






# Code of Conduct

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# Purpose and scope



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## **The Code of Conduct forms the basis for our work**

This code of conduct (referred to below as the 'Code') defines how we promote fair and safe working conditions, safeguard human rights, maintain a responsible approach to environmental matters and apply high ethical standards within the Nobia Group.

The Code serves as a framework for our ethical decision making and how to act on a day-to-day basis. It describes the behaviour required from all Nobia employees and lays down a minimum level of acceptable conduct. The Code shall be used as a guide to ensure that everyone acts and is treated in the same way. Nobia will not accept any actions that conflict with this Code.

## **The Code applies to everyone**

This Code covers management and employees within the entire Nobia group, including all local units within the Group (referred to collectively as 'Nobia'). The Code also applies to Nobia's business partners (i.e. suppliers, franchi-

sees, resellers, consultants and others, referred to collectively as 'partners'). Employees and partners are expected to maintain high ethical standards, in both business and personal matters, and must comply with this Code when they carry out their duties in the course of their work for/with Nobia. On business trips, employees are always expected to follow the Code. The Code is based on the United Nations Universal Declaration of Human Rights, the ILO



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This Code of Conduct has been produced to promote fair and safe working conditions, safeguard human rights, maintain a responsible approach to environmental matters and apply high ethical standards within the Nobia Group.

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Declaration on Fundamental Principles and Rights at Work, the OECD Guidelines for Multinational Enterprises, the ten principles of the UN Global Compact, to which we are signatories and competition law and anti-corruption regulations. Nobia will always comply with local and international law and apply regulations and contracts entered into. Nobia requires all its partners to comply with all aspects of the local law in the country where they operate. In some cases, the partners will be required to apply a higher standard than is called for in national law in order to meet the requirements laid down in this Code. If national law is stricter than this Code, Nobia employees and partners must comply with the national law.

### **Compliance with the Code**

This Code has been approved by the Board of Directors of Nobia. The CEO of Nobia bears the ultimate responsibility for compliance with the Code. Local unit managers are responsible for implementing the Code by ensuring that all Nobia's employees and partners

know and understand its content.

Procedures for implementing, monitoring and following up are of the utmost importance for the Code to be effective. Group management must monitor the situation and report back to the Board at least once a year. The Board will then evaluate the situation and, where necessary, decide on and implement any corrective measures.

The Code is a framework to ethical business and does not provide exact answers on how to act in every conceivable situation. Where it is unclear how a specific situation can be handled, Nobia urges its employees to talk to their immediate manager or to the HR department to obtain answers to any questions they may have.

# Employees' rights



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The rights described below apply to all Nobia employees. Nobia expects all its partners to ensure that these requirements are met and at least to comply with the national laws in the country where they operate. In some cases, the partners will be required to apply a higher standard than is called for in national law in order to meet the requirements laid down in this Code.

## **Equality and diversity**

Nobia is committed to providing equal opportunities in employment. No employee, customer or partner shall be discriminated because of age, ethnic, social or national origin, skin colour, gender, sexual orientation, status, religion, political opinions or disability, or for any other reason. Dismissal or discrimination on the grounds of pregnancy or parenthood will not be accepted. As employees or partners of Nobia, we behave with respect for each other. Physical, psychological, sexual or verbal harassment of any employee or partner will not be tolerated under any circumstances.

## **Working conditions**

Working conditions shall conform to national laws, regulations and collective agreements relating to human rights and labour conditions such as working hours, overtime working hours and leave and that such rules shall apply without discrimination to all categories of workers (i.e. permanent, contract, lease, etc.). Nobia never accepts labour conditions that are not in line with the ILO Declaration on Fundamental Principles and Rights at Work. All employees must be given a written contract of employment; they must be informed of the terms of their engagement and understand their conditions of employment.

Nobia respects the rights of its employees to form or join voluntary employee organisations or trade unions



Nobia respects the individual and strives for diversity and equal treatment.

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and to enter into collective negotiations. Trade union representatives within Nobia must be allowed reasonable scope to discharge their duties.

Nobia strives to be an attractive place to work with a healthy corporate culture. Nobia values a balance between work and leisure and encourages its employees to achieve such a balance. By offering a corporate culture which attracts competent employees and partners, the company can develop and retain important skills.

### **Safety in the workplace**

The health and safety of our employees is our top priority, and Nobia pursues a 'zero vision' with regard to accidents in the workplace and work-related injuries. Nobia therefore provides a safe and healthy working environment in order to reduce risks that could lead to accidents or harm employees' health or well-being.

