

A close-up photograph of a woman with vibrant red, wavy hair, smiling warmly. She is wearing a white sleeveless top. The background is a blurred outdoor scene with other people and greenery, suggesting a public event or festival.

**SWISS PRIME SITE**

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**CODE OF  
CONDUCT**

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# SWISS PRIME SITE CODE OF CONDUCT

Our reputation as a company with integrity and responsibility plays a very important role for us.

Our day-to-day conduct forms the foundation of our success as the leading real estate investment company in Switzerland. Each of us has the task and duty to live up to this requisite behaviour every day.

## Dear employees

Why does Swiss Prime Site need a Code of Conduct? There are situations in which we are uncertain how we should behave. This Code of Conduct provides us with support, enabling us to properly recognise these difficult and complex situations as well as indicating where we can obtain information and how we should conduct ourselves.

This Code of Conduct defines clear principles on which we can orientate ourselves in our everyday working environment.

This Code of Conduct enables us to always act with integrity when dealing with our business partners, clients, guests, the authorities and all the other stakeholders.

We rely on your support in order to make this Code of Conduct an essential element of our corporate culture. Only through ensuring that we focus our day-to-day actions on these principles we can instil this Code of Conduct as an integral part of our organisation and hence providing a significant contribution to the success of Swiss Prime Site.



