



# **Global Code of Conduct**

**July 2022**

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# Important Notice Regarding Code of Conduct and Employee Status

This Code of Conduct contains some of the policies and procedures used by Datacolor (the "Company" or "We") as guidelines in personnel matters. Each employee ("You") should review the contents of the Code of Conduct, use it as a source of information and comply with the policies and procedures. Not every situation can be covered in a policy document, so you should contact your HR manager with any questions about ethical situations or employment concerns.

The Code of Conduct applies to all executives, directors, managers, employees, permanent and temporary employees of the company, as well as volunteers, contractors and consultants. Suppliers are expected to abide by these same values, which are covered separately in our Supplier Code of Conduct.

Oversight of this policy is provided by Datacolor's Board of Directors. Responsibility for implementing the policy is held by the Global HR Director & Compliance Officer.

Finally, nothing in this Code of Conduct should be interpreted as altering the status of an employee. This means that an employee remains free to terminate his or her employment relationship with Datacolor and Datacolor remains free within the limits of applicable local laws to terminate its employment relationship with the employee at any time with or without cause or notice.

This Code of Conduct supersedes any previous versions.

## A Colorful History and a Bright Future

Datacolor is a global leader in color management solutions and color communication technology. The world's leading brands, manufacturers, creative professionals and consumers, have been choosing Datacolor's innovative technology and solutions to consistently achieve the right color for more than 50 years.

A Swiss-held company, Datacolor's global presence encompasses a sales, service and support network serving customers in more than 100 countries throughout Europe, the Americas, and Asia, along with 15 worldwide offices and a production facility in China.

Founded in 1970 and headquartered in Lawrenceville, NJ, USA, Datacolor is a global leader in color management and color communications technology.

Since 2009 Datacolor is a stand-alone, pure play, publicly traded company on the Swiss stock exchange and well positioned financially to pursue its growth strategy.



# Color Management

Color management enables businesses to ensure that selected colors are accurately reproduced on any medium whether it be paper, cotton, silk, plastic, paint, ink, tablets, mobile phones, or flat screen TV.

## Why Is Digital Color Management Important?

By replacing the human eye with a color measurement device, colors can now be quantified and managed by the numbers. Digital color management allows the user to measure, communicate, visualize, and reproduce color in an objective way. This offers several advantages:

- The color becomes consistent and is freed from individual interpretation.
- Having quantitative data allows for easy digital communication of color information.
- Color data allows for the development of software that creates recipes for reproducing colors with precision, provides consistent color profiles for printers and monitors, and enables objective color quality control.



# Datacolor Mission, Vision and Strategy

## Mission and Vision

Datacolor's mission is to be a global, customer-focused, growth-oriented, profitable and sustainable company that provides a wide range of innovative, easy to use, high quality products and services assuring color\* and appearance are accurately measured and managed.

To accelerate growth, Datacolor will expand its business activities in adjacent areas by applying its knowhow in product development, manufacturing, sales and support as well as by digitalizing its own and customer's workflows.

The Company aims to be a technology and innovation leader and at least a strong number two in the markets on which it is focused, as well as the standard for color in these segments, by applying leading software and hardware technologies in its products and providing market-leading services primarily through its direct sales organization as well as partners.

By broadening its software offering, Datacolor actively pursues the latest technologies in Cloud Computing, Artificial Intelligence and Big Data analytics, while at the same time developing connected instruments using the latest sensor and data sharing technologies.

Datacolor prides itself on investing in highly engaged and skilled employees who are in tune with customer needs and live Datacolor's core values.

Realizing this vision is expected to lead to profitable organic sales growth of over 10% per year accelerated with targeted acquisitions and EBITDA of 18%. The Company's longer-term revenue goal is \$200m.

\*Applications expand into the Near UV & IR light spectrum

## Strategy

Five strategic drivers form the basis for profitable growth:

- Expand sales and support of existing solutions
- Bring innovative solutions to market
- Continuously improve effectiveness and efficiency
- Accelerate growth through acquisitions
- Have engaged employees and a collaborative culture supporting Datacolor's values

## Core Values: What we stand for

**Customer focus:**

- We are focused on providing customers with the solutions and support they need to achieve color accuracy.
- If our actions are not adding value to our customers, we will change our focus.

**Execution:**

- We realize a plan is only worth something if it gets executed.
- We understand the importance of executing a plan on schedule and on budget.

**Ownership:**

- We feel a strong connection with the company and take ownership of our areas of responsibility.
- We always act ethically and in the best interest of our company, our customers and our colleagues

**Teamwork:**

- We take pride working in a global environment and utilize teamwork to realize our common goals.
- We communicate key information and accept different points of view.

**Learning:**

- We believe that learning new skills will open opportunities for personal and company growth.
- We actively seek new ideas to make our business better.

**Passion:**

- We are passionate about our work and our color management solutions.
- Our passion is what drives us to constantly explore new opportunities for growth.

**Ethics:**

- We adhere to company policies and legal standards whenever and wherever we do business.

## Rules of Engagement

At Datacolor we engage with our colleagues on a daily basis. The rules of engagement guide us to do so in a productive and respectful manner.

