

# BARIX

## Barix Code of Conduct

Dear Reader,

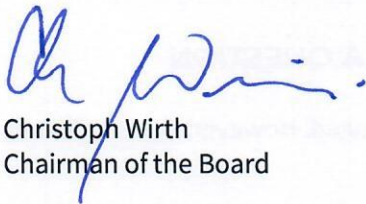
Barix AG is recognized as an expert provider of audio and control over IP solutions for a worldwide OEM and technical end-user market. As a member of the global society, it is our mission to contribute to the improvement of the quality of life by empowering our customers to make the world and our communities a better and safer place. We aspire to live our core values “Ambition”, “Quality”, “Trust” and “Social Responsibility” every day. Our behavior is governed by strict adherence to our ethical code, respect for our honored colleagues, business partners, environment and stakeholders as well as compliance to any and all applicable laws and regulations.

Every one of us contributes to our corporate culture and thus to our future success. This necessitates all of us knowing and exercising our responsibilities. With this Code of Conduct we provide guidance for our business behavior with colleagues, stakeholder, suppliers, customers and other business partners. Our culture and reputation are ultimately defined by the actions and decisions that each of us makes every day. In adhering to our Code of Conduct and living up to our values, we demonstrate our commitment to be responsible corporate citizens. Compliance with the principles set out in our Code of Conduct is mandatory to all of us.


Every Barix employee is expected to know and understand this Code of Conduct and apply it without exception. We will not tolerate any misconduct. We fully endorse this Code of Conduct and are personally committed to ensuring that all our employees, managers, executives and members of the Board of Directors will always operate within this framework.

Thank you for your attention to this fundamental matter.

Zurich, October 2022



Christoph Wirth  
Chairman of the Board



Reto Brader  
CEO

# BARIX

## 1. INTRODUCTION

Barix AG (“Barix”) is committed to the highest standards of compliance and business ethics and adherence to this Code of Conduct (“Code”) which shall ensure Barix’ credibility as business partner and employer. The purpose of this Code of Conduct is to provide general standards and principles for business behavior within and in doing business with Barix.

## 2. WHAT IS THE CODE FOR AND WHAT DOES IT MEAN?

Every Barix employee contributes to Barix’s integrity as a company through the personal conduct. Therefore, each Barix employee should assess carefully, on a case-by-case basis, if the respective behavior complies with Barix’ expectations and standards of business integrity.

It is the responsibility of all line managers of Barix to ensure that this Code is communicated and understood by all of their direct and indirect subordinates. Infringements of this Code shall not be tolerated and in each situation appropriate disciplinary action, including termination of employment, may be taken.

Barix expects from its suppliers, customers, distributors and other business partners to share and adopt the same or similar principles of this Code of Conduct as a condition to continue a current or to enter into a new business relation.

## 3. WHEN IN DOUBT ABOUT A VIOLATION OF THE CODE, FIRST ASK YOURSELF

- Will my conduct allow us to maintain the trust of all our stakeholders?
- Have I thought about the impact on those who will be affected by my conduct?
- Would I be comfortable if someone treated me in the same way?
- Would I be comfortable if my conduct appeared in the media?
- Is my conduct legal and compliant with all applicable laws and Barix policies?

## 4. HOW TO RAISE A COMPLAIN, CONCERN OR ASK A QUESTION

Often, as an employee, this Code will provide all the guidance you need. However, if you still have doubts about correct behavior, you may consult:

- The Barix Management System (reflected in the Quality Management Handbook) and your employment contract or your Line Manager.

It could happen that you are confronted with a situation that appears to violate the Code and/or Barix compliance policies. Please keep in mind that everyone has the duty and responsibility to report a suspected violation as soon as possible.

Please report any violation or suspected violation immediately to the management (either in person verbally or by submitting a confidential and/or anonymous written notice) directly to the CEO or Director of the Board.

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As submissions will be treated strictly confidential, we strongly encourage you to disclose your identity; however, if you prefer, you can also provide information anonymously.

Barix will not tolerate any retaliation against employees who have raised in good faith a compliance concern. On the other hand, Barix does not tolerate any abuse of the possibility to raise compliance concerns.

## 5. ANTI-BRIBERY AND CORRUPTION

Barix does not tolerate any form of bribery even if Barix would have to turn down a business opportunity (“zero tolerance” policy). No employee shall be disadvantaged if a business opportunity is lost as a result of honoring Barix’ standards on corruption and bribery.

Offering or making payments to government or other public officials or private sector representatives to obtain favorable treatment, to secure business, or to obtain an improper advantage is an official crime in almost all countries in which Barix does business, independent from the fact whether such payments are made in cash or in kind. It is also a crime in many countries to make these types of payments to government officials or private sector representatives of another country.

