

Code of Conduct



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Do the right thing



Welcome to our Code of Conduct.

Integrity is a value that we never question at DKSH. As an international Market Expansion Services provider, we are committed to observing high ethical standards in the way we conduct our business. This is a crucial part of our service offering and one on which we will never compromise.

It is everyone's responsibility within DKSH to nurture and protect our company's reputation. The Code of Conduct provides specific guidance on how to act in our day-to-day activities and practice our corporate values: authentic, pragmatic, entrepreneurial, committed and passionate.

At DKSH, we foster an entrepreneurial, performance-driven culture, delivering outstanding services to our clients and customers. To achieve our goals, we aim to attract and retain employees who are passionate about their work and committed to performing in a transparent, fair and honest manner.

Please take time to read this Code of Conduct and personally implement and comply with it in all your business activities. At DKSH, we measure performance not only by the results achieved, but also how these results were achieved.

If in doubt, remember, always do the right thing: act with integrity; be fair and honest; be a role model; be aware, and speak up whenever you believe integrity may be compromised.

Should you have any questions or concerns, please get in touch with compliance@dksh.com

Stefan P. Butz
CEO

Code of Conduct

Compliance with this Code of Conduct

We will consult the Code and comply with all its provisions

This Code of Conduct applies to all DKSH employees (including those in DKSH affiliated companies and joint ventures under our control). DKSH also endeavors to ensure that all aspects of this Code of Conduct which are not specifically related to DKSH employees shall also be adhered to by business partners DKSH engages for conducting its business.

It is the personal responsibility of each employee to read, understand and ensure full compliance with this Code and its principles. Employees will be invited to participate in periodic integrity and compliance trainings. Employees in management roles must ensure that employees under their supervision have been properly trained, and fully understand and comply with the Code.

We do the right thing in the right way and seek advice when unsure

When in doubt as to how to act, employees should seek advice by turning to their superiors, local People & Organization (P&O) or Compliance Managers, either at local or corporate level. If the answer to one of the following questions is "yes" or "maybe," you have identified a potential issue and should discuss it with the persons mentioned above:

- Could my behavior be viewed as dishonest, unethical or unlawful?
- Could my behavior cause harm to DKSH's reputation?
- Could my behavior have negative consequences for DKSH or myself?
- Would I be uncomfortable if it was reported in the media, or if I

- discussed it with family and friends?
- Is my behavior endangering the personal health and safety of others?

We take a clear stance

DKSH does not tolerate unlawful or unethical behavior: any failure to comply with this Code may result in disciplinary actions, including the possibility of dismissal and, if warranted, legal or criminal proceedings.

Reporting non-compliance

We always seek to do the right thing and speak up when in doubt

Employees shall report any actual or suspected non-compliance with this Code to their superiors, or appropriate members of the P&O, legal or compliance functions. If the circumstances do not allow for this or if employees do not feel comfortable reporting to any of these persons, or have been unsuccessful in discussing their concerns, reports of violations may be made directly to higher levels, including members of senior management or the Executive Board.

All complaints have to be adequately reviewed or investigated. DKSH strictly prohibits any form of retaliation against an employee who raises genuine concerns in good faith, while it also protects the rights of employees reported for non-compliance.

Business integrity

We endeavor to ensure that we, and third parties appointed by us, act with integrity at all times

DKSH strives to deliver outstanding services to its business partners seeking Market Expansion Services solutions. Commitment, trust, reliability and integrity are key ingredients in our service delivery

and a prerequisite for DKSH's sustainable success. DKSH expects its employees to act with the highest degree of integrity in all their professional dealings in order to protect DKSH's reputation and business.

Business shall be conducted with integrity at all times. Employees shall only enter into and maintain commercially sound business arrangements that are fully compliant with DKSH's standards of doing business. In doing so, employees shall strictly observe their levels of authority for committing DKSH.

