

## Code of Conduct

Ratos's business concept is to develop mid-sized companies headquartered in the Nordics that are or can become market leaders.

Our goal is that our core values, *Simplicity, Speed in Execution and It's All About People*, not only permeate how we act as owners but are also firmly established in our corporate culture. Our aim is to meet the expectations that are placed on us by our stakeholders.

### Scope

The Code of Conduct applies to *all employees in the Ratos Group* and to all representatives, including board members and industrial advisors.

- *Ratos AB* is responsible for the ethical guidelines and for monitoring these.
- All employees in the Ratos Group refer to *all employees in the Ratos parent company and holdings*. Holdings refer to both subsidiaries and associates.
- Ratos's subsidiaries can choose to directly adopt the Code of Conduct as presented here or to adopt their own Code of Conduct which includes the same principles as a minimum. The designation *Code of Conduct* refers hereinafter to one of these two alternatives.
- Ratos wants *all employees in associates* to also comply with Ratos's Code of Conduct and will work, in co-operation with co-owners, to ensure that these principles are adopted in associates' codes of conduct in the same manner as for subsidiaries.
- *All parties concerned* have a responsibility to be aware of the guidelines and their implications in relevant contexts. In the event of questions or doubts about what the guidelines imply or how they should be put into practice, the immediate manager should be consulted.
- In *the subsidiaries* each management group is responsible for providing information about, implementing and monitoring the guidelines in the Code of Conduct as part of the company's sustainability agenda. Based on the Code of Conduct, each subsidiary shall develop concrete and relevant guidelines and monitoring procedures for how the Code of Conduct and these commitments are to be implemented in practice in each company, as agreed with each company's board and Ratos.
- *Managers* in the Ratos Group have a special responsibility and should lead by example. All managers are required to go through the Code of Conduct with new employees and regularly with other employees so that all parties concerned are aware of the guidelines and what they mean in relevant contexts.

Ratos will ensure that immediate disciplinary actions, such as warning or termination of employment, are taken against those who violate this Code of Conduct and that circumstances in violation of applicable laws and regulations are reported to the relevant authorities.

The Code of Conduct should be read in combination with Ratos's Policy for sustainability, Corporate Responsibility and Responsible Investments, the Owner Policy and the Environmental Policy.

### Ratos's commitments

In 2013, Ratos became a signatory of the UN Global Compact. Ratos's Code of Conduct is based on the UN Global Compact's ten principles which are in turn based on the UN Declaration of Human Rights, the ILO Declaration on Fundamental Principles and Rights at work, the Rio Declaration on Environment and Development, and the UN Convention Against Corruption. It is Ratos's view that professional, active and responsible exercise of ownership includes compliance not only with local laws and regulations, but also compliance with well-established and widespread human rights conventions, agreements and ethical standards.

**Respect for people and human rights***We respect basic human rights*

- Ratos respects the UN conventions on human rights and accepts the responsibility we have towards our employees and the communities in which we operate.
- Ratos complies with the laws and regulations that apply in the countries in which we operate.

*We offer our employees fair and reasonable working conditions*

- Our employees are one of our most important resources and relationships must be based on mutual respect and trust
- Ratos seeks to attract, develop and retain qualified and motivated employees in a professional environment.
- Our employees shall be offered a safe and healthy work environment which we continuously seek to improve.
- The conditions of employment offered to employees must meet the minimum requirements in national law and/or collective agreements as well as relevant ILO conventions. Ratos makes every effort to pay fair salaries and remuneration in accordance with relevant norms in the locations in which the Group has operations.

*Ratos rejects child labour and forced labour*

- We do not employ any person under the age of 15 or any applicable higher statutory minimum age.
- We do not accept forced labour, slave labour or other forms of involuntary labour at our workplaces.