- You must not make or authorize payments or contributions in kind in order to obtain, retain or direct business or to secure another improper advantage. You must not ask or permit third parties to do so on your behalf.
- You must be sure that possible activities and conduct are of a nature that is not open to misinterpretation if publicly disclosed.
- Report any suspicion of potentially corrupt behavior in accordance with Section 4 above.

## 6. GIFTS AND HOSPITALITY

Barix employees and management must not offer or accept gifts and invitations that could constitute an undue advantage or raise concerns about their or their contact’s personal integrity. Even gifts that are exchanged out of the purest of motives of personal or professional friendship can be misunderstood or create improper influence and thus constitute a bribe.

- Modest and customary invitations and gifts can be offered or accepted, provided that they comply with local laws and Barix’ supporting directives.
- Make sure that the acceptance of an invitation or a gift does not raise any concern regarding your personal integrity and Barix’ independence.
- Refuse to accept that a third party pays for your travels and accommodation unless it is part of a service agreement with the client.

## 7. AVOIDING CONFLICTS OF INTEREST

Personal interests must not unduly influence our professional judgment. In case of a conflict of interest, the employee concerned should immediately inform the respective Line Manager so that an

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appropriate solution can be found. Many actual or potential conflicts of interest can be resolved in an acceptable way for both the individual and the company.

- Avoid situations where your personal interest conflicts with those of Barix.
- Do not unduly use your position within Barix for personal benefit or the benefit of relatives or close associates.
- Immediately inform your Line Manager about any actual or potential conflict of interest such that an appropriate solution can be found and have it approved in writing.

## 8. EMPLOYMENT PRINCIPLES

Barix embraces a culture of respect and equal opportunity. In this culture, individual success shall solely depend on personal ability and contribution. Barix condemns any form of forced labor and exploitation of individuals, in particular child labor. We support labor unions and their work and vote for a strict equal payment. We reject any violation of human rights, also on the side of our business partners.

- Act and treat others with integrity, honesty, courtesy, consideration, respect and dignity.
- Know and honor Barix' corporate values.
- Diversity and creative potential must be encouraged. Recruit and promote on the basis of merit and support the continuous development of people's skills and abilities.
- Contribute to maintaining a working environment in which any form of harassment is unacceptable.
- Report any inappropriate conduct directed towards you or others in accordance with Section 4 above.

Further information and guidance of our policy on "Employment Principles" can be found in the employment contract.

## 9. ENVIRONMENT, HEALTH AND SAFETY

Barix is committed to conduct its business in a sustainable and environmentally responsible manner. Barix is determined to reduce its environmental footprint by applying appropriate tracking and by implementing improvement programs:

- Understand how your work may affect the environment and resources.
- Seek to continually improve and reduce the environmental impact of your activities (e. g. avoid unnecessary business trips, reduce waste, recycle).
- Actively propose and participate in energy-saving as well as in water and waste reduction programs.

Barix offers safe products and provides a safe and healthy workplace for all its employees worldwide, and all Barix sites comply with all applicable local health and safety laws and standards:

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- Take personal responsibility for safety and health.
- Be aware of the hazards associated with your work. Manage those risks responsibly and only undertake work if the necessary safety and health training has been provided.
- Promptly report accidents, incidents of non-compliance, or any other matter posing a threat to safety, health or the environment in accordance with Section 4 above.

## 10. FRAUD

Barix will not tolerate any fraudulent behavior. Barix does not accept any use of deception with the intention of obtaining an advantage, of avoiding an obligation or causing loss to another party. Barix will fully cooperate when lawful investigations are conducted by the authorities; however, this does not affect the legal privilege, the right to withhold information, and other procedural rights.

- Incidents or suspected incidents of fraud shall be reported in accordance with Section 4 above.
- Incidents of fraud shall be promptly investigated by the CEO.

## 11. PROTECTING PERSONAL INFORMATION

Barix is committed to protecting any personal information collected or held during the course of employment and Barix` business activities, by ensuring high standards of data protection world-wide.

- Ensure that you process personal data with due care and in compliance with applicable laws and Barix principles.
- Never collect more personal data than needed and never store personal data longer than necessary.
- Process personal data in line with the scope the data was provided for.
- Comply with all data protection and associated laws applicable to the countries in which Barix gathers and holds personal information.
- If you are in doubt as to the proposed use of personal information, you should seek further advice and approval from your line manager before collecting, accessing or using such information.

Further information and guidance of our policy on “Protecting Personal Information” can be found in the employment contract.

## 12. PROTECTING COMPANY PROPERTY AND RESOURCES

Barix` property and resources must only be used for the proper advancement of its business and business matters. It should not be used for personal benefit or gain, nor for any fraudulent purpose.

