



# CODE OF CONDUCT



**POLICY**  
Code of conduct

**POLICY OWNER**  
CEO

**LAST UPDATE**  
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## 2 SCOPE AND TARGET GROUP

The Code of conduct lays out certain ethical standards that are expected of all board members and employees at all times. The Code contains rules to protect the interests of Bygghemma Group First AB (publ) including its direct and indirect subsidiaries ("Bygghemma Group" or the "Group") and its stakeholders, to ensure compliance with the law and to establish Bygghemma Group's position on moral or ethical questions. It exists to ensure that we are individually accountable for conducting our business in accordance with the Bygghemma Group values.

As board members or employees you must at all times:

- Respect and uphold the good name of Bygghemma Group.
- Act with honesty and integrity.
- Act professionally and with common sense.
- Obey all relevant laws and regulations in the countries in which you do business.
- Abide by this Code.
- Report any breach of this Code (or any other regulation or law) and co-operate with any enquiries.

This Code applies to all board members and employees of Bygghemma Group (whether full or part-time) and to all temporary staff, and should be used alongside other Bygghemma Group policies, procedures, guidance, work rules and contracts. Where relevant, the Code therefore refers to more detailed policies. Moreover we expect our other business partners, including distributors, agents, suppliers, consultants and independent contractors, to adhere to our Supplier Code of Conduct in the conduct of their own businesses.

The Code applies in all countries and will prevail, subject to local law. Failure to comply with any of the requirements of this Code may lead to disciplinary action.

Please note that this Code does not address all likely ethical dilemmas. If you experience an ethical dilemma that is not covered within this Code of conduct – please consult your superior/line manager or certain circumstances the Head of Legal or such other person the company appoints.

## 3 OUR BEHAVIOUR AND RELATIONS WITH COMPETITORS, CUSTOMERS AND SUPPLIERS' BUSINESS ETHICS

As a company group...

- Bygghemma Group is committed to working against fraudulent activities in all its forms, including fraud, corruption, extortion and bribery. We use suitable

means to promote transparency, responsible leadership and company accountability. The company shall comply with the applicable national criminal law on these matters.

- We do not associate with business partners who engage in such fraudulent practices.

As employees...

- We do not under any circumstances engage, nor fail to act upon, any illegal activities in our business.
- We will avoid the intent and appearance of unethical or compromising practice in relationships, actions and communications.

## 4 FAIR COMPETITION

As a company group...

- We are committed to free and open competition.
- We will comply with all competition and anti-trust laws wherever we conduct business.
- We will compete vigorously but honestly.

As employees...

- You should not engage in restrictive practices or otherwise act in contravention of anti-trust laws.
- You should take particular care to avoid contravening the law if meeting with competitors.
- Competitive intelligence must in all cases be gathered ethically and in compliance with laws and regulations that protect others' proprietary information.

## 5 COMMERCIAL RELATIONSHIPS

As a company group...

- We should have sufficient information about competitors, customers and suppliers before we enter commercial relationships.
- Bygghemma Group has strict procedures for entering into binding commercial relationships to minimise Bygghemma Group's exposure to risk.
- We avoid unnecessary litigation.

As employees...

- You should ensure that you have carried out research into any potential business partner.
- You should where possible attend meetings with business partners in at least equal numbers to the counterparty.
- You should have a financial approval and an appropriate authorised signatory(ies) before signing a binding agreement.

- You should seek resolution of disputes on favourable terms at an early stage.

## 6 SUPPLIER RELATIONSHIPS

As a company group...

- We pay suppliers and subcontractors in accordance with agreed terms.
- Terms of business that are used explain clearly the basis of the contract with suppliers and subcontractors.
- We expect our suppliers to support universal human rights in compliance with the UN's conventions on human rights.
- We expect our suppliers to operate employment practices that respect human dignity. It is each supplier's liability to secure that business is conducted on the basis of applicable laws and regulations, the UN's convention on the right of the child and ILO's convention on decent employment opportunities.
- We expect our suppliers and subcontractors to allow employees freedom of association.
- We expect our suppliers to follow all applicable laws, and similar standards and principles in the countries in which they operate.
- We expect our suppliers to conduct business in ways that protect and preserve the environment. At a minimum, we expect our suppliers to meet applicable environmental laws, rules and regulations.