All employees have a personal responsibility to be involved in and committed to creating safe workplaces, act safely and react to shortcomings and risky behaviours.

All production units within Nobia must work systematically with health and safety and take preventive measures to minimise the risk of accidents, injuries and long-term absence through sickness. We seek to eliminate risks, incidents and near misses by promoting a culture of proactive health and safety management to raise awareness, ownership and actions regarding all health and safety related risks and opportunities. Necessary safety conditions must be provided, including appropriate information. Managers, group leaders and health and safety officers must have the qualifications required to discharge their specific responsibilities for the working environment. Manufacturing and logistics units must ensure that their safety systems, including fire alarms, appropriate fire-fighting equipment and first aid equipment are of a high standard. There must be regular testing and training for all relevant staff

As a minimum requirement, all Nobia units must follow strictly all national health and safety laws and the health and safety provisions laid down in any agreements entered.

# Business principles



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Nobia respects legislation on fair trade and competition, anti-corruption laws and applicable rules of business ethics in the countries in which the company operates and requires its partners to do the same. Unfair competition, giving and taking bribes and other forms of corruption distort competition and hamper economic, social and democratic development. Nobia strives to prevent such actions in the countries in which it operates.

## **Fair competition**

Nobia supports fair and free competition in all parts of its business. The company competes in an ethical and fair manner and does not engage in any improper or otherwise unethical activities that might limit competition. All forms of price-fixing or market segmentation, and the exchange of company-confidential information with persons outside the Nobia Group, or other anti-competitive measures, are forbidden.

If a competition authority should carry out an unannounced inspection (a 'dawn raid'), employees must cooperate with

the authority's representatives and must not obstruct the inspection in any way. A breach of competition law could have serious economic and legal consequences both for the company and for the individuals involved. It is therefore important for all employees to look out for possible breaches. If a situation arises where it is hard to decide whether it is permitted or not, the employee must contact his/her immediate manager as early as possible.



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### **Anti-corruption, fraud and bribery**

Nobia's employees and partners must not be involved in any kind of fraud, which is defined as a deliberately misleading action intended to obtain an advantage.

Nobia has a zero-tolerance policy towards bribery, and no employee shall offer or accept a gift that could be regarded as an improper benefit. An improper benefit is something that could influence the recipient's behaviour by encouraging disloyal or illegal action towards their employer for personal gain. All gifts, rewards and benefits, including hidden commission or 'kick-backs', are regarded as bribes where they could influence the recipient's behaviour.

Employees must not accept, offer or present any gifts, benefits, payments or entertainment that could affect the objectivity and professional judgement of the employee, the customer or the partner.

Only gifts, rewards, events etc. of modest value, which do not influence the recipient's behaviour, are permit-

ted, provided that they are presented, promised or offered openly. Gifts to employees of public authorities in connection with public procurement procedures are never permitted.

Purchases and sales must be managed professionally and with integrity. Conditions for discounts, commission and bonuses must be reasonable and shall be stated in writing.

Nobia follows the code from the Swedish Anti-Corruption Institute (IMM) with regard to gifts, rewards and other benefits in business; this is attached to the present Code and can also be found via this link: <http://www.institutetmotmutor.se/en/publications/business-code/>.

### **Impartiality and conflicts of interest**

Nobia's business relationships must be impartial, and all business decisions must be taken in the company's best interests, without consideration for personal relationships or advantage.

Conflicts of interest between employees and the company must be avoided.

Employees may not engage in acti-



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vities outside the Nobia Group which conflict with Nobia's interests. If a conflict of interest does arise, the employee must inform his/her manager immediately. We urge all employees to seek a written approval from HR / immediate manager in beforehand.

Nobia adopts a neutral position towards political parties and candidates. Neither the Nobia name nor the company's resources may be used to promote the interests of political parties or candidates.

Employees and partners may not forward confidential information on Nobia to any person outside the company. Confidential information includes company secrets, details of customers, legal documents, various working documents and sensitive information on the company's results and business plans.

### **Customers and suppliers**

Nobia aims to provide products and services which meet our customers' expectations in all aspects of what we deliver. Nobia bases its relationships with customers and suppliers on sound

business and market principles. In its relationships with customers, Nobia will:

- give customers the best possible service by listening to their needs and treating them with respect, and by meeting the expectations raised wherever possible;
- apply high ethical standards in all relationships and treat sensitive information with great integrity and respect;
- apply fair and clear agreements.

