



# CODE OF CONDUCT

INTEGRITY AND ETHICAL CONDUCT

**BUILDING TRUST**



# TABLE OF CONTENTS

<b>BUSINESS ETHICS RULES</b>	<b>6</b>
1. Comply with the law	6
2. No bribery, no corruption	6
3. Gifts, entertainment and donations	7
4. Fair competition	8
5. Avoid conflict of interest	9
6. No insider trading	9
7. Maintain confidentiality, security and data protection	10
8. Protect Sika's assets	11
9. Human rights and labor standards: Fair working conditions, no harassment, no discrimination	11
10. Protect health, safety and the environment	12
11. Business partners	13
12. Import and export	13
13. Money laundering	13
<b>IMPLEMENTATION RULES</b>	<b>14</b>
14. Ensure compliance with this Code	14
15. Keep full transparency and speak up	14
16. Set an example	15
17. Do not bypass these rules	16
18. Ask if in doubt	16
19. Rule of thumb: Newspaper rule	16
20. Apply the four eyes principle	16
21. Questions / comments	17

# CODE OF CONDUCT

Dear friends

Sika stands for **Building Trust**. Ethical behavior and integrity build the foundation for trust.

Our colleagues, customers, suppliers and shareholders all rely on our integrity. Your ethical conduct represents the cornerstone of Sika's excellent reputation and the company's long-term success.

The Code of Conduct aims to promote integrity and ethical conduct across Sika's global operation. It spells out Sika's **Values and Principles**, the foundation of our unique culture. Sika does not accept violations of the law nor of this Code, as we take a zero tolerance position toward unethical behavior.

With this revised Code of Conduct, we also underscore our strong commitment to sustainable development, human rights and environmental protection.

To work in compliance with the Code of Conduct is your individual responsibility, regardless of your role, hierarchical level or place of work. Whatever you do for Sika, always follow the word and spirit of this Code. Lead by example and inspire others to do so!

Thank you for your engagement and your important contribution to Sika's success.



Thomas Hasler  
CEO, Sika Group



Dr. Paul Hälgl  
Chair of the Board of Directors

Baar, April 2022

# INTEGRITY AND ETHICAL CONDUCT

WE ACT IN COMPLIANCE WITH THE LAW

WE DO NOT COMPROMISE ON INTEGRITY

WE APPLY HIGH ETHICAL STANDARDS TO OUR WORK

WE ENSURE COMPLIANCE WITH THESE PRINCIPLES



**COMPLIANCE WITH THIS CODE IS THE PERSONAL RESPONSIBILITY OF ALL PEOPLE WORKING FOR SIKA**



## BUSINESS ETHICS RULES

### 1. COMPLY WITH THE LAW

- Strictly follow all laws and regulations which are applicable to our business.
- Strictly follow this Code of Conduct and other internal regulations, even if stricter than applicable laws.

*Full compliance with applicable laws and regulations is the framework for all our activities. In addition, this Code of Conduct defines rules which may be stricter than applicable laws. Also, further internal regulations exist which must be followed.*

### 2. NO BRIBERY, NO CORRUPTION

- Do not offer any favor (cash, trip, gift, etc.) with the intent to influence someone's decision making (e.g., to retain or gain business) or to obtain an improper advantage (e.g., a permit Sika is not entitled to).
- Do not accept any favor (cash, trip, gift, etc.) that influences your decision-making or leads you to grant an improper advantage (e.g., a discount the business partner is not entitled to).