- We will always assume the good intention of all team members.
- When an issue arises, we will reach out with a helping hand first, with the intention of fixing the problem, not assigning blame.
- Issues will be raised with involved parties before being discussed with others, including the boss.
- We will address issues face-to-face or by telephone, not by email.

### RULES OF ENGAGEMENT



We always assume our colleagues **have good intentions.**



When an issue arises, we **reach out with a helping hand** and don't assign blame.



Issues are **raised with involved parties** before being discussed with others, including "the boss."



We **address issues face-to-face or by telephone** - not by email.

## A Talented and Rewarded Workforce

We compensate employees competitively relative to the industry and local labor market, and in accordance with terms of applicable collective bargaining agreements. We work to ensure full compliance with applicable wage, work hours, overtime, and benefits laws

### **Compensation Philosophy**

Datacolor seeks to provide compensation that is competitive within the markets where the Company does business. Our commitment is to maintain a consistent, fair and affordable compensation program that attracts, retains, and motivates a high-quality workforce and enables the Company to deliver on its goals.

Salary reviews are conducted annually each January with adjustments made based on the prior year's performance, the market, and the budget approved by the Board. Our salary review policy reserves final compensation decisions to management's discretion. The policy may be revised at any time based on business circumstances.

### **Talent and Career Development**

Our people are our most important asset. Datacolor is committed to providing challenging and rewarding career opportunities for employees. Datacolor is committed to promoting a performance-driven culture in which employees understand what is expected of them. Performance reviews are conducted in an objective and professional manner to help employees become more effective in their roles.

We are committed to equipping our employees with the skills needed to succeed at their job. We foster continuous professional growth, learning and development. We offer a variety of online and classroom training opportunities to employees across the organization.

# Performance, Career and Recognition

An employee who does not meet performance expectations may be put on a documented performance improvement plan. Company policy is that employees who receive a performance rating of "Development Needed" will be placed on an improvement plan. The goal of this plan is to identify specific actions needed to improve performance. Failure to meet the requirements of a performance improvement plan within the agreed time frame may result in further actions including more in depth training or termination of employment in line with applicable laws.

## Goal Setting Process

### Purpose of Effective Goal Setting

- Aligns the workforce with most important Company priorities.
- Cornerstone of professional performance measurement and evaluation.
- Helps prioritize work activities as a tool for resource planning and allocation.
- Collaborative goal setting helps build commitment to goals and minimizes conflicts in expectations.
- Assessing goals regularly (at least quarterly) helps keep performance on track.
- If we don't measure something, objectives may not be reached.

The goal setting process begins in October each year at the start of the fiscal year. Training and communication about the expectations of employees and managers will occur each year to guide both employees and managers on what's required.

All employees are expected to have measurable goals established, agreed upon, and documented with their manager at the beginning of the fiscal year. Progress should be reviewed against stated goals on a quarterly basis. The year-end performance rating will be determined based on accomplishments against goals and other performance criteria as per the performance ratings guidelines.

## Performance Reviews

### Purpose

- To promote candid performance assessments that help employees become more effective.
- To link performance outcomes with compensation and reward actions.
- To provide a framework for aligning training with development needs.
- To promote a performance-driven culture.

## Employee Assessment and Development Process



### What's Expected

#### Employee

- Conduct a realistic self-assessment of your performance. (Performance ratings are accomplishment based.)
- Proactively identify and discuss your strengths and development needs with your manager during your performance review.
- Set clear goals and ask for support in reaching those goals.

#### Manager

- Apply performance differentiation when rating your team as per the performance ratings guidelines.
- Provide clear supporting rationale to justify performance ratings.
- Give candid feedback to your team by providing clear examples of strengths and areas requiring improvement.
- Ensure that one or two concrete development actions are agreed upon as part of the performance review.
- Make time on a routine basis to have performance and development discussions - not just once a year.

#### Company

- Invest in people - time, money, culture.
- Provide opportunities in line with the development of the organization.
- Provide tools and resources for support.

## Performance Rating Guidelines

- Exceeds Expectations**
- Demonstrated Extraordinary performance in all aspects of the role.
  - Significantly exceeded goals and objectives.
  - A role model on Company Values.
  - Going beyond the scope of the position, proactively delivering major achievements.
  - Mastery of critical skills for the function driving continuous improvements.
- 

- Meets Expectations**
- Employee delivered on the expectations for the role on performance and values
  - Employee’s performance was competent delivering on effort priorities
  - Decisions and recommendations were always sound in the routine areas of position responsibilities and were generally sound in the less structured areas
  - Employee demonstrated initiative and accomplished established goals
- 

- Development Needed**
- Did not consistently meet the performance or values standards for the positions.
  - Employee did not always complete assignments on time or comprehensively.
- 

## Career Training / Seminar Reimbursement Policy

Datacolor is committed to providing employees the opportunity to further their education and training as it relates to their current position or future career path. If you are interested in attending a seminar, workshop, course, etc., please provide the necessary information to your manager, as well as the Human Resources Department, for review and approval.

## Employee Recognition Program

Datacolor has a range of tools to formally recognize colleagues and reward them for outstanding contributions to the Company. For details and program criteria, please view the Datacolor Reward and Recognition Program on the HR SharePoint.