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- Act appropriately and responsibly with regard to Barix' property and resources.
- Exercise due care when spending Barix' funds and making financial commitments on its behalf.
- Report promptly any potential improper action against Barix' property and resources in accordance with Section 4 above.

## 13. COMMUNICATIONS AND RECORDS

Barix communicates its relevant information with integrity and in an appropriate manner and maintains accurate company books and records.

"Communications" are any external messages about Barix or its products, including any that may be deemed to be made by Barix or on its behalf. They include press releases, presentations, advertisements, promotional materials and content on the internet.

"Records" include contracts, accounts, research and development data, batch records, and financial and non-financial documents.

- Ensure that all communications, whether print, web-based or verbal, comply with all appropriate internal and external standards, and have received appropriate internal approval before release.
- Ensure that non-disclosure agreements are in place when sensitive information is exchanged with third parties.
- Do not communicate on behalf of Barix unless you are authorized to do so. This includes communications about Barix or Barix's products on the internet or in other electronic media.
- All media inquiries for company information (non-product) need to be directed to the CEO.
- All product-related advertising, promotion and marketing communication material must be correct, regulatory compliant and needs to receive internal approval before release.
- Manage Records with due attention.
- Never destroy any Records, in particular not such Records that may relate to any actual or imminent legal proceeding.

## 14. CONFIDENTIAL INFORMATION

Barix employees shall treat the confidential information of Barix and the confidential information entrusted to Barix by its suppliers, customers and other business partners with the utmost care to ensure that it is not disseminated inappropriately to any outside individuals or third parties. Confidential information constitutes significant assets of Barix or of Barix's customers or business partners and requires diligent protection. Barix has entered into many non-disclosure agreements with its business partners that need to be honored and where violation can lead to severe financial and reputational damage for Barix.

- Protect confidential information from unauthorized access and inadvertent disclosure.

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- Only share confidential information with a person who needs to know said information and who is entitled to get this information.
- Only disclose confidential information to a third party for an approved business purpose and based upon a written confidentiality undertaking.
- Respect confidentiality obligations even after the termination of the employment contract.

## 15. COMPETITION AND ANTITRUST LAW

Barix seeks to compete fairly and ethically and within the framework of applicable competition laws. Barix will not prevent others from competing freely with its business areas. Competition and antitrust laws promote and protect the competitive process. These laws prevent companies from aligning their respective competitive behavior, or from abusing a dominant position.

- Never enter into agreements and understandings that may be deemed to be anti-competitive.
- Participation in trade associations can be a legitimate activity but is still subject to certain rules.
- Consult the CEO before having discussions with competitors that are or could appear to be anti-competitive.
- Avoid exchanging non-public or other sensitive information with customers or other third parties, if it is not necessary for legitimate business purposes, or if it could give the appearance of an inappropriate agreement or understanding.
- Report any suspicions or allegations of actual or potential anti-competitive discussions or activities in accordance with Section 4 above.

## 16. IMPORT AND EXPORT CONTROL AND TRADE COMPLIANCE

Barix is committed to procure and distribute products in strict compliance with applicable national and international import and export control and trade compliance laws. Barix does not export to or import from restricted countries. Restrictions may apply to:

- items that are exported to countries that are subject to certain trade restrictions, sanctions or embargoes;
- items that are imported from countries that are subject to similar restrictions;
- items which are primarily intended for civil use but may also be suitable for military use ("dual use");
- individuals or organizations that are subject to restrictions, in particular individuals or organizations being involved in criminal activities or the financing of such activities;
- nationals of a country that is imposing sanctions for involvement in business dealings related to the sanctioned country.

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Items are not only goods but can also include software, technology circuit boards, blueprints, design plans and technical information etc. In order to facilitate compliance with import and export control and respective laws:

- Know the destination of your export, even if you export through intermediaries.
- Know if the item that you are exporting qualifies as “dual use” and which trade restrictions may apply to the export.

## 17. ACCEPTANCE OF THE CODE BY OUR BUSINESS PARTNERS

As already mentioned, Barix expects from its suppliers, customers, distributors and other business partners to share and adopt the same or similar principles of the Code of Conduct as outlined above as a condition to continue a current or to enter into a new business relation.

The agreements with our business partners are complete and fully documented, also with regard to any subsequent changes and additions. This also applies to arrangements such as bonus payments and reimbursements for advertising and sales promotion. We select our suppliers and other business partners solely on the basis of competitive merit, after comparing the price, quality, performance, and suitability of the product or service rendered.

Barix expressly reserves the right to discontinue or terminate a business relation by extraordinary cause if a business partner is violating the principles of the Code and is not willing to apply adequate rules of conduct in its enterprise and business activities.

Zurich, August 2022

Barix AG