**Hans Peter Wehrli**

Chairman of the Board of Directors, Swiss Prime Site AG

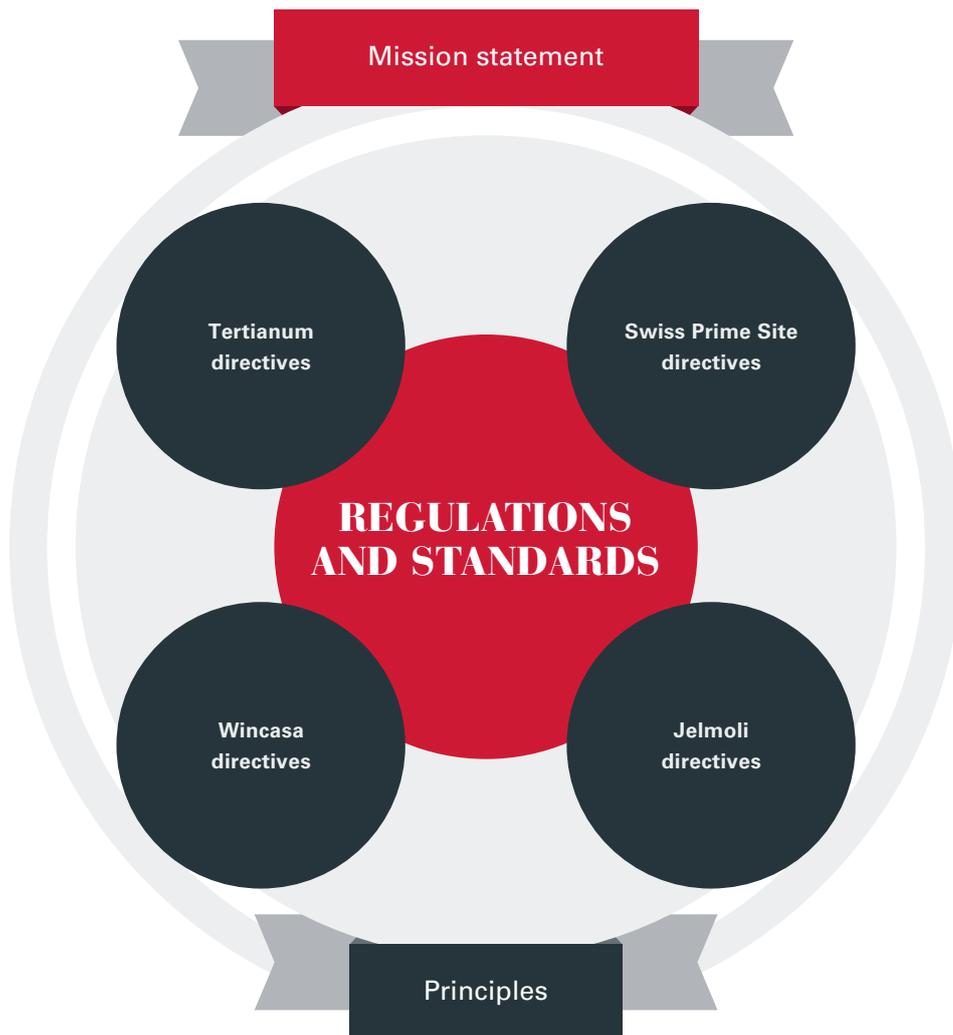
# ABOUT OUR CODE OF CONDUCT

## Formation and Structure of our Code of Conduct

Swiss Prime Site is Switzerland's leading real estate investment company. Within the scope of our business activities, we focus on investments in profitable, high-quality properties as well as the development of supplementary real estate-related business segments, accompanied by an active portfolio management.

This Code of Conduct focuses on our mission statement and is structured according to our principles, which are substantiated by regulations and standards.

You will find further information on the individual topics in the respective directives of your company.



## Our principles

Our principles form the foundation for our day-to-day conduct and hence the long-term success of our group of companies:

- 1 We act in accordance with the rule of law.
- 2 We treat each other with mutual esteem and respect.
- 3 We respect our property and uphold the protection of confidential and personal data.
- 4 We have clear regulations for handling conflicts of interest.

On the following pages, we outline our principles through regulations and standards that provide us with support on how we should conduct ourselves in difficult and complex situations.

## Scope

This Code of Conduct is mandatory for all employees of Swiss Prime Site AG and its subsidiaries. It defines the conduct that is expected from each and every employee. Each employee is obliged to comply with and respect these principles within the scope of day-to-day work activities.

The management is responsible for leading by setting a good example, thus paving the way for employees to live up to the significance and importance of the Code of Conduct.

## Further information

Each Swiss Prime Site company has supplemented the principles and standards that are valid throughout the group with company-specific directives. You will find the applicable internal documents for each respective company in the overview.

## Consideration of actions

With all of our activities, we are always compelled to diligently and proactively take into consideration whether the intended action is in accordance with the relevant laws, rules and internal directives.

We aim to avoid not only actual misconduct, but also even the appearance of any breach of conduct. The following questions provide some orientation in the case that you are uncertain whether a specific action is appropriate in a given situation:

- Are there laws or regulations that apply to this situation and require from us a specific conduct?
- Am I viewing the situation objectively and independently, or is my opinion impaired or influenced?
- How would I feel if my actions were to appear on the front page of a newspaper the next day?
- What is the motivation for myself and others involved that would favour taking precisely such action?
- If my action were to become public knowledge, would it have the appearance of unlawfulness?

If you are uncertain whether a specific action is appropriate or could be inappropriate, please ask your superior or contact the person responsible for compliance.

## Compliance with the code of conduct

We require compliance with our Code of Conduct. Violations of the Code of Conduct can result in disciplinary consequences extending to termination of the employment relationship. If you have any questions or uncertainties regarding compliance with the Code of Conduct, please contact your superior or person responsible for compliance.

## Reporting

If you observe a possible act of misconduct or conspicuous activity (e.g. violation of regulations or other incidents), please report these to your superior or person responsible for compliance at the company or group level, or use the Internet address referred to in the accompanying overview, where you can also report your concerns anonymously. We treat all reports with confidentiality and follow up on every notification. We protect each individual that comes forward with a report in good faith as well as prohibit any retaliatory measures.

# WE ACT IN ACCORDANCE WITH THE RULE OF LAW

## Compliance with laws

We manage our group of companies in accordance with the Swiss rule of law. We have implemented various directives that should provide us with support in recognising our legal obligations and acting in compliance with them. We all have the personal obligation to be familiar with the relevant laws and uphold them in day-to-day working activities. In the event that we feel uncertain, we should seek assistance and support from the relevant experts.

