

Code of Conduct

How does it effect you?



Code of Conduct

Why a Code of Conduct?

- There have been a **large number of infringements** in previous years, due to:-
 - **collusion** between competitors (agreement on prices, market shares...)
 - **corruption** and bribery of customer's.
- **Fines** to be paid by companies are **very high**
- **Schindler and its three main competitors were** fined in 2007 for a case of collusion in Belgium, Netherlands, Luxembourg and Germany. Schindler alone: 144 million euros
- **Collusion and corruption** damages the Company's brand and reputation

Code of Conduct

Group employees everywhere must maintain high standards of professional and personal conduct in their relationships with customers, fellow employees, suppliers, competitors, governments and communities.



Code of Conduct

Employees must:

- Comply with all applicable laws and regulations
- Respect the rights and dignity of all people with whom they deal with
- Not accept illicit benefits nor extend such benefits to other people
- Not compete with Rubax or Schindler's business, avoiding conflicts of interest
- Keep Rubax and Schindler's business, financial and technical data confidential
- Not misappropriate Rubax and Schindler's or other companies intellectual property
- Actively help to achieve compliance with this Code of Conduct

Adherence to the Code of Conduct is **monitored & violations investigated.**

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Contacts with Competitors

If you meet people working for one of Rubax or Schindler's competitors:

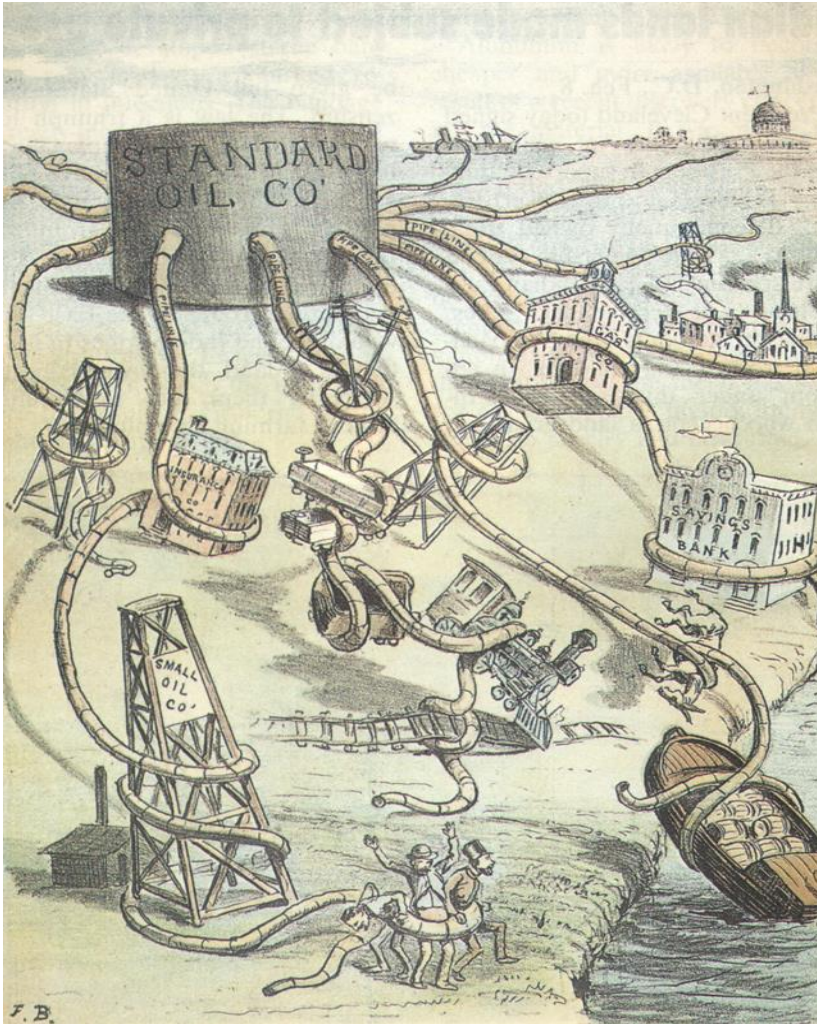
You must take care **not to disclose business information**:-

- Company documents, or even abstracts of such documents.
- Accept competitors documentation, or even document abstracts.
- Take the original or a copy of competitor documentation.
- Provide competitors with Rubax or Schindler tools or accept tools from competitors.
- Exchange error / fault information with competitors.
- Give or accept help to / from competitors for free.
- Provide to any third party information about Rubax or Schindler's business...