# A Caring Organization

## Protection of Employee Information

Datacolor respects the privacy of information regarding current and former employees. It is the goal of the Company to ensure that information regarding employees is collected, stored, and released in compliance with Company guidelines and applicable law. In general, sensitive information regarding an employee's performance or conduct will be released only to individuals with a legitimate need to know the information.

For information on how to provide employment and salary verification to outside entities, please contact a member of the Human Resources Department.

## Reporting Changes to Your Personnel File

When you began employment with Datacolor, you provided information (for example, your name, Social Security number, address, insurance beneficiary, emergency contact information, etc.) needed to place you on the Company's payroll and to enroll you in benefits programs. It is important, both for the Company and for you, that this information is kept up to date.

For employees who travel, it is essential to keep emergency contact information current. Please promptly report changes in this information into the HRIS system.

# A Safe Workplace

## Health and Safety Statement

Datacolor is committed to providing a healthy and safe workplace and will utilize the appropriate resources to achieve best practice in this regard. Each employee is responsible for working safely and for making use of training, resources and equipment provided to support a safe work environment. The Company will observe applicable legislation as required by all Datacolor legal entities.

Every member of management and staff is charged with the responsibility of implementing this Health and Safety Statement. We urge each staff member to strive continually to improve health and safety as we grow our business. Datacolor ensures that occupational safety is observed at all levels of the Company. Protective measures can only be taken once the hazard potential of the work and its conditions are known. This is to be determined according to the type of activity. In the case of similar working conditions, the assessment of a job or an activity is sufficient. Tele-workplaces must also be assessed in terms of their risk.

Fulfilling these objectives requires a dedicated and disciplined approach to safety and a commitment from all employees, visitors, and suppliers to maintaining a safe work environment. You must immediately notify your manager of any immediate and significant danger to safety and health and any defect found in the protective systems.

## Workplace Security

We are committed to maintaining a workplace that is free from violence, harassment, intimidation and other unsafe or disruptive conditions due to internal and external threats. Security safeguards for employees are provided, as needed, and are maintained with respect for employee privacy and dignity.

# A Respectful and Fair Place of Business

## **Commitment to Labor and Human Rights**

At Datacolor, we are committed to upholding labor and human rights in our relationships with employees, customers, suppliers, partners and in the communities in which we operate. Our approach to labor and human rights is informed by international laws, conventions and frameworks including the United Nations Guiding Principles on Business and Human Rights, the Universal Declaration of Human Rights, and the International Labor Organization's 1998 Declaration on Fundamental Principles and Rights at Work.

We recognize that we are part of the communities in which we operate, and we are committed to engaging in good faith with communities on human rights issues important to them. Where appropriate, we also engage with a wide range of civil society and other stakeholders on human rights issues related to our business. This includes issues in our company, across our value chain and with our community involvement.

## **Promise of Respect and Fair Treatment**

Datacolor is committed to treating all employees with respect and fairness. To demonstrate our commitment, we encourage employees to voice concerns about their treatment in an atmosphere of respect and cooperation.

## **Forced Labor and Human Trafficking**

We prohibit the use of all forms of forced labor, including prison labor, indentured labor, bonded labor, military labor, modern forms of slavery and any form of human trafficking.

## **Child Labor**

We will not tolerate the use of child or forced labor in any of our operations and facilities. We do not tolerate the exploitation of children, their engagement in unacceptably hazardous work, and the physical punishment, abuse, or involuntary servitude of any worker.

## **Freedom of Association**

We respect our employees' right to join, form or not to join a labor union without fear of reprisal, intimidation, or harassment. Where employees are represented by a legally recognized union, we are committed to establishing a constructive dialogue with their freely chosen representatives. The Company is committed to bargaining in good faith with such representatives.

## **Diversity, Inclusion and Equal Employment Opportunity**

The Company is committed to equal employment opportunity. Consistent with that goal, the Company is opposed to discrimination against any employee or job applicant because of his or her race, color, national origin, ancestry, birthplace, culture, nationality, citizenship, linguistic characteristic associated with an ethnic group, religion, creed, age, sex, sexual orientation, gender identity or expression (including gender reassignment), liability for military service, atypical hereditary cellular or blood trait, disability or handicap, marital or family status, domestic partnership, civil union or any other characteristic protected by law. These principles apply to all personnel decisions and to all terms and conditions of employment. The Company will make reasonable efforts to accommodate disabilities and religious practices in accordance with law.

The basis for recruitment, hiring, placement, development, training, compensation, and advancement at the Company is qualifications, performance, skills, and experience. All employment decisions are covered by this commitment, including recruiting, hiring, training, promotions, pay practices, benefits, disciplinary actions, and terminations. The Company seeks to fill each position with the best qualified candidate.

# Harassment

## Preventing Harassment and Bullying

Datacolor is committed to providing and maintaining a workplace that is free of harassment of any kind. Harassment is offensive, unwelcome, physical or verbal behavior or sexual conduct. We prohibit any conduct that contributes to an intimidating or offensive work environment and/or interferes with a person's ability to perform his or her job, particularly when such conduct is based on:

a sexual, ethnic, religious, racial slur, other verbal or physical conduct relating to a person's:

- Age
- Color
- Disability
- Genetics
- Gender
- Gender Identity
- Marital or Family Status
- National Origin
- Race
- Religion
- Sexual Orientation
- Veteran Status

Do not assume that behavior that is not offensive to you is welcomed by others. Harassment may involve, but is not limited to, co-workers, supervisors, vendors, or clients. Harassment is a very serious violation of the Company policy and may result in counseling and disciplinary action up to and including termination of employment.