In the course of its business, DKSH may engage third parties in support of its service delivery or for the procurement of goods or services for own use. Employees shall exercise adequate diligence and due care when appointing third parties. No third party shall be engaged which may negatively affect DKSH's or its business partners' integrity and reputation.

Compliance with laws, rules and regulations

We respect the law and our internal rules and regulations at all times

Business shall be conducted in strict compliance with laws, regulations, rules as well as internal policies and standards. Employees need to know the rules that apply to DKSH's business and to comply with them as individuals and in their professional roles and responsibilities. If in doubt, legal advice shall be sought.

Additionally, employees shall adhere to any and all applicable internal rules and regulations. In the event that these are stricter than the law, the more stringent standard shall be followed. In the unlikely event of a conflict between the law and internal rules,

the law shall be followed and the conflict reported to management.

Trade Compliance

We carefully observe the rules that govern international trade

As an international Market Expansion Services provider, DKSH plays an active role in business transactions that cross national boundaries, exposing DKSH to various trade-related compliance risks. Employees at all times shall maintain compliance with applicable laws, regulations and rules governing the cross-border exchange of goods, services and data, including but not limited to export controls, embargoes, trade sanctions, customs and anti-boycott laws.

Fair competition

We fully endorse the principles of free competition

DKSH believes in free markets and fair competition. DKSH conducts its business by making use of fair market practices and in compliance with applicable competition/antitrust laws.

DKSH prohibits any business behavior by its employees which has the objective or the effect of preventing, restricting or distorting competition. Employees are expected to understand the principles of competition law applicable to them and how it affects their business. Employees who are uncertain about specific competition law matters shall seek assistance from DKSH's legal specialists.

Environment, health and safety

We provide a safe and healthy workplace and protect the environment

DKSH is committed to conducting its

business in an environmentally sustainable manner by minimizing the impact of its business on the environment, using practices that are socially responsible and economically sound.

DKSH conducts its operations in compliance with applicable environmental, health and safety laws and regulations as well as company standards to provide employees with a safe, healthy and clean working environment.

Employees are personally responsible for safety, health and environmental protection at the workplace, in line with their duties and responsibilities and to the best of their knowledge, experience and ability. Employees becoming aware of circumstances representing a health and safety hazard, or posing an environmental risk, shall report this promptly to their superior or the respective officer in charge of health, safety or environmental matters.

Employment at DKSH

We offer an attractive work environment that builds on merits and embraces diversity and fair employment practices

DKSH provides a challenging performance culture that allows employees to contribute to DKSH's success while growing individually.

We respect human rights, freedom of association and do not tolerate forced labor

DKSH is committed to fair employment practices, based on trust and mutual respect, respecting human rights. DKSH does not engage in, or tolerate, any form of forced, compulsory or child labor, and

respects the right of all employees to freedom of association and collective bargaining.

We value diversity and do not tolerate discrimination and harassment

DKSH operates in many countries and diverse cultures. DKSH is committed to fair, respectful and equal treatment of all its employees and those who seek employment with DKSH. It is DKSH's policy to maintain a workplace free from discrimination and harassment. Employees shall not discriminate, or be discriminated or harassed, on the basis of origin, nationality, religion, race, gender, age, disability, sexual orientation or any other relevant category. Employees who feel that they, or observe that other employees, are subjected to discrimination or harassment, are encouraged to raise their concerns with the P&O department.

We take decisions on hiring and people development in a fair and objective manner

DKSH pursues an employment policy based on merits, i.e. qualifications, skills, experience, expertise, performance and achievements. Immediate family members and partners of employees may be hired as employees or consultants solely if based on such merits, always provided that there is no direct or indirect reporting relationship between a current and a prospective employee, but also in the event that a relationship develops during employment. These principles of fair employment shall apply to all aspects of the employment, such as compensation, transfers and promotions.