As employees...

- You should ensure that our potential business partner follows our code of conduct.

## 7 CONFLICT OF INTEREST

As employees...

- You must not be involved with an activity for personal gain that is in conflict with Bygghemma Group's business interests.
- Any personal interests or interests of a member of one's immediate family in relation to Bygghemma Group's business must be disclosed.
- A conflict of interest could include directorships, significant shareholdings, employment of family members and inter-company relations.

## 8 GIFTS AND INDUCEMENTS - ANTI-CORRUPTION

### 8.1 BUSINESS GIFTS

As a company group...

- We believe that business decisions should be made for purely business reasons in the interests of Bygghemma Group and not based on any favours that a supplier offers.
- Bygghemma Group is strongly opposed to all form of corruption.
- The receiving of gifts, which could be construed as inducements to favour a supplier, is therefore strongly discouraged.

As employees...

- You may not accept gifts as tokens of personal esteem.
- Bygghemma Group has a "Notice to suppliers declaration", which should be sent to all suppliers for clarification of our business gift policy.
- You must have prior approval of your Head of Department when giving a gift to a customer.
- In no case, however, may improper or illegal payments be made, directly or indirectly.

Our gift and entertainment policy is as follows:

"No gift, entertainment or preferential treatment can ever be solicited, provided or accepted by any individual at Bygghemma Group unless (i) it is a non-cash gift, (ii) it is consistent with customary business practices, (iii) it is of insignificant value, (iv) it cannot be construed as a bribe, payoff or kickback, (v) it is in accordance with Bygghemma Group's values and (vi) it does not violate any laws."

### 8.2 POLITICAL DONATIONS

As a company group...

- We do not participate in party politics or make donations to political party funds or candidates.

As employees...

- You must not make, offer, or authorise payments or inducements to political candidates, legislators, political parties, or party officials to secure sales or obtain favourable treatment.

### 8.3 PAYMENTS TO GOVERNMENT OFFICIALS

As a company group...

- We do not allow bribes, influence payments, kick-backs or other unlawful payments to any government or similar agency officials.

As employees...

- You must not make, offer or authorise payments or inducements to government officials or employees of a local or national government or any similar agency, to secure sales or obtain favourable treatment.

## 9 INSIDER DEALING

As employees...

You, your family and close acquaintances are subject to potential criminal liability with regard to trading shares and passing on material information that has not been made public and that could affect Bygghemma Group's or another public company's share price. For further information regarding Bygghemma Group's insider dealing policy please see a copy of the Insider Policy available from Bygghemma Group's Head office in Malmö. It is the responsibility of the person reported as a person discharging managerial responsibilities to notify Bygghemma Group and the Swedish financial supervisory authority, Finansinspektionen of transactions conducted on their own account.

## 10 SOCIAL HUMAN RIGHTS

As a company group...

- Bygghemma Group supports and respects the protection of internationally proclaimed human rights, and makes sure that company activities are not complicit in human rights abuses, for example, in the relations with our suppliers. In practice this means that:
- We follow applicable legal requirements relating to human rights.
- We identify, prevent and address actual, or potential, human rights impacts.

## 11 EQUAL OPPURTUNITIES

As a company group...

- We provide equal opportunities irrespective of race, ethnical background, religion, nationality, gender, mental or physical disability, marital status, maternity or paternity, age, sexual orientation, or any other status unrelated to the individual's ability to perform his/her job.
- This applies to all employees, applicants for employment or promotion, suppliers, customers and members of the public with whom we come into contact.
- We value diversity. Employees from varied backgrounds enrich Bygghemma Group's culture and support our commercial success.

- We will not tolerate discrimination or sexual, physical or mental harassment (including bullying) of our employees.

As employees...

- You must not discriminate against anyone on the basis of race, ethnical background, religion, nationality, gender, mental or physical disability, marital status, age, sexual orientation, or any other status unrelated to the individual's ability to perform his/her job.
- Discrimination includes harassment. Abusive, harassing or offensive conduct is unacceptable, whether verbal, physical or visual.
- You have a personal responsibility to behave in a manner that is not offensive to others, and you must be sensitive to how others could perceive your behaviour.

## 12 HEALTH & SAFETY

As a company group...