## Sexual Harassment

For purposes of this policy, sexual harassment is defined as unwelcome, gender-related conduct that becomes a term or condition of employment. Such conduct could include, but is not limited to, requests for sexual favors, unwelcome verbal or physical conduct of a sexual nature, or pranks devoid of sexual content undertaken because of the target's gender. Sexual harassment occurs when:

- Submission to or rejection of such conduct is used as the basis for employment decisions affecting the individual; or
- Unwelcome conduct has the purpose or effect of unreasonably interfering with an individual's work performance or creates an intimidating, hostile or offensive working environment.

Some examples of conduct that may constitute sexual harassment include:

- Threatening or taking adverse employment actions if sexual favors are not granted;
- Unwelcome flirtations, propositions, or advances;
- Unwelcome physical contact;
- Whistling or leering;
- Improper gestures;
- Offensive remarks including unwelcome comments about appearance;
- Sexual jokes or use of sexually explicit or offensive language;
- Displays of sexually suggestive objects, pictures, or websites in the work place.

The above list is not intended to be all-inclusive. Even one instance of such conduct, if severe enough, may constitute a violation of this policy.

**Harassment by Non-Employees**

The Company will not tolerate harassment of employees by non-employees (e.g., clients, contractors, vendors) and, upon being made aware of same, will take steps to protect its employee from such conduct.

## Appropriate Conduct

Employees are expected to conduct themselves at work in a manner that reflects credit upon themselves, their coworkers, their departments, their managers, and the Company. Unethical behavior is not compatible with this expectation.

The Company is dedicated to providing its employees, customers, and community neighbors with a safe, healthful, and efficient working environment. The Company will take all reasonable measures to honor this commitment.

The use of illegal drugs or alcohol in the workplace or elsewhere during working hours will not be tolerated.

Threatening or abusive behavior will not be tolerated. Criminal conduct will be reported to law enforcement authorities.

## Appropriate Attire and Appearance

It is important that employees be comfortable in their work environment while maintaining a professional appearance and be properly attired for work. The Company's policy permits appropriate casual attire to be worn every workday.

All clothing must be neat, clean, and in good repair. Clothing that is faded, stained, discolored, torn, patched, ripped, or frayed is not appropriate. Employees must abide by safety standards applicable to the jobs they perform and should dress in a manner that promotes safety.

Examples of appropriate attire include, but are not limited to slacks, khakis, sport shirts, polo and cotton shirts, golf shirts, skirts and dresses, jeans, turtlenecks, sweaters, loafers, sandals and athletic shoes.

Examples of inappropriate attire include, but are not limited to tank tops, halter tops, beachwear, shorts, overalls, work-out attire, slippers, clothing with offensive or distracting logos and/or slogans, revealing clothing.

Please keep your workday schedule in mind when you are dressing for work. Employees are expected to dress appropriately for business events, customers meetings, and special functions. Coat and tie and/or business suit for men and dress business attire for women or business casual should be the norm for such events where customers or other visitors are likely to be dressed in that manner.

This policy does not require employees to purchase casual business attire. Employees who prefer to dress in formal or traditional business attire should feel free to do so.

## Integrity in business practices

### Conflict of interests

We are committed to act in the best interest of Datacolor. We use Datacolor's property and information only for proper and legitimate business purposes and we make decisions independently of personal interests.

A conflict of interest may arise when our personal interests interfere, or may be perceived as interfering, with our ability to perform our duties effectively and fairly.

Where we can, we avoid any relationship or activity that might impair, or even appear to impair, our ability to make objective and fair decisions when performing business on behalf of Datacolor. When such relationships or activities cannot be avoided, you must disclose them promptly to your supervisor or the Compliance Officer. Many actual or potential conflicts of interests can be resolved in an acceptable way for both the employee and Datacolor.

Outside engagements: Professional engagements outside Datacolor, including third-party board memberships, can result in conflicts of interest. You should first check whether such engagement is allowed under the terms of your employment contract, and in addition make sure that it would not unduly interfere with your work for Datacolor.

### Insider information and insider trading

Insider information is defined a non-public information about Datacolor or its business partners which a reasonable investor would consider important in deciding whether to buy, sell or hold the company's securities.

Examples of material, non-public information include:

- Unannounced mergers or acquisitions;
- Pending or threatened litigation;
- Non-public financial results.

Datacolor's employees who learn about insider information in the performance of their duties, whether intentionally or by coincidence, are considered insiders. Likewise, non-employees who obtain such insider information can also be considered as insider.

Insiders must comply with the following rules:

- Insider information must be kept strictly confidential and may not be disclosed to any non-insider within or outside Datacolor;
- Insiders must not buy, sell or otherwise trade in securities of Datacolor or any other listed companies involved;
- Insiders must not provide trading recommendations to non-insiders.

In most countries, insider trading is strictly illegal and the acting insider as well as Datacolor may be penalized.