*Sika is committed to the fight against any kind of corruption. Sika prohibits its employees, agents and other third parties acting on its behalf to engage in any form of bribery. Bribery and corruption can take many forms. It may be cash, but also any other favor (trips, gifts of any kind). It is always intended to influence the receiving person's decision to obtain an improper advantage from the person or entity offering the favor. It does not matter whether you offer or receive such a favor. It does not matter who the counter party is (government, company or private person). Except for ordinary gifts and entertainment, which do not aim at obtaining an improper advantage (see below, 3.), it does not matter how big or small the favor or the advantage is. It still is bribery or corruption which is strictly forbidden.*

### 3. GIFTS, ENTERTAINMENT AND DONATIONS

- Only offer or accept gifts and entertainment that are lawful, reasonable, of moderate value and in accordance with your local Sika company's Gift and Entertainment Policy.
- Sponsoring and charitable contributions are permitted if in compliance with your local Sika company's Gift and Entertainment Policy.
- Using Sika funds to support politicians, political candidates or political parties is prohibited. Donations to political campaigns supporting Sika's strategy or business activities need to be approved by Group Management.

*In all countries and markets, reasonable gifts and entertainment (meals, sporting or cultural events, etc.) are a common business practice. They become bribes if they are intended to influence the receiving person's decision. Invitations to trips or multi-day events as well as gifts and entertainment for public officials represent particular risks. All companies must adopt a local Gift and Entertainment Policy, which defines the required approval levels and is in line with the corporate template policy.*



#### 4. FAIR COMPETITION

- Act performance oriented and fair in the market both vis-à-vis customers and suppliers.
- Do not discuss, agree or cooperate in any form with competitors on strategies, prices, markets, customers, products, production or other market-sensitive aspects.
- Do not make arrangements on resale prices with Sika's customers.
- Pre-check any sensitive obligation (e.g., exclusivity, noncompete, joint ventures) with Corporate Legal or a local legal adviser.
- Do not abuse a market-dominant position

*We expect full compliance with applicable cartel and antitrust laws. This especially regards any kind of discussion or agreement with competitors on price- or other market- sensitive aspects. Special attention must be given to informal gatherings, conferences, trade shows and meetings of trade associations or in discussions involving possible acquisition opportunities. To the extent contacts with competitors are legally permitted, they must be managed under supervision of the General Manager and properly documented.*



#### 5. AVOID CONFLICT OF INTEREST

- Avoid any situation that may create a conflict of interest between your personal or family interests and Sika's interests. Fully disclose such conflicts to your superior.
- Avoid any activities competing with Sika.
- Do not use a business opportunity for Sika for your own personal benefit.

*Decisions on behalf of Sika must not be influenced by personal or family interests. Any activity competing with Sika is not allowed.*

#### 6. NO INSIDER TRADING

- Do not use confidential, price-sensitive information to trade in Sika shares, options or bonds.
- Do not share such information with third parties.
- Do not use confidential, price-sensitive data to trade in shares, options or bonds of Sika's business partners or share such information with third parties.

*Trading based on insider information makes use of privileged information to achieve an improper profit. This is illegal in Switzerland and many other countries. Insider trading concerns primarily trading in Sika shares. But it is also not permitted to use insider knowledge to trade in shares of Sika's business partners. Sika's **Insider Trading and Management Transaction Policy** provides further guidance, especially regarding no-trade periods.*

## 7. MAINTAIN CONFIDENTIALITY, SECURITY AND DATA PROTECTION

- Protect confidential business, technical and financial information about Sika.
- Within Sika, share confidential information only on a need-to-know basis.
- Do not share confidential information with any third party unless required for business purposes and only after having signed a confidentiality agreement.
- Ensure accuracy and an adequate level of security of confidential information based on **Sika Group IT security policies and directives**.
- Protect confidential information and personal data of third parties and our employees.
- Ensure that personal data collected by Sika is processed fairly and transparently.
- Comply with locally applicable data protection laws and adhere to the principles of Sika's internal Data Protection policies.

*Safeguarding Sika's know-how is of utmost importance. While Sika does not intend to hinder the flow of information required for the business, it is crucial to protect Sika's know-how from improper use. We equally protect confidential information of third parties. Sika is committed to respecting the data privacy and integrity of all employees and third parties.*



## 8. PROTECT SIKA'S ASSETS

- Use Sika's assets (equipment, computers, cars, etc.) with care and only for business purposes unless approved otherwise by your superior.
- Protect them from any misuse (fraud, theft, loss).

