



Your Swiss Bank

Business Partners Principles of Conduct – Cembra Money Bank AG

Cembra Money Bank AG (“Cembra”) is a leading Swiss provider of financing solutions and services. As a licensed Swiss bank, Cembra operates in a highly regulated industry. Compliance with all legal and regulatory provisions is the basis and prerequisite for the authorisation to operate as a bank (banking license). We comply with all applicable laws, regulations and internal rules as well as market standards and codes of conduct and act in accordance with them.

We understand that every employee in any organisation is responsible for compliance at all time and that a functioning compliance culture asks not only whether something is legally permissible, but also whether it is the right thing to do. We at Cembra encourage all our employees to support our sustainable corporate approach which is stipulated in our Code of Conduct.

We endeavour to work with business partners (the ‘Business Partners’) who adhere to and share the fundamentals of this philosophy. For this purpose our Business Partners, being companies and individuals who supply goods, materials or services to Cembra are required to observe the principles of conduct (the “Principles”) listed below.

Compliance with laws and regulations

These Principles contain our minimum standards with regard to integrity, social responsibility and environment. In order to adhere to our standards, it is necessary to go beyond mere compliance with local laws and regulations. In particular, we expect our Business Partners to have effective policies and controls in place to ensure and evidence adherence to the requirements in their own companies as well as with all upstream subcontractors, suppliers, agents, auxiliary staff and alike in all geographies involved (together ‘Subcontractors’). Our Business Partners must therefore ensure that their own employees and their Subcontractors are aware of the requirements and are required to adhere to maintaining appropriate records to demonstrate compliance with the applicable laws and regulations and these Principles.

Our Business Partners are expected to report violations of the Principles to us in a timely and transparent manner and to keep us informed of the progress of appropriate corrective and development actions. Serious, unaddressed and/or intentional violations of the Principles may result in the termination of the business relationship with Cembra.

Integrity

Our Business Partners are expected to maintain a fair, honest and respectful relationship with their employees, customers, Subcontractors and competitors based on the principle of good faith. They shall maintain an open and constructive dialogue with governmental and regulatory authorities and inform proactively.

Discretion

Our Business Partners must respect Cembra's intellectual property and other confidential, proprietary or otherwise protected or privileged information.

The discretion of our Business Partners is indispensable for the protection of our customers and employees as well as the interests of Cembra. All cases of (suspected) breaches of confidentiality, including the temporary loss or un-traceability of confidential data in connection with Cembra, our customers and employees must be reported immediately.

Usage of the Cembra brands

Our Business Partners are not entitled to use any Cembra owned brand (including names and logo, also of our affiliate companies) for marketing, advertising or other purposes, unless such use has been approved in advance in writing by Cembra.

Anti-corruption, anti-money-laundering, sanctions

Our Business Partners (including their employees and their Subcontractors) do not at any time offer unlawful or personal advantages to Cembra employees, their relatives or to external persons working for Cembra. Granting of benefits to third parties (including relief organisations, etc.) which are made dependent on the start or continuation of a business relationship with Cembra is prohibited.

Similarly, our Business Partners and their employees may not accept such personal or unlawful advantages in return for preferential or otherwise inappropriate treatment by a private or public body, neither directly nor indirectly.

We expect transparency with regard to company ownership and control relationships as a basis for compliance with our regulatory obligations (e.g. anti-money-laundering, sanctions).

Conflicts of Interest

As a basic principle conflicts of interests should be avoided, otherwise our Business Partners are obliged to disclose all potential conflicts of interest which may exist in the cooperation with Cembra.

Our Business Partners must base their decisions on objective aspects such as price, cost and quality and prepare their services offerings and invoices without collusion, consultation or agreement with any other competing business partner. Any assumptions and dependencies must be declared transparently in writing.

Social standards, children- and forced labour, clandestine employment

Our Business Partners and their Subcontractors are committed to comply with all applicable laws, regulations, industry standards, agreements and guidelines relating to social standards (including labour law and occupational health and safety regulations and applicable International Labour Organization (ILO) conventions). They must comply at least with:

- Prohibition of child labour according to Article 32 of the UN Convention on the Rights of the Child.
- No forced labour. This includes any type of work or service demanded from an individual under the threat of any sort of punishment and which the individual has not undertaken voluntarily.
- Human treatment of employees. This includes providing a workplace free of hard or inhuman treatment.

- Health and safety. This includes providing a safe working environment that ensures physical and mental integrity for the employees at all times.
- Effective protection against harassment and/or intentional discrimination. This includes no discrimination due to race, national origin, colour, ethnicity, language, religion, political affiliation, gender, gender identity, sexual orientation, marital status, age, disability, pregnancy and related grievances, army or veteran status, trade union membership, or any other aspect regulated by law.
- Wages and employment benefits. This includes paying salaries and wages that are at least at the level of normal local wages for comparable work in the industry and comply with all applicable labour laws.
- The freedom of association of all workers.
- Clandestine employment. This includes any work on an employee or self-employed basis that is wholly or partly in breach of regulatory requirements.
- Whistleblower protection. This includes banning of retaliatory action against employees who take lawful actions when they suspect wrongdoing on the part of their employer

Environment

We expect that environmental requirements for products and services of all kinds are met throughout their complete life cycle (development, delivery/production, operation and disposal). Our Business Partners and their Subcontractors are encouraged to continuously contribute to the improvement of their environmental footprint.

The sustainable usage of ecological resources and the participation of our Business Partners in CO2 compensation programs for transport and travel activities related to Cembra is appreciated.

Usage of Cembra's property and resources

Business Partners may use our properties, facilities, assets, supplies, equipment etc. responsibly, with due care and only to the extent required and in adherence with the service descriptions. Employees and Subcontractors of Business Partner performing work on-site must comply with all laws and regulations, directives and procedures relevant to the site in relation to banking secrecy, data protection, labour and any other applicable law, occupational safety and health, fire protection and safety.