If you have any questions or concerns, you may seek guidance from our CFO or Compliance Officer.

### Fair competition

Violation of antitrust and competition laws are never in Datacolor's interest and are not tolerated. In all regions and countries where we do business, we are committed to competing vigorously but fairly for suppliers and customers.

You must never enter into agreements, understandings or coordinate activities with actual or potential competitors to:

- Fix prices, premiums, or any specific elements thereof;
- Limit or restrict the kind or quantity of products or services supplied;
- Allocate markets geographically or according to trading partners, customer segments, or product lines;
- Engage in any communication with competitors about bids;
- Set the terms or outcome of a bidding process;
- Boycott suppliers or customers as a means to prevent the supplier or customer from dealing with a competitor;
- Abuse a dominant position in a particular market;
- Exchange competitively sensitive information;
- Engage in any other behavior that would otherwise limit competition in breach of applicable laws and regulations.

In addition to Datacolor's liability as a company, employees who engage in anticompetitive behavior will be subject to penalties.

If you have any questions or concerns, you may seek guidance from our CFO or Compliance Officer.

# Datacolor Whistleblower Policy

This Whistleblower Policy (the "Policy") has been adopted by the Board of Directors (the "Board") of Datacolor AG (the "Company") on November 05<sup>th</sup>, 2019. In addition to providing guidance to employees, the Policy is designed to enhance the Company's compliance with whistleblower laws applicable to the various locations in which the Company operates. In the event of a conflict between a law and this Policy, the law will take precedence. Additional information about local whistleblower laws may be posted in the workplace or included in the personnel manual. New Jersey-based employees should review the handbook section entitled *Conscientious Employee Protection Act ("NJ Whistleblower Act")* for additional information on whistleblower protections applicable to them.

## Introduction

Datacolor AG, a company incorporated in Luzern, Switzerland, and all its subsidiaries (together "Datacolor") are committed to adhering to their statutory obligations, rules, and values. Datacolor is committed to providing individuals with a means of disclosing breaches of Company rules, public policies, and applicable laws.

This Policy provides for the protection of employees and contractors who come forward to disclose breaches.

## Definitions

A "Whistleblower" includes a current or former employee (including any assembly worker, director, VP, manager etc.) or contractor of Datacolor who discloses Reportable Conduct to Datacolor. A Whistleblower may make their disclosure anonymously or under their own name.

"Reportable Conduct" includes breaches of general law, violations of Datacolor policies, or actions contrary to generally recognized principles of business ethics. Examples of misconduct constituting Reportable Conduct under this Policy include but are not limited to:

- bribery and corruption;
- fraud and theft;
- unethical business practices;
- violations of law or Company policy;
- practices endangering the health, welfare or safety of staff or the general public;
- practices endangering the environment.

Reports regarding occupational health and safety should, where possible, be directed to Human Resources personnel for processing pursuant to Datacolor's occupational health and safety procedures. If that is not possible, such reports can be made pursuant to this Policy.

Reports alleging unlawful harassment or discrimination should, where possible, be directed to Human Resources personnel for processing pursuant to Datacolor's policies on harassment and discrimination. If that is not possible, such reports can be made pursuant to this Policy.

## Purpose

The purpose of this Policy is to:

- encourage disclosure of misconduct that may cause harm to individuals, result in financial or non-financial loss to Datacolor, damage Datacolor's reputation, or violate applicable laws, public policies or Company standards;

- enable Datacolor to investigate disclosures by Whistleblowers in order to take appropriate corrective action;
- protect Whistleblowers against retaliation or reprisal.

## Reporting

When an individual (whether an employee or contractor of Datacolor) believes, in good faith based on reasonable grounds, that another employee or contractor has engaged in Reportable Conduct, that person should disclose the misconduct to:

- their supervisor, if the individual is an employee;
- the CEO, if the individual feels their supervisor may be complicit in the alleged misconduct, or if the individual is a contractor;
- the President of the Board, if the individual feels the CEO may be complicit in the alleged misconduct.

This Policy does not limit an individual's right to report misconduct to duly constituted legal authorities if permitted to do so by law.

The disclosure of Reportable Conduct should be reduced to writing by the Whistleblower (with assistance, if needed, from the person to whom it is disclosed) setting forth supporting details including:

- a description of the alleged misconduct;
- identification of the person or persons responsible for the misconduct;
- a detailed statement of facts on which the Whistleblower bases the disclosure;
- documents or other evidence supporting the disclosure;
- the identity of persons who may have knowledge and the description and location of other evidence believed to corroborate the disclosure.

Although not an absolute bar to an investigation, a failure to reference verifiable facts and corroborating evidence in the written disclosure may delay or otherwise affect the opening of a formal investigation under this Policy.

This Policy does not authorize disclosures of misconduct via commercial or social media and such disclosures will not be protected under this Policy unless:

- the individual had no opportunity to make a disclosure in accordance with this Policy;
- the individual attempted to disclose alleged misconduct to Datacolor, but Datacolor refused to receive it;
- the law allows the individual to publicize the alleged misconduct through commercial or social media.