## 9. HUMAN RIGHTS AND LABOR STANDARDS: FAIR WORKING CONDITIONS, NO HARASSMENT, NO DISCRIMINATION

- Fully comply with labor and employment laws and Sika's internal policies that reflect international labor standards.
- Treat your subordinates and work colleagues fairly and with respect.
- Engage in promoting diversity and an inclusive culture based on trust to facilitate innovation, openness and equal opportunities.
- Do not treat others unfairly based on their race, nationality, sexual orientation, gender, age, religion, etc., nor verbally or physically harass, abuse, offend, threaten, or intimidate them.
- Do not tolerate any kind of abusive behavior nor discrimination of employees, and report observed violations to your manager or HR.

*Sika promotes a diverse and inclusive work environment where all employees treat each other fairly and with respect. Sika is committed to equal opportunities and strictly prohibits sexual and any other harassment in the workplace.*

*Sika seeks to ensure that the conduct of all employees is consistent with internationally agreed-upon standards of human rights as well as core labor and social standards\* and supports the ten principles of the United Nations Global Compact.*

*Sika is committed to the abolition of all forms of child and forced labor (including modern slavery and human trafficking) – also in its own supply chain network, and to the recognition of the freedom of association, collective bargaining and social partnership, fair compensation and fair working hours.*

*\* These standards include the Universal Declaration of Human Rights, the OECD Guidelines for Multinational Enterprises and the International Labor Organization (ILO) Tripartite Declaration of Principles Concerning Multi-national Enterprises and Social Policy.*

## 10. PROTECT HEALTH, SAFETY AND THE ENVIRONMENT

- Comply with environmental, health and safety laws and relevant internal guidelines.
- Promote a safety culture and never compromise on safety and protecting others.
- Promote the sustainable use of resources and engage in sustainable business practices, by minimizing Sika's environmental impact (air, waste, water, energy consumption, and biodiversity), contributing to a circular economy, and prioritizing environmentally friendly technologies.
- Never allow economic considerations to take priority over safety, health and environmental protection.

*The safety and well-being of employees is a priority for Sika. Sika drives sustainable and socially responsible business. Sika has a particular responsibility to fully comply with health, safety and environmental laws and internal requirements, in the interest of our employees, customers and society as a whole, and for the future of our planet.*



## 11. BUSINESS PARTNERS

- Ensure compliance of suppliers, service providers, agents and distributors with these rules.
- Comply with customers' rules especially in case of gifts and entertainment, even if they are stricter than this Code of Conduct and your local Gift and Entertainment Policy.

*Sika expects its business partners and suppliers to act with integrity and follow the same rules of business ethics. To achieve this goal, Sika's suppliers are required to adhere to Sika's **Supplier Code of Conduct**. Sika supports its suppliers with trainings and monitors their compliance via questionnaires and audits.*

## 12. IMPORT AND EXPORT

- Comply with applicable sanctions as well as non-proliferation, import-export control and hazardous materials regulations.
- Ensure accurate customs declarations and obtain all required customs permits.

*Sika is committed to follow all applicable trade and customs regulations. Various national and international trade laws restrict or prohibit the import and export of products or services. These restrictions are based not only on the nature of the product, but also on the country of origin or destination and, sometimes, even on the identity of the customer and suppliers (sanctions).*

## 13. MONEY LAUNDERING

- Be vigilant and immediately report to your superior or Controlling any questionable financial transactions.