*We are a non-discriminatory workplace that promotes equality and diversity*

- We treat all individuals equally regardless of – but not limited to – sex, transgender identity or expression, religion or other belief, ethnicity, disability, sexual orientation or age.
- We make active efforts to ensure equal treatment, equality and diversity in matters relating to our employees' working conditions, salaries and other terms of employment, recruitment and promotions, training and other skills development and to provide opportunities to combine gainful employment and parenthood. We recruit solely on the grounds of merit and skills, and provide equal salaries and employment terms for equal work.
- We have zero tolerance for harassment, and make active efforts to achieve a corporate culture and workplace free from all forms of discrimination and harassment.
- We promote diversity and equality in all areas of our business, both within our own organisation and in our portfolio companies. In addition to valuing equality and diversity from a human rights and democratic perspective, we are also convinced that equality and diversity strengthen our profitability and competitiveness.
- Employees in the Ratos Group have a joint responsibility for creating a non-discriminatory and inclusive workplace.

*We respect our employees' right to be organised*

- Our employees are entitled to form or join a trade union and we respect the rights of our employees and their trade unions to negotiate collective agreements.

*Ratos is against purchase of sexual services and child pornography*

- Purchase of sexual services, sexual exploitation of children and child pornography is illegal based on legislation in several countries, including Sweden, and can support trafficking, which is a violation of human rights.
- Employees in the Ratos Group on assignments and business travel, also internationally, are expected to respect Ratos's stance and comply with current legislation. This applies irrespective of country and both during and after working hours.

- In 2018, NetClean ProActive, a software system designed to protect against child sexual abuse material, was installed on all of Ratos AB's computers.

### **Good business ethics**

*All employees and representatives are expected to show honesty and integrity in dealing with other employees, customers, suppliers, business partners, organisations and authorities.*

- Ratos has zero tolerance for all forms of corruption and makes active efforts to ensure that this does not occur within the Ratos Group.
  - The term corruption refers to abuse of a position of trust for own or the company's gain, for example through the use of bribes.
  - It is forbidden to offer, promise or give as well as request, accept a promise of or receive a bribe.
  - A bribe is a gift or other benefit that might influence another person, as part of their employment or duties, to show improper favour to the giver.
- Ratos's employees may, for example, not offer, give, receive or request gifts, services, entertainment or other rewards that:
  - Violate accepted business practice.
  - Have an unreasonable value.
  - Consist of money, securities, cash loans, other types of personal payments in the form of discounts, commissions, bonuses or fees.
  - Consist of pure leisure or vacation trips.
  - Violate existing laws and/or go beyond local custom.
  - Are offered to people employed in the public sector in conjunction with imminent or ongoing procurement or decisions which constitute the exercise of authority.
  - Are other rewards which due to their value or other relevant circumstances are typically likely to improperly influence the recipient in the exercise of their professional duties or in another manner risk embarrassing the company or the employee in the event they become public knowledge.
- This does not prevent Ratos's employees from receiving or offering rewards designed to retain and promote good business relationships with customers and other business partners.
  - This subject to the condition that such rewards are modest, openly accepted and offered and otherwise compliant with this Code of Conduct and the Swedish Code on Gifts, Rewards and other Benefits in Business.
  - Management of respective subsidiary is responsible for preparing appropriate guidelines for employees concerning representation and gifts.

### *Ratos works systematically to prevent corruption*

- Ratos's management and the management of each subsidiary are responsible for regular analysis of the risks of corruption related to their own operations.
- The managements of each subsidiary are responsible for maintaining an adequate anti-corruption programme and implementing any other measures regarded as necessary in order to prevent the corruption risks identified in the risk analysis.

### *We support and aim to achieve fair competition*

- Employees in the Ratos Group must therefore comply with all relevant competition rules and refrain from concluding unlawful anti-competitive agreements as well as exchanging unlawful price and/or market information with competitors.

### *We comply with applicable rules for export controls*

- Ratos shall comply with all applicable rules regarding export controls, including not acting contrary to, or with persons implicated in, economic sanctions.
- Ratos shall further not trade in or export sensitive goods without the requisite export permits.

**Conflicts of interest are avoided**

*Ratos's organisation is politically independent and our employees work in the best interests of the company*

- Ratos's employees shall always work in Ratos's best interests and avoid all acts that might be perceived as favouring a company, organisations, individuals or other stakeholders at Ratos's expense. Employees shall avoid all types of activity that violate the company's interests or have a negative effect on the employee's judgement and integrity.
- Agreements with or other forms of assignments to related parties shall be avoided, and always be reported to and approved by the nearest manager or the company's Group management.
- Ratos does not take a political stand and therefore we do not use funds from the Group to support political campaigns or other political purposes.