Conflict of interest

We always act in the best interest of DKSH and not based on personal interest

A conflict of interest may arise when personal interests of an employee or the interests of a related third party compete with the interests of DKSH. Employees shall avoid conflict of interest situations whenever possible. If a conflict of interest situation occurs, or may occur, the employee shall disclose it to his or her superior in order to resolve the situation in a fair and transparent manner. An employee in such a situation cannot be part of the decision-making process or in any other form of influence relating to the conflict.

We are fully committed to advancing DKSH's business

Employees shall not pursue outside activities if these may interfere with an employee's responsibilities for DKSH, or if they create risks for the reputation, or in any way conflict with the interests of DKSH and/or its business partners. Whenever in doubt whether an outside activity is acceptable, employees shall consult with the P&O department.

Protection and use of company assets

We protect our company's assets and make use of them carefully

Employees shall diligently safeguard and protect DKSH's assets and property from loss, damage, destruction, misuse, theft, fraud and embezzlement, both for tangible and intangible assets.

DKSH protects its intellectual property and respects the intellectual property rights of others. Intellectual property can take many forms, including trade information, processes, methods, commer-

cial or marketing strategies, pricing and costing models, and customer information. Employees shall not disclose, copy or use intellectual property except for its intended, authorized purpose. Employees shall not knowingly infringe upon a third party's intellectual property, in particular by making use of unlicensed software or by reproducing copyrighted materials.

DKSH provides employees with electronic devices and communication tools at DKSH's discretion. Employees who have access to such devices and tools must handle these with due care and in line with applicable internal IT policies. Furthermore, employees shall comply with DKSH's IT security standards.

To the extent permissible under local law and company policy, DKSH reserves the right to monitor and inspect how its assets are used by employees, in particular electronic files and data kept on DKSH's IT platforms and devices.

Accurate books and records

We never falsify or distort any business or accounting records

DKSH must comply with applicable accounting laws and standards. Any entries into financial books and accounts shall be timely, accurate, true and fair, and in line with our finance and accounting rules and policies. All transactions must be properly and accurately recorded and supported by proper documentation.

Employees shall never make false or misleading statements or entries into any report, publication or expense claim. Falsifying records and accounts or misrepresenting facts may constitute fraud.

Employees who engage in such behaviors are subject to disciplinary measures.

Retention of business records

We pay due attention to the retention of business records

Business records may be created and retained in various formats, such as paper, electronic, audio/video, microfilm, etc. Any business records created by an employee are the exclusive property of DKSH.

Employees must ensure that company records are properly handled in line with applicable law and company policy.

Confidential information

We value and protect confidential information

Employees may have access to confidential information relating to the business of DKSH or its business partners. Confidential information is information not or not yet publicly available, and may be in the form of trade secrets, business plans, marketing and sales strategies, financial information, etc. Employees shall respect and protect confidential information they are exposed to, whether intentionally or by coincidence, and they shall take appropriate measures to prevent accidental disclosure.

No employee shall seek access to confidential information unless for a legitimate business purpose.

Employees must maintain the confidentiality of information at all times, and unless required by law or authorized by their management, shall not make use of or disclose confidential information or allow such disclosure. If the disclosure of information to third parties is authorized by

management, such an exchange is subject to the signing of an adequate confidentiality agreement.

Secrecy obligations are part of the employment contract and continue to be in force after termination of an employment.

Data privacy

We process and protect personal data with due care

All processing of personal data, including the exchange of personal data with third parties must be in compliance with applicable data protection laws and DKSH's principles. DKSH respects the privacy and confidential nature of employees' personal information. DKSH only acquires and maintains the personal data of employees and external parties to the extent required by law or for the operation of its business.

Financial integrity

We do not compromise our financial integrity

Financial risks and operational measures must be appropriately reviewed and approved. DKSH provides timely, accurate and complete financial information to shareholders and financial markets. DKSH maintains effective controls over financial reporting to ensure a complete and accurate record of financial transactions.