## Competition

We believe that free and open competition leads to high-quality products and services. We refrain from acts that restrict competition – such as making arrangements with competitors regarding prices, costs or clients – and deal with our competitors fairly.

## Money laundering

Money laundering is defined as concealing funds from criminal activities through legitimate business operations. We do not tolerate any money laundering whatsoever. In our view, this means that in all business activities we must have knowledge regarding the type of operations of our (potential) business partners. In order to recognise and accordingly avoid and report any relevant (potential) money laundering activities, we should know the origins of the corresponding money or property as well as the underlying purpose thereof. If you notice any suspicious transactions, please report them accordingly.

## Bribery and corruption

Bribery is defined as offering, effecting, soliciting or accepting monetary payments, gifts or favours in order to influence the progress or outcome of business activities in a prohibited way. This also includes bribery and corruption towards public officials as well as bribery and corruption activities in the private sector.

We denounce any type of bribery and corruption, foster a culture of combating fraud and accordingly pursue a zero-tolerance approach in this regard. We neither offer nor authorise corruption- and bribery-related payments, or solicit or accept such payments from third parties.

This also means that all Swiss Prime Site employees must constantly be vigilant regarding invitations, gifts or other payments and favours, and should always scrutinise these activities with respect to the relevant reasons and dimensions. Furthermore, Swiss Prime Site has enacted clear regulations regarding how to deal with gifts and favours, in order to avoid even just the appearance of bribery and corruption.

## Reporting

Precise accounting and completeness of business documentation play a very significant role for us. We report our business activities on a transparent basis and communicate openly and fairly with our stakeholders.

We prepare our company reports in compliance with valid laws and regulations. Each and every one of us is obliged to ensure that the reporting of business activities is complete, correct and comprehensible. We retain the corresponding documents in accordance with the valid legal provisions.

## WE TREAT EACH OTHER WITH MUTUAL ESTEEM AND RESPECT

### Anti-discrimination

Treating each other openly and respectfully is a decisive basis for successful collaboration, internally within Swiss Prime Site as well as with third parties.

We do not tolerate any discriminatory activities, particularly due to race, nationality, gender, sexual orientation, religion or age. We ensure a climate of mutual respect and trust.

We do not condone any personal attacks or discriminating actions, which can occur in the following cases, for example:

- offensive jokes, disparagements or insults
- threats, hostilities or acts of intimidation
- hostile actions due to characteristics such as ethnic background, nationality, gender or sexual orientation
- harassment, annoyance or exclusion of a person or group of persons
- undesired sexual advances, sexual jokes or viewing, disseminating or exhibiting pictures with sexual innuendos

This means that you should treat the persons within Swiss Prime Site as well as third parties with esteem, respect and fairness, discriminating against no one.

### Equal opportunity

We provide equal opportunities for all employees, for example, regarding recruitment, employee assessments, further educational opportunities and promotions. We carry out personnel-related decisions exclusively based on the requirements of the respective position and qualifications of applicants. We remunerate all of our employees fairly and according to the performance principle.

We derive personnel-related decisions (e.g. recruitment, performance evaluations, disciplinary measures, compensation) exclusively from the qualifications, suitability and performance of the relevant person, in conjunction with the requirements of the respective position and business considerations.

### Health and safety in the workplace

All Swiss Prime Site employees have the right to work in a safe and appropriate environment. We ensure a secure workplace and protect the health of our employees. Neither alcohol nor drug consumption by our employees is allowed during working hours. Moderate consumption of alcohol applies at important events (e.g. board/committee meetings, dining with clients, social occasions, etc.), which in no way should impair employees' safety and ability to work. If you notice any source of risk or other adverse circumstances that may impair health or safety, please report these immediately. The health and well-being of our employees are important to us.

### Sustainability

Taking into consideration the present as well as future demands of society, the economy and the environment plays a significant role for us. We are aware of this responsibility and perceive it as a basic prerequisite for the long-term success of our business.

We are committed to utilising environment-friendly technologies, renewable energy and sustainability-relevant concepts.