*Sika is committed to support the fight against money laundering. Money laundering means the introduction of assets (not only cash) originating from criminal activities into the regular financial and economic cycle. Money laundering is a crime.*

## IMPLEMENTATION RULES

### 14. ENSURE COMPLIANCE WITH THIS CODE

- This Code of Conduct applies to all Sika employees. All employees joining Sika are requested to commit to these rules and are informed about their importance.
- All personnel in all companies will be regularly reminded, at least once a year, about these rules.
- General Managers of all Sika companies each year will confirm compliance of his/her company with these rules.
- Corporate Functions will conduct regular trainings and audits

*While Corporate will provide the necessary instruments and methods, compliance with this Code of Conduct is a continuous responsibility of line management. Proper selection, training and supervision of personnel is also crucial in this respect.*

### 15. KEEP FULL TRANSPARENCY AND SPEAK UP

- Properly declare and account any transaction.
- Inform your superior about potential conflicts with these rules.
- Report violations of these rules to your superior, to HR or a member of local management, or – if not effective or feasible, escalate to the next level of management. You may also escalate to Corporate Compliance via e-mail ([compliance@ch.sika.com](mailto:compliance@ch.sika.com)) or via the Sika Trust Line (<https://sikatrustline.com>).
- Persons reporting in good faith will be protected against retaliation. Violators of these rules will face disciplinary measures.

*At Sika, we embrace a climate of openness and full transparency. Transparency about potential conflicts and detected violations helps enforce this Code of Conduct. Transparency is also important with regard to accurately documenting and accounting for all transactions. We encourage all employees to speak up and duly and timely inform their superior, local HR or any other member of the local management team about critical incidents, according to the principles set forth in the **Sika Trust Policy**.*

*Alleged violations will be investigated carefully and, if confirmed, will have disciplinary consequences for the persons involved (including dismissal where applicable) while reporting persons will be protected from retaliation when reporting in good faith and for grounded reasons.*

### 16. SET AN EXAMPLE

- As a superior, lead by example and strictly adhere to the Code of Conduct.
- Apply a zero tolerance policy in your area of responsibility.
- Insist on transparency in order to address potential risks early.

*Setting the tone from the top is a crucial element to bringing this Code of Conduct alive. It is essential to set an example and also to apply a zero tolerance policy. It also means having a working environment where possible conflicts are addressed openly and constructively.*



## 17. DO NOT BYPASS THESE RULES

- Do not use third parties to bypass these rules.

*Critical conduct or business practice shall not be delegated to third parties (e.g., agents, distributors, consultants) in order to bypass these rules.*

## 18. ASK IF IN DOUBT

- Always ask if you are in doubt.

*In many cases, violations of the laws or internal guidelines can be avoided by timely advice. If you are in doubt about what decision or action to take, ask others first and seek advice or assistance from your manager or the relevant department/function (e.g., HR, Legal, Compliance or Finance).*

## 19. RULE OF THUMB: NEWSPAPER RULE

- Where there is no specific rule or if you are in doubt, check your conduct with the simple newspaper rule: Would you do it if it appeared on the front page of your local newspaper with all details?

*While many of these rules may be specific and may not cover the actual case, the newspaper rule is globally understood and applicable. It provides a sound test as to whether a conduct is permissible or not.*

## 20. APPLY THE FOUR EYES PRINCIPLE

- All commitments on behalf of Sika – no matter whether they are made on paper or digitally – must be signed by two authorized persons, even if local law permits for only one signature.
- If the commitment is made via electronic communication (e-mail, text message, etc.), only one person may sign it. However, a second person must review and approve the commitment before it is being sent out.
- Unless required by local law, never use chops or personal stamps; if using chops/stamps, always add personal signatures.

*The four eyes principle is Sika's key principle for proper risk management and ethical conduct. A competent second pair of eyes must review business matters and ensure a diligent decision-making process and especially compliance with this Code of Conduct.*

## 21. QUESTIONS / COMMENTS

If you are in doubt or have questions regarding this Code of Conduct, contact your superior or Corporate. You may also send your questions and comments to [compliance@ch.sika.com](mailto:compliance@ch.sika.com).





# CODE OF CONDUCT

INTEGRITY AND ETHICAL CONDUCT