Upon receiving a disclosure of Reportable Conduct, Datacolor shall inform the Whistleblower that:

- Datacolor will not take adverse action against the Whistleblower for making disclosures in good faith, nor will it permit any employee or other person subject to Datacolor's control to retaliate against the Whistleblower;
- the Whistleblower may elect to remain anonymous unless and until due process of law requires disclosure of their identity;

- if the Whistleblower participated in the misconduct, disclosure may mitigate but will not necessarily absolve the Whistleblower of the consequences of such participation.

### **Anonymity & Confidentiality**

A disclosure may be made anonymously either by (a) submitting a written disclosure without including the Whistleblower's name, or (b) submitting the disclosure under the Whistleblower's name, but requesting that it be handled as an anonymous report.

If a Whistleblower wishes to make their disclosure anonymously, their wish shall be honored except insofar as it may be overridden by the requirements of due process of law.

While anonymity will be respected, protection of the Whistleblower's identity may affect, and in some cases limit, the scope and methods of investigation.

When a Whistleblower requests anonymity, they share responsibility for maintaining the confidentiality of the investigation and must refrain from discussing it with unauthorized persons. Even when anonymity is not requested, the integrity of an investigation generally requires that the Whistleblower and other witnesses refrain from discussing the matter with others while the investigation is pending.

### **Investigation**

On receiving the Whistleblower written disclosure, the person to whom the disclosure is made shall review its contents to determine whether it articulates Reportable Conduct.

- If no Reportable Conduct is articulated and the identity of the Whistleblower is known, the Whistleblower shall be advised that an investigation cannot be initiated absent a disclosure of misconduct.
- If Reportable Conduct is articulated, the written disclosure shall be forwarded to the CEO (or President of the Board if the CEO is implicated in the alleged misconduct) for further processing.

Upon receipt, the CEO (or President of the Board if the CEO is implicated in the alleged misconduct) shall review the written disclosure to confirm that it is actionable under this Policy and merits investigation. As part of this review, the Company may consult legal counsel to determine whether the disclosure is of a type requiring investigation, to ensure the disclosure is processed in accordance with applicable law, and to preserve the legal rights and privileges of the Company.

If the disclosure has merit, the CEO (or President of the Board if the CEO is implicated in the alleged misconduct) shall appoint a lead investigator. The lead investigator may be the CEO, a Director, an employee or someone from outside the Company.

The lead investigator will select the investigation team. The lead investigator and persons assigned to the investigation team shall be disinterested and unbiased with regard to the Whistleblower and the subjects of the disclosure.

The lead investigator, in consultation with the CEO (or President of the Board if the CEO is implicated in the alleged misconduct), shall prepare a plan for a prompt and thorough investigation. The plan shall set forth the issues to be investigated and identify resources needed. Provided the plan addresses all material issues, the scale and scope of the investigation may be adjusted in proportion to the magnitude of the alleged misconduct.

The lead investigator shall maintain the confidentiality of the investigation and, if requested, protect the anonymity of the Whistleblower. Information obtained through the investigation will be properly secured to prevent unauthorized access.

Unless interviews are recorded, witnesses shall be interviewed by two persons.

Relevant records and documents shall be examined and preserved.

A record of the dates and times of witness interviews, phone calls, document receipts, and other investigative actions will be maintained. If deemed appropriate by the lead investigator and permitted by law, interviews may be recorded. The record of the investigation may also include transcripts, contemporaneous notes or summaries of same. All records shall be treated in a confidential manner and none shall be released without the authorization of the CEO (or President of the Board if the CEO is implicated in the alleged misconduct).

In the interest of fairness, where the findings (see Section 7, below) of the investigation are likely to include an adverse statement about an individual, that individual will be given an opportunity to comment on the statement. The individual's comments will be considered and, if appropriate, additional inquiries may be made before the findings are finalized. This procedure may be suspended when disclosure of an adverse statement could compromise the anonymity of a Whistleblower or compromise enforcement of the Company's legal rights.

## **Findings**

A Confidential Investigation Report ("CIR") will be prepared when the investigation is complete setting forth the investigation's findings. The CIR will include:

- the allegations of Reportable Conduct;
- a statement of relevant findings of fact;
- a summary of the evidence on which the findings of fact rely;
- a list of conclusions including whether any allegation of misconduct is substantiated and, if so, whether the Company or any individual has been damaged or harmed.

The CEO (or President of the Board if the CEO was implicated in the alleged misconduct) shall review the CIR and determine appropriate action based on its findings.

The CIR shall not be provided to the Whistleblower. When appropriate, allegations and findings contained in the CIR may be reported to the Board and/or appropriate government authorities.

The Whistleblower shall be advised that the investigation has concluded and will be advised of the provisions of Section 8 of this Policy (Protection of Whistleblower & Participants). If the Reportable Conduct included misconduct directed specifically at the Whistleblower (e.g., pressure to participate in, or a threat not to disclose something improper), additional information may be shared with the Whistleblower subject appropriate stipulations and precautions to protect confidentiality, trade secrets, and legal rights.

## **Protection of Whistleblower & Participants**

Absent clear evidence that a disclosure was made in bad faith, the Whistleblower is protected against retaliation from the subjects of the disclosure and Company employees. This protection of good faith disclosures applies regardless of the outcome of the investigation and even if a disclosure contains mistakes or errors. This protection shall also extend to persons who provide evidence or otherwise participate in the investigation.