We protect insider information and refrain from insider trading

Employees are prohibited from trading, directly or indirectly, in DKSH securities while in possession of non-public information which, when disclosed, could potentially influence the price of DKSH

securities. Information is non-public if it has not been officially disclosed by DKSH in line with financial market regulations.

Employees may be exposed to non-public information regarding DKSH business partners through their work. Employees are prohibited from trading in securities of these business partners while in possession of confidential information which, when disclosed, could potentially influence the price of the business partners' securities.

Employees are also prohibited to pass on any confidential information to third parties, for their own benefit or for the benefit of others.

For further guidance on insider information and insider trading, employees shall refer to DKSH's policy on Insider Trading and respective training materials.

Anti-bribery and anti-corruption

We do not tolerate bribery or any other form of corrupt behavior

DKSH prohibits any form of bribery and corruption. Employees shall never, directly or through intermediaries, offer or promise any personal or improper financial or other advantage in order to obtain or retain a business or other advantage from a third party, whether public or private. Moreover, employees shall avoid situations that may create the appearance of an improper influence over business decisions.

DKSH considers facilitation payments as bribes. Facilitation payments are payments in cash or in kind to public officials in their performance of a routine

action to which DKSH is entitled. Demands for facilitation payments must be strongly resisted.

Employees shall never hire third parties to do things employees are not allowed to do themselves, like paying bribes. Third parties acting for or on behalf of DKSH must therefore never give or receive bribes.

Any DKSH employee who receives a demand for a bribe (including facilitation payments) must report the matter immediately to his or her superior and/or the Group's Compliance department (compliance@dksh.com)

For further guidance on bribery and corruption, employees shall refer to DKSH's policy on Anti-Bribery and Corruption and respective training materials.

Political donations and charitable contributions

We do not engage in politics and only make charitable contributions when supporting local communities we operate in

DKSH does not engage in political processes and for that matter refrains from any form of donation to political parties, elected officials or candidates for public office, or in support of any political campaigns.

DKSH is committed to the communities it operates in and supports local initiatives in line with its policies on community engagement and this Code of Conduct. No charitable contributions shall be made that are intended or appear to influence public officials or third parties by granting improper advantages.

Business courtesies and gifts

We do not accept or grant favors that could raise concerns about our integrity

Employees shall not be influenced by receiving favors (e.g. gifts, meals, or other forms of hospitality or benefits) nor shall they try to influence external parties by providing favors. Employees may only offer or accept reasonable and moderate gifts or courtesies which are appropriate under the circumstances, but never if such behavior could create the impression of improperly influencing a business relationship.

Gifts and other courtesies may only be acceptable if in accordance with the law and accepted local business practices. For further guidance, employees shall consult the respective laws and internal policies applicable to the markets or countries they operate in.

Employees involved in the procurement of goods or services shall pursue this activity in the best interest of DKSH. They shall not accept gifts, favors or courtesies if these could raise concerns about their personal integrity. Invitations for participation in professional events (e.g. trade fairs) or similar activities are acceptable subject to reporting and clearance in line with applicable policy.

Employees may not use their own money or resources to circumvent the rules in DKSH's policies or as set out in this Code of Conduct. All gifts and hospitality offered and provided to others on behalf of DKSH must be properly reflected in DKSH's books and records.

External communication

We protect the reputation of DKSH and communicate with due care

Information on DKSH provided to external stakeholders must be clear, concise, accurate and consistent. Employees shall protect the reputation of DKSH at all times. No employee shall speak on behalf of DKSH, discuss or disclose any information regarding DKSH to the media or the financial community, or issue any public statement on behalf of DKSH unless specifically authorized to do so, in line with internal communication policies and standards.

When participating in online discussion forums and social media, employees must comply with DKSH's Social Media policy.

Contacts

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This Code of Conduct was approved by the Board of Directors on February 25, 2015, with immediate effect. It supersedes and replaces any earlier versions as from the effective date.

DKSH Holding Ltd.

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