# Human rights



Nobia bases its human rights commitments on The International Bill of Human Rights as well as the United Nations Convention on the Rights of the Child and the UK Modern Slavery Act. Furthermore, Nobia is committed to use the UN Guiding Principles on Business and Human Rights to guide the integration of the respect for human rights into policies and procedures. Nobia recognises that children are an especially vulnerable group and that we all share the responsibility to respect



All those who work for Nobia, directly or indirectly, are entitled to have their fundamental human rights safeguarded in accordance with the United Nations Universal Declaration of Human Rights.

and promote children's rights. Nobia prioritizes the management of the human rights impacts of our business activities based on the operational context, our leverage and business relationships. As a result, we concentrate on our own operations and our suppliers, although we aim to prevent and mitigate adverse human rights impacts in the whole value chain.

Nobia does not permit any actions that restrict employees' freedom of movement. Forced labour, slave labour or any other form of involuntary labour will not be accepted in Nobia's installations or in operations run by the company's partners.

Nobia will not tolerate child labour in its own operations or in operations run by the company's partners. Nobia follows local legislation on the minimum age for employment. Where there are no such laws, the minimum age for employment is 15.

# Environment & climate



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Nobia works actively to safeguard the environment and strives to reduce the environmental and climate impact of the company's activities, products and processes. Nobia strives to reduce its environmental impact by integrating environmental consideration in its value chain.

Nobia must comply with all applicable laws, regulations and contractual requirements as a minimum, and shall strive to improve the environmental credentials of products and processes beyond what standards and laws require. Nobia and its partners also strive to reduce its impact on the climate by following, as a minimum requirement, the laws, provisions and agreements concerned with reducing all types of emissions, including greenhouse gases and other emissions into the air, soil or

water. Nobia and its partners shall also apply the precautionary principle and assure a systematic environmental and climate management. This may include, but is not limited to, reducing the use of hazardous chemicals, husbanding resources, introducing more efficient heating systems and optimising transport. Nobia and its partners work to create a corporate culture which focuses on the environment and advocates an efficient use of resources.



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Nobia works actively to safeguard the environment and strives to reduce the environmental impact of the company's activities, products and processes.

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<sup>1</sup>Nobia works systematically according to the ISO 14001 environmental management system and similar standards. Nobia complies with the EU Timber Regulation in purchases of wood and wood-based products.

# Compliance, implementation and follow-up



Nobia requires all employees and partners to comply with this Code.

All managers are responsible for disseminating the contents of the Code and enforcing it within their organisations. Employees with external contacts must inform their business contacts of this Code. Nobia regularly monitors its suppliers' risks and performance via Nobia's Supplier Sustainability Program. A separate supplier code of conduct for suppliers with requirements is the baseline for any supplier contract.

Any breach or failure to comply with the Code may lead to disciplinary action, including dismissal or, in the case of business partners, termination of the contractual relationship. These measures do not rule out the possibility of the company initiating legal proceedings.

Situations may arise for which there are no specific guidelines. In such situations, all those involved shall act in the spirit of this Code. Nobia also encourages all employees to discuss such

situations with their immediate manager, the HR department or another contact person within Nobia.

## Reporting of breaches

All employees and partners are urged to report any breaches of the law or actions that conflict with the Code. Nobia employees or partners who observe any unethical or illegal behaviour are urged to report this to their immediate manager or contact person within Nobia. If this person is involved in the situation which the employee or partner finds problematical, a manager or contact person higher up in the organisation must be referred to.



Nobia's suppliers will undergo constant evaluation with regard to their ability to comply with the requirements in the Code.



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If none of the above reporting paths is available or appropriate, the matter should be reported via Nobia's special communication channel for breaches, 'SpeakUp', to be handled by a neutral external partner. This may be done online or by telephone and allows incidents to be reported anonymously. All such communication must be kept confidential. Nobody will suffer negative consequences or discrimination from reporting incidents in good faith and in line with the purpose of this Code.

A business ethics committee made up of Nobia's CEO, CFO and HR Director will address the reported issues within a reasonable time. The person who reported the problem will be informed of the results of the enquiry, unless they have opted to remain anonymous. The business ethics committee is required to carry out an annual review of the Code and of any matters that have been reported.

# References

For further guidance on how the rules in the Code should be understood, there are more examples of what is or is not permitted in the following documents:

- IMM Code on Gifts, Rewards and other Benefits in Business
- Nobia Group Remuneration Policy
- Nobia Group IT Security Policy
- Operational Routines for Purchasing (NSAR)
- Trading in Nobia shares (Insider Policy)
- Nobia Group Communication Policy
- Nobia Supplier Code of Conduct

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