorization of all business transactions in the bookkeeping process.

Xovis records provide a complete and transparent picture of the financial situation with accounting records kept in accordance with Swiss GAAP FER and being fully compliant with local statutory requirements in each of the jurisdictions in which Xovis operates. Accounting and business controlling records provide timely, reliable and relevant information based on which business decision can be based.

Decisions, with respect to all business transactions, should be properly documented.

3.8 Confidentiality

Business information is one of Xovis' key assets and must be treated as confidential. Xovis employees are - without consent of the person or entity concerned - prohibited from disclosing to unauthorised parties any confidential business, financial, personal or technical information, plans, or data that they have acquired.

4 Customers, Business Partners and Competitors

4.1 Corporate Social Responsibility

Xovis stresses out the importance of corporate social responsibility and stands for its efforts to responsibly meet the world's growing economic, environmental and social needs.

Within Xovis, socially responsible business has been translated into several themes. Our business operations should comply with the social demands of the environment and safety considerations. Environmentally friendly, sustainable solutions are offered to clients and end users, whenever possible, with durability and degradability as important criteria. Furthermore, we strictly adhere to human rights regulations and will not do business with any company that employs child labor and/or forced labor.

4.2 Sustainable Environment

Xovis focuses the economic use of resources like raw materials, energy and water. We therefore use energy saving equipment and infrastructure whenever possible.

To the extent possible and reasonable, Xovis adopts sustainable transportation methods, by working with carriers focused on sustainable environment.

Xovis employees carry out company business travel primarily by public transportation and, travel by train instead of by plane whenever possible.

4.3 Fair Dealing

Xovis strives to maintain a reputation as a trustworthy and ethical business partner. We endeavor to deal fairly with all our customers, business partners, suppliers and competitors. We must not take unfair advantage of anyone through any misrepresentation of material facts, manipulation, concealment and abuse of privileged information, fraud or any other unfair business practice.

4.4 Anti-Corruption and Bribery

Xovis follows an active procurement policy with the goal of reaching cost reductions and addressing sustainability and innovation through cooperation with suppliers. Xovis employees who may influence supplier selection and ongoing relationships with suppliers must be particularly careful to ensure that situations which may give rise to a conflict of interest do not arise.

Further and more detailed rules and guidelines can be found in the POL-12-0244 Anti-Bribery and Corruption.

4.5 Money Laundering

Xovis is committed to prevent the use of Xovis' resources for the purpose of money laundering, which is defined as an attempt by individuals or organizations to hide the proceeds of criminal activity by making those criminal proceeds legitimate. We must make or receive payments for goods and services only via approved and properly documented payment practices.

4.6 Compliance with Antitrust Laws

Xovis supports a free market and competes with other companies in its field in a professional, honest and ethical way. We do not tolerate violations of antitrust laws (e.g. arrangements on pricing with competitors and market divisions are forbidden).

4.7 Xovis' Intellectual Property

Patents, trademarks and other intellectual property are key strategic tools for achieving Xovis' business objectives and must not be shared with any outside party except as provided in this Code. e.

No employee may enter into any agreement to license, sell, or transfer any Xovis intellectual property without the prior written approval of the Xovis Management Board.

4.8 Customer and Business Partner Privacy

Xovis ensures the protection of privacy of customers' and business partners' personal data and communications. Xovis employees may not use, modify, share or distribute customer or business partner information without a proper business reason and proper authorization. Xovis aims to establish suitable privacy protection procedures for customer information in contracts with its external partners as well.

4.9 Export Controls

Xovis is dedicated to deliver high-quality service to customers worldwide, and in order to do so, we may be required to export equipment, technology, services or software to another country, including exports by electronic transfers. In doing so, we must comply with all relevant export control statutes and regulations.

4.10 Products

Quality, security and data privacy compliance of our products are critically important. We will not wilfully deliver a product which is unsafe or defective. We will comply with our internal quality assurance processes and procedures.

5 Our Commitment to Compliance

5.1 Xovis' Commitment

If you have a question as to whether any conduct is permissible or you would like advice on applying the corporate values or rules of conduct, you should consult with your line manager. If your concerns cannot be addressed by your line manager, do not hesitate to contact the COO at headquarters.

Failure to comply with these rules of conduct may lead Xovis to take appropriate disciplinary action, up to and including termination of employment.

Xovis employees are expected to report any conduct that violates this Code, or other Xovis policies in the manner set forth in or the POL-12-0245 Whistleblower.

5.2 Your Personal Commitment

Xovis' Management will ensure that this Code is properly introduced and communicated. The COO is responsible for revising and updating the Code when necessary.

All managers are responsible for making their employees aware of the Code and Xovis Policies, as amended. It is the responsibility of every Xovis employee to ensure that they apply and comply with these rules of conduct.

6 Entry into Force and Amendments

This Code was approved by the Board of Directors of Xovis on 18. June 2020 and enters into force on 26. August 2020. It replaces all previous policies and documentation dealing with the same matters.

Any matters that require interpretation of this Code will be handled under its current version, regardless of when the conduct in question took place.

Xovis reserves the right to amend this Code at any time and to inform employees of such changes in a suitable manner.