### Suppliers

In the collaboration with our suppliers, we are vigilant regarding competence, quality and sustainability. All suppliers and service providers are compelled to deal with environmental and social issues responsibly together with us, within the scope of their business activities.

## WE RESPECT OUR PROPERTY AND UPHOLD THE PROTECTION OF CONFIDENTIAL AND PERSONAL DATA

### Company property

Each of us is responsible for protecting Swiss Prime Site's company property, which includes, for example, materials, merchandise, money, equipment, vehicles, and buildings, as well as our intellectual property such as know-how, data, brands and patents.

Each of us can provide a contribution toward protecting our company property. In this context, we are all encouraged to note any conspicuous abnormalities, secure valuable objects and documents as well as undertake the relevant reporting if we observe anything unusual.

### Private use of business property

We utilise Swiss Prime Site's company property for business rather than private purposes, which also includes the communications and information media provided. Please refer to the individual company directives applicable to you regarding the extent to which business property can be used for private purposes: for example, a private telephone conversation via a business device.

### Protection of personal data

We respect the right to privacy of our employees and third parties and handle personal data confidentially. We ensure that we record only the personal information that is essentially mandatory, such as name, address, date of birth, gender, length of service and bank account data, which are relevant for the purpose of paying wages and salaries as well as social security accounting.

We ensure that these personal data are viewed and processed solely by the few relevant employees authorised to do so. Moreover, we protect employees' personal data from unauthorised access by third parties.

### Protection of confidential data

Within the scope of our business activities, we receive access to internal and external information. We must always assume that the information provided is confidential by nature (for example, client data, personal data, business-relevant information, etc.). We are obliged to handle such data diligently and use the information solely for the purpose originally designated. Furthermore, we protect access to this data by unauthorised third parties.

### Copyrights and patent rights

We respect copyrights and patent rights. Concepts and designs that are created by our employees in the course of exercising their official employment activities and fulfilling a contractual obligation – or who participate in the creation of such – are acquired as property of Swiss Prime Site.

## WE HAVE CLEAR REGULATIONS FOR HANDLING CONFLICTS OF INTEREST

### Conflicts of interests

Conflicts of interest are defined as, for example, personal relationships, external activities or interests of other associated companies that could influence our decisions.

All Swiss Prime Site employees are effectively obliged to avoid any situations that can lead to conflicts of interest. If we notice any circumstances that may result in a (potential) conflict of interest, we should immediately notify our superiors.

### Restrictive exchange of information (chinese walls)

We may obtain confidential information within the scope of our company activities that could also be interesting for other departments or external interest groups.

In order to avoid potential conflicts of interest, we ensure that there is no exchange of data among the departments and employees affected with regard to this confidential information (so-called Chinese Walls). We only utilise employees in the relevant projects and departments that are free from any conflicts of interest. We ensure strict separation and protected dissemination of any relevant sensitive information.

### Non-work-related activities

We devote our working hours to the success of Swiss Prime Site. Non-work-related activities may not be contrary to the interests of Swiss Prime Site. Performing any, for example, secondary activities or assuming any mandates, public offices or duties in professional organisations should be subject to diligent consideration as to whether any potential conflict of interest with the activities at Swiss Prime Site could exist. Please find the details regarding secondary activities – such as prohibited secondary activities or reporting procedures – in the individual directives of your company applicable to you.

### Insider transactions

Insider transactions are defined as trading Swiss Prime Site shares or other securities based on relevant, publicly undisclosed information or passing such information to third parties that subsequently execute the relevant transactions.

We are all prohibited from executing any insider transactions. We protect any information obtained confidentially and use such information solely for business purposes. Furthermore, we neither spread rumours nor mislead others with any false information regarding Swiss Prime Site's business performance.

## Contact persons

If you are uncertain whether a specific action is appropriate or could be inappropriate – or when you generally have any questions or uncertainties regarding compliance with the Code of Conduct – please contact your superior or person responsible for compliance of your group company (see overview).

### **Your contact person responsible for compliance in the group:**

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Head Legal & Compliance

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