If any act of retaliation is suspected or occurs, the Whistleblower or participant shall immediately report it to the CEO (or President of the Board if the CEO was implicated in the alleged misconduct).

Employees or contractors who retaliate against a Whistleblower or against anyone who provides evidence or otherwise participates in an investigation shall be subject to disciplinary action including termination of employment or business relations.

# Anti-Bribery and Corruption Policy

## Purpose

Datacolor AG, a company incorporated in Luzern, Switzerland, and listed on the SIX Swiss Exchange AG ("SIX"), Zurich, Switzerland, and all Covered Persons (as defined in Section 2 below) commit to act lawfully, ethically and with integrity.

Bribery and corruption are not only serious criminal and civil offences but are also contrary to our values. Engaging in that conduct may result in Datacolor or you incurring very large fines, legal and compliance-related costs, and civil liability or, for individuals involved, jail sentences. It can also result in serious damage to Datacolor's reputation and market value.

This Policy:

- a) sets out our responsibilities, and the responsibilities of those working for us, in relation to bribery and corruption; and
- b) provides information and guidance to those working for us on how to recognize and deal with bribery and corruption issues.

## Definitions

1. Bribe. An inducement or reward offered, promised or provided, directly or indirectly, to a Government Official or a participant in a private commercial transaction in order to gain any commercial, contractual, regulatory or personal advantage by improper performance of a relevant function or activity. Whilst bribery of Government Officials or private individuals is equally prohibited under this Policy, particular care needs to be taken when dealing with the former as anti-corruption laws are generally more onerous, with specific penalties applying, when Government Officials are involved.
2. Corruption. An abuse of public or private office for personal gain.
3. Covered Person. All individuals working for or on behalf of Datacolor or any of its affiliates at all levels, including senior managers, officers, directors, employees (whether permanent, fixed-term or temporary), consultants, contractors, trainees, seconded staff, casual workers and agency staff, third party service providers, agents, sponsors, or any other person associated with us, wherever located.
4. Datacolor. Datacolor AG and its affiliates.
5. Entertainment. Includes attendance at plays, operas, ballet performance, concerts, and sports events.
6. Facilitation Payments. Payments to Government Officials to expedite the performance of duties of a non-discretionary nature. These payments are intended to influence only the timing of the Government Officials' actions (e.g., payments to expedite the issuance of a visa or clearing goods through customs), but not their outcome.
7. Gifts. Benefits of any kind given to someone as a sign of appreciation or friendship without expectation of receiving anything in return. They include 'courtesy gifts', which are small gifts given at culturally recognized

occasions (e.g., weddings, funerals) or special times of the year (e.g., Christmas, New Year).

8. Government Officials. The following are considered Government Officials:
  - a) Officers, employees or representatives of any government, department, agency, bureau, military forces, authority, instrumentality, or public international organization. A public international organization is any organization formed by states, governments, or other regional or supranational bodies. It would include, for example, the UN, or the International Red Cross;
  - b) persons acting on the government's behalf;
  - c) employees of entities that are owned or controlled by a government; and
  - d) candidates for political office.
  
9. Hospitality. Includes refreshments, meals, and accommodation.

### **Prohibition on Bribery and Corruption**

Datacolor prohibits the giving, offering, promising, authorizing, accepting or requesting of a Bribe. Covered Persons must not bribe, and they must not use intermediaries, such as agents, consultants, advisers, distributors or any other business partners to commit acts of bribery.

Datacolor does not distinguish between Government Officials and private persons so far as bribery is concerned. Bribery is not tolerated, regardless of the status of the recipient.

Always ask yourself before offering, giving, or promising anything of value to any person if what you are considering could be viewed as having an illegitimate purpose. If the answer is yes, you must not proceed.

If you are in any doubt, consult your manager or the CFO.

### **Gifts, Hospitality, Entertainment**

Gifts, Hospitality, and Entertainment must be modest, reasonable and infrequent so far as any individual recipient is concerned.

Gifts, Hospitality, and Entertainment must never be promised, offered, or provided with the intent of causing the recipient to do something favoring Datacolor, to reward such behavior, or to refrain from doing something disadvantaging Datacolor.

Cash and Gifts that are cash equivalent (e.g., shopping coupons) must never be given.

Entertainment must be appropriate and infrequent. Do not pay for any side or extended trips.

Before giving a Gift or providing Hospitality or Entertainment to anyone, consider whether the reputation of Datacolor, yourself, or the recipient is likely to be damaged if this became publicly known.

### **Rules Relating to Government Officials**

Datacolor does not distinguish between Government Officials and employees of private sector organizations so far as bribery is concerned; however, it is important to recognize that Government Officials are often subject to rules and restrictions that do not apply to persons who operate in the private sector.

Any relationship with Government Officials must be in strict compliance with the rules and regulations to which they are subject (i.e., any applicable rules or regulations in the particular country relating to Government Officials or that have been imposed by their employer) and any benefit conveyed to a Government Official must be fully transparent, properly documented, and accounted for.

Datacolor's staff may not accept or provide any Gift, Hospitality or Entertainment to or on behalf of a Government Official without first obtaining approval from your line manager.