- We recognise the importance of health and safety within our business.
- We seek to provide a healthy, safe and clean working environment in line with local laws, regulations and industrial practice.

As employees...

- You must follow all environment, health and safety policies, procedures, and guidelines that apply to your workplace and exercise maximum care and good judgement.
- You must take appropriate steps to prevent accidents from occurring and eliminate hazards likely to cause accidents.

For more information, please see the Health and Safety Policy.

## 13 GRIEVANCE PROCEDURE

The framework for resolving grievances, which you may have concerning any aspect of your employment with Bygghemma Group, is based on the local regulations and standards in each country we operate in.

For more information, please contact your HR department.

## 14 LABOUR PRACTICES

As a company group...

- We allow and encourage all our employees' freedom of association and do not under any circumstances



tolerate forced labour or child labour in our business operations.

## 15 SMOKING

As a company group...

- We recognise that it is an individual's right to smoke but it is also important that the rights of non-smokers are protected.

As employees...

- You may smoke only in designated smoking areas outside our offices. All our offices are smoke-free.

## 16 ALCOHOL AND DRUGS

As a company group...

- We do not condone the sale, purchase, possession, supply or consumption of controlled substances during working hours, whilst on Bygghemma Group business or when using Bygghemma Group vehicles.
- However, we recognise that chemical dependency is an illness, and, commit to helping any employee should he/she acknowledge a problem.

As employees...

- You must not during working hours or whilst on Bygghemma Group business or when using Bygghemma Group vehicles sell, purchase, possess, supply consume or use controlled substances.
- If you choose to drink alcohol (such as when you are entertaining customers) you are expected to limit your consumption to a reasonable level, and always to maintain an acceptable standard of behaviour.

More information can be found in the internal Drugs and Alcohol Procedure.

## 17 CONFIDENTIALITY

As a company group...

- We respect and uphold the confidentiality of our employees, customers and suppliers.
- We ensure that appropriate measures are taken to prevent unauthorised access to company and personal data.

As employees...

- You must not, except in the proper course of your

duties, give anyone any information concerning the business dealings or affairs of Bygghemma Group, any associate Company or its officers or employees. Confidentiality remains after your employment.

- You shall not either during or after your employment disclose information from customers and suppliers which you know to have been provided to Bygghemma Group on a confidential basis.
- You must take particular care to ensure that security is maintained when any data is downloaded to personal computers, and in respect of printouts and derived material supplied to other users.

## 18 USE OF COMPANY RESOURCES

As employees...

- You should to the maximum extent possible restrict use of Bygghemma Group assets to the carrying out of Bygghemma Group business – this includes email, internet, telephone and all other Bygghemma Group assets.
- "Company assets shall not be used for personal purposes or in support of activities outside of Bygghemma Group".

## 19 IT AND COMMUNICATION

### 19.1 IT AND SOCIAL MEDIA POLICY

As a company group...

- We must protect ourselves against viruses, damage to our reputation and inappropriate use of work time.
- We maintain that all information downloaded from the internet, all messages sent and received are and remain the property of Bygghemma Group, and we reserve the right to access employee emails and folder if deemed necessary.

As employees...

- You should not surf the internet or download information except for work purposes, and take particular care when opening email attachments. Download of software is not permitted. Don't open unknown attachments from unknown senders.
- You should respect the normal rules for acceptable behaviour in email correspondence.

More information can be found in the internal Bygghemma Group IT Policy.

Each individual employee is personally responsible for blog entries or participation in Internet discussions.



Everyone in the Bygghemma Group shall be especially careful in relation to entries and pictures in blogs and Internet discussions relating to the Bygghemma Group, the operation of Bygghemma Group companies and/or products and/or colleagues. Even when a person makes a statement in a personal capacity, they are still to some extent representing the company for which they work.

Personal and confidential information shall not be published and colleagues, customers, partners and suppliers may not be quoted or referenced without their authorisation. Endeavour to give the reader insight, knowledge, perspective and information. Respect intellectual property and copyright-protected material.

## 19.2 EXTERNAL COMMUNICATIONS

As a company group...

- We believe that the disclosure of information must be carefully managed to protect and promote Bygghemma Group. PR and other dealings with the press and other media, is one of our most important tools.