**Respect for confidential information**

*Ratos's employees may not spread or abuse confidential information*

- This principle may be waived if specific permission has been given by the immediate manager.
- Examples of confidential information include non-public information about Ratos's operations, financial position, strategies, business transactions, business plans, business processes, etc.
- Ratos requires employees and other persons who perform services for the Ratos Group, when relevant, to sign a confidentiality agreement. The obligation to maintain confidentiality survives the termination of employment or consultancy work.

**Respect for the environment**

*Consistent and long-term environmental work creates both environmental benefits and value*

- Our aim is to meet the expectations placed on us by the company's shareholders, employees, the outside world, as well as co-investors and employees in our subsidiaries, regarding our business model and long-term sustainable development.
- In our operations we will, wherever possible, work to reduce our environmental impact by preventing and reducing pollution and the use of harmful substances and contribute to long-term, sustainable development through active and systematic environmental work.
- Environmental considerations shall be an integral part of our business activities. Ratos's position regarding the environment is described in more detail in our environmental policy.

**Safe and secure products**

*Regular control of product safety*

- Products manufactured within the Ratos Group and its subsidiaries must comply with all laws and regulations relating to product safety.
- It is important that Ratos's employees are aware of which regulations apply to product safety for the companies they are involved with and that regular checks are performed to ensure compliance.

**Relationships with external parties, such as suppliers and co-operation partners**

*Our business partners must comply with the principles in this code*

- We strive to ensure that our suppliers, agents, co-owners and other business partners comply with the principles of our Code of Conduct.
- When selecting suppliers and partners, the assessment shall include their ability to comply with the requirements in this Code of Conduct.

**Duty of care for the company's assets**

*Our employees respect Ratos's property*

- Ratos has both physical assets (machinery, equipment, etc.) and intellectual property (computer systems and programs, concepts, trade secrets, brands, etc.) Ratos's assets, including communication systems, may only be used for legitimate business purposes and not for personal gain or gain for a third party.
- Use of computer equipment shall be in accordance with prevailing IT and Information Security Policy.
- The employee has a duty to protect Ratos's property and assets against damage, theft and misuse.

**Accounting, information and financial reporting**

*Ratos aims to provide transparent, accurate, continuous and timely information of the highest quality*

- Ratos shall have accurate accounting that complies with applicable laws, regulations, accounting standards and norms. Financial information and other share price sensitive information must be communicated in accordance with applicable laws, stock exchange rules (including listing agreement) and other regulations.

**Personal information**

*Ratos respects personal information and handles it carefully*

- Ratos respects individual personal information that the company can obtain or use in information processing. Processing of personal data shall be in accordance with the currently applicable personal data policy.
- Ratos's management and the management of each subsidiary are responsible for ensuring that personal data in their operations is handled in accordance with applicable laws and regulations.

**Whistleblowing**

*If an employee at Ratos suspects that someone is acting in breach of Ratos's ethical guidelines, this individual has an important responsibility to report such behaviour*

- Ratos employees and external parties have the option to report such incidents anonymously through Ratos's whistleblowing system.
- The whistleblowing system is managed by an external organisation, Whistle B, and is fully independent of Ratos's IT systems and online services. A link to the system is available on Ratos's external website.

**Personal responsibility and routines for reporting violations**

*All employees must read the Code of Conduct and are responsible for knowing the laws, guidelines and regulations relevant for their working duties.*

If an employee has questions relating to practical situations (e.g. giving or receiving of gifts/rewards or conflicts of interest) the immediate manager should be consulted in the first instance. If an employee suspects a possible behaviour that deviates from the Code of Conduct, this should be reported to the immediate manager as soon as possible. If such person is involved or otherwise disqualified, the event should be reported to the next-highest manager, or alternatively according to the reporting instruction for the company concerned.

All reports shall be taken seriously and investigated where necessary. There shall be no form of retaliation (termination of employment, harassment, discrimination, etc.) for reporting in good faith of a violation of the Code of Conduct or participation in the company's investigation of a complaint.