Cartels or Collusion

Customer Meetings Do's and Don'ts



If a Competitor Attempts to Discuss Improper Business Topics:

- ✓ **STOP** the conversation. Tell the other person that our Code of Conduct prohibits such conversations.
- ✓ **LEAVE** if the competitor persists with the topic.
- ✓ **REPORT** the incident.

If Schindler and Rubax both quote the same opportunity there can be no commercial discussions as this would still count as collusion

Antitrust

Information exchange about Competitors' Products and Services

- It is legitimate to offer services for Competitors' products as this increases competition.
- It is therefore legitimate to **properly** obtain and use information which is required to provide services for Competitors' products (maintenance manuals, technical documentations etc).
- Information may only be exchanged **directly with Competitors** if approval is given by senior management (Rubax MD or Schindler MD).

Possession of Competitor Documents is Permissible Provided that They Come from a Legitimate Source and the Source is Noted with the Document

Competitor Documents may be obtained from third party or public sources:

- Documents directly from a competitor should not be accepted unless they are being distributed to the public at large, such as through a public internet site or a trade show.
- It is permissible to invite a third party to tender using a competitors document, unless the third party is breaching an agreement of confidence with the competitor.
- If a third party offers a document that is marked confidential by a competitor or otherwise indicates that it was given to the third party in confidence, decline to accept the document or return it as soon as possible.
- When a competitor document is obtained, ensure that the source identification for the document is retained.

Bribery Act

Effective April 2011

- Comply with all applicable laws and regulations.
- Not accept illicit benefits nor extend such benefits to other people.

The Bribery Act came into force in April 2011:

- Will introduce a **corporate offence of failure to prevent bribery** by persons working on behalf of a business
- Make it a **criminal offence** to give, promise or offer a bribe and to request, agree to receive or accept a bribe either at home or abroad,
- Increase the **maximum penalty** for bribery from seven **ten years imprisonment, with an unlimited fine**

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Gifts

Gifts offered by customers:

- **You must inform your Manager of any and all gifts**, who will decide whether you can accept the gift,
- **You cannot accept cash or vouchers,**



No Conflicts of Interest

Conflicts of interests insidiously damage the company from within.

- Lead to divided loyalty
- Harm the customer
- Cause loss of business
- Result in loss of company resources and assets
- Cost innocent people their jobs
- Require costly and time consuming protective processes
- Endanger the public

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Your Contribution

If you have reason to believe someone is violating the Code of Conduct, let us know.

- Employees who report possible violations of the Code of Conduct in good faith are guaranteed “Whistle blower” protection.
 - You may report possible violations anonymously
 - Even better, help us to follow up the case more effectively by giving us your name so we can contact you if we need more information.
- All “Whistle blowers” will be fully protected from any form of retaliation or discrimination.

Leniency

What is it?

- The practice of co-operating with the regulators to secure reduction in, or total immunity from, eventual penalties;
- Office of Fair Trading (OFT) / commission leniency policies – Only available for cartel-type activity (OFT: includes resale price maintenance)

Why is it relevant?

- May be the reason a dawn raid has been launched - pre-investigation leniency
- But also may benefit from 100% immunity from fines even if apply after raid commences (or at least possibility of substantial discount)

Internal Leniency

We have a **Zero Tolerance Policy on Collusion:**

- Employees who are involved in Collusion, will **be dismissed**.
- Employees who had prior involvement in Collusion, who **disclose** such involvement before an external investigation starts, will not be dismissed. They will be treated according to their support to clarify the issue.

No excuses, please

- “I did not know.”
- “Competitors are doing the same.”
- “We have always done it like that.”
- “This is customary here.”



Where can I obtain more info?

The Compliance Team

- In the first instance raise any concerns with your line manager



If in doubt, ask

Thank You

Training Attendance Record form must be completed & retained for record purposes.