### **Facilitation Payment**

Facilitation payments, whether legal or not in a country, are prohibited under this Policy.

### **Implementation**

It is each Covered Person's responsibility to ensure compliance with the rules set forth herein.

Datacolor staff is required to report any suspicious conduct or conduct that involves or might involve bribery and corruption, including money laundering and breach of sanction laws to its manager or the CFO.

A person who reports potential misconduct in good faith or who provides information or otherwise assists in any inquiry or investigation of potential misconduct will be protected against retaliation according to the rules and principles set out in the Datacolor Whistleblower Policy.

Breaches of this Policy will not be tolerated and may lead to disciplinary and other actions up to and including termination of employment or business relationship.

## Confidentiality and Trade Secrets

The Company is engaged in a highly competitive technical field. In order to remain competitive and offer customers the benefits of the latest technologies, the Company invests time and substantial sums of money in research and development. The Company also provides employees in technical positions with information, tools, and an environment conducive to technological innovation. These investments are vital to the Company's future and to the security of its workforce. The Company and its employees, therefore, share a common concern in the protection of trade secrets from unauthorized disclosure or theft.

As a condition of employment, employees are required to sign a Confidentiality Agreement and a Conflict of Interest Disclosure Form which set out in greater detail the legal obligations of employees with regard to the protection of confidential information and trade secrets and the disclosure of inventions and new ideas.

Consistent with the requirement that employees protect Datacolor's confidential information and trade secrets from unauthorized use or disclosure, the Company expects each employee to honor his or her prior commitments to protect the confidential information and trade secrets of others. In particular, new employees agree that they will not disclose to Datacolor or cause Datacolor to use any confidential information or trade secrets belonging to prior employers unless authorized to do so or unless the information has already entered the public domain.

Datacolor shall, consistent with the law, take action to protect its rights in the event of an unauthorized disclosure or misappropriation of confidential information or trade secrets; provided, however, that an individual shall not be held criminally or civilly liable under any Federal or State trade secret law for the disclosure of a trade secret that is made in confidence to a Federal, State, or local government official or to an attorney solely for the purpose of reporting or investigating a suspected violation of law. An individual shall not be held criminally or civilly liable under any Federal or State trade secret law for the disclosure of a trade secret that is made in a complaint or other document filed in a lawsuit or other proceeding, if such filing is made under seal. An individual who files a lawsuit for retaliation by an employer for reporting a suspected violation of law may disclose the trade secret to the attorney of the individual and use the trade secret information in the court proceeding, if the individual files any document containing the trade secret under seal; and does not disclose the trade secret, except pursuant to court order.

# Privacy by Design

The world around us is changing and so is the way we need to handle personal data. With new privacy laws and requirements coming up in countries around the globe, we need to think about “Privacy by Design”.

At its core, it means that we need to integrate data protection and privacy features into our system engineering, practices, and procedures. It shouldn't be an afterthought or a supplement to our processes or infrastructure.

Protecting personal data is not just an “IT Thing”: It applies to all departments, like HR and Marketing as well as R&D to IT. No matter if it's digital or printed on paper, every data which can be assigned to a natural living person is seen as personal data and needs to be protected.

There are seven core principles in the concept of Privacy by Design and each one is just as important as the next. These principles are:

## **1. Privacy must be proactive, not reactive**

Anticipate and prevent events that violate privacy. Identify systems that do a poor job of protecting the privacy and take steps to correct them. This principle reflects a high-level commitment to privacy and the establishment of ways to integrate privacy concerns into new projects.

## **2. Privacy must be the default setting**

Systems should automatically protect privacy, even if a user does nothing. For example, you should create user settings that are automatically set to the highest privacy level, and default to collecting the least personal information needed.

## **3. Privacy must be embedded in the design**

Privacy should form part of a system's architecture. Privacy should not be sacrificed just for easier interaction and handling. When involving third-party service providers for processing personal data, those service providers also need to follow the privacy requirements that Datacolor needs to meet. This often requires a – so-called – Data Processing Agreement as part of the service contract.

## **4. Privacy integrations must offer full functionality**

Users should never have to make the choice between full functionality and privacy protection. They should have full access to features without having to give up more of their personal information (positive-sum instead of zero-sum).

## **5. Systems must offer end-to-end security and full lifecycle protection**

Privacy protections follow the data, wherever it goes. These principles apply when the data is first created, shared with others, and then finally archived. Appropriate encryption and authentication should protect the data till the very end when it finally gets deleted.

## **6. Privacy standards must offer visibility and transparency**

Datacolor is open and accountable about how we collect, store and use personal information. We are providing a global company privacy policy which can be found on our website explaining exactly how we handle personal data.

## 7. Respect for User Privacy

Always keep the privacy interests of the user in mind. Ask for consent from the user, give notice about privacy policy updates, and remain open and accountable.

There needs to be a purpose for collecting data. Don't store anything personal just because "it's nice to have" or "we might need this in the future". Make sure that there is a reason for storing the data and that the user has given consent or there is a legal basis that allows us to store and process the data.

Datacolor has appointed a Data Protection Officer (DPO) who can help you with any privacy-related topics. You can contact Carsten Tschach via [privacy@datacolor.com](mailto:privacy@datacolor.com).