We have a policy that:

- for issues that effect Bygghemma Group at a wider level, only the Group CEO, Group CFO and Bygghemma Group's Head of IR, are authorised to make comments to the media and to talk to politicians and other officials and to authorise other employees to do so.
- for brand specific issues, only the CEO for each brand are authorised to make comments to the media and to talk to politicians and other officials and to authorise other employees to do so. All comments are to be cleared by Bygghemma Group's Head of IR.

As employees...

- If you are approached by the press, you must refer them to the Head of IR, the Group CEO or the Group CFO.
- If you wish to contribute to other media by way of speeches, articles in trade papers and the like where it does not interfere with your obligations towards Bygghemma Group and/or your work/performance, you must obtain permission from your Head of Department and from Bygghemma Group's Head of IR, Group CEO or Group CFO, who have the right to refuse such permission at their absolute discretion.

## 20 ENVIRONMENTAL RESPONSIBILITY

As a company group...

Bygghemma Group regards the issue of environmental

responsibility as a serious one, on both a Group- and an employee level. At Bygghemma Group we take pride in minimising our environmental impact and carefully consider the environment in all areas of our business. More information can be found in the Corporate Responsibility Policy.

## 21 UPHOLDING THE CODE

### 21.1 ACCEPTABLE STANDARDS OF BEHAVIOR

Our code of conduct lays out certain ethical standards that are expected of all employees at all times. All employees should have a good knowledge of our Code of conduct and other policies relevant to their jobs and apply them in their work.

As employees...

- When acting on behalf of Bygghemma Group, you must behave within generally accepted standards of behaviour.
- Your actions must at all times be consistent with the Bygghemma Group's values.

## 22 GOVERNANCE AND MONITORING OF THE CODE

Managing directors and country managers of subsidiary companies have the responsibility to translate the policy and associated policies into local rules, in addition to those required for compliance with local legislation. They have the responsibility to ensure that their employees are aware of this policy.

## 23 DISCIPLINARY ACTION

### 23.1 BEHAVIOUR LEADING TO DISCIPLINARY ACTION

In addition to breaches of specific provisions of this Code, the employee's contract and any local Bygghemma Group rules, the following actions are deviations from acceptable standards of behaviour and will therefore be regarded as reasons for disciplinary action:

- Poor job performance and wasting work time over a longer period of time.
- Poor time keeping.
- Unauthorised absence.
- Unseemly or disruptive conduct.

Examples of conduct which may render an employee liable to summary dismissal include, but are not limited



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to, the following:

- Assault or attempted assault.
- Theft or attempted theft of either the employer's or other employees' property.
- Falsification of records.
- Insulting, aggressive or abusive behaviour.
- Indecent or immoral behaviour.
- Refusal to carry out a reasonable instruction given by management
- Serious or persistent breach of any terms set out in your contract of employment.
- Breach of the Code of conduct.

### **23.2 DISCIPLINARY PROCEDURE**

Any breach of this Code, the employee's contract or any local Bygghemma Group rules may result in disciplinary action. The disciplinary procedure is subject to local laws and regulations, as well as local business standards.

For more information, please contact your HR department.

### **24 PUBLIC INTEREST DISCLOSURE ("WHISTLEBLOWERS") POLICY**

Bygghemma Group has in place a procedure under which individuals who have reasonable grounds to

believe that an incident of illegal activity, workplace malpractice or mismanagement, or a contravention of this Code has occurred, is occurring or is likely to occur within Bygghemma Group, are able to raise their concerns in a confidential matter without fear of retribution. An employee can raise concerns with their line manager who will usually be in the best position to help. We recognise that there may be circumstances where an employee feels unable to approach a line manager and in these circumstances they should raise the concern direct with the Head of Legal or such other person the company appoints. Bygghemma Group encourages employees to raise their concerns about any incidents of malpractice in the work place at the earliest possible stage.

For more information, see the "Whistleblower" policy.

### **25 PRACTICAL GUIDANCE**

In our daily work we may face situations from time to time which are not explicitly covered by our Code of conduct or other policies and guiding documents. Often it is question of common sense or prior experiences. If we are unsure about the correct behaviour in a specific situation, we should ask ourselves, or discuss with a colleague, the following questions:

- Is the behavior legal?
- Am I a good role model?
- Do I make a decision that stands close examination by newspapers or on TV?