

Code of Ethics from WISeKey

1. INTRODUCTION

The Code of Ethics (hereinafter, the “Code”) of WISeKey International Holding Ltd. and its group companies (hereinafter, the “WISeKey”) sets out the key values and principles to which WISeKey is committed and gives specific guidance in terms of the standards expected of WISeKey’s employees (hereinafter, the “Employees”) on a day-to-day basis. The Code aims to promote exemplary professional behavior in order to guarantee a quality work environment for all and to maintain, at a high level, the Company’s reputation for excellence while adhering to national and EC law. The Code applies to all Employees in the exercise of their functions. Its provisions are compulsory and each Employee must comply with them. Failure to do so will be treated as a disciplinary offence. Temporary employees and trainees working in the Company, and more generally, any person working on behalf of WISeKey, whether bound or not by an employment contract with WISeKey, should act in compliance with this Code. Although this Code essentially aims to offer useful and practical guideline to Employees, it cannot cover all situations which may be encountered in professional life. Employees should seek guidance from their managers or from WISeKey’s Human Resource Department if in any doubt about the application of any aspect of this Code or concerning how a specific situation should be dealt with. The Code is to be read in conjunction with both the contract of employment and local arrangements/ policies which will continue to apply. Where there is a dispute between the terms of an Employee’s contract of employment and the Code, the contract of employment takes precedence. WISeKey reserves the right to change the content of this Code.

2. ABIDING BY LAWS

Acting in accordance with laws and regulations is a priority for WISeKey. All Employees must comply with the local laws of the particular countries they are working in. Employees should ask their managers or the management team for any information they consider necessary to comply with local laws and regulations. Employees must not engage in any unlawful activity or conduct which would bring the Company’s reputation into disrepute.

3. RESPECTING OTHERS

The success of WISeKey implies mutual respect and fair treatment of its Employees, customers and business partners. Employees must work together in a professional, loyal and respectful way. More particularly, they should avoid any discrimination based on any of the prohibited grounds (age, disability, race, religion or belief, sex or sexual orientation). WISeKey seeks to provide a work environment that protects the dignity of everyone. Corruption, bullying and/or harassment shall not be tolerated.

4. PROMOTING MERITS AND SKILLS

Professional skills and commitment of its Employees is the key to WISeKey’s success. In order to guarantee equality in professional life, to maintain a quality work environment and to fulfil the Company’s ambitions of excellence, WISeKey promotes a corporate culture in which all decisions are based on merit and skills.

5. BUSINESS RELATIONS/COMPETITION

WISeKey treats its suppliers and business partners fairly and selects them on the basis of objective performance criteria. Favoritism is not acceptable. Moreover, WISeKey scrupulously respects regulations relating to competition law in order to maintain free competition. Employees must comply with these rules and avoid any practice with competitors of WISeKey, which could compromise free competition.

6. PROHIBITION OF CHILD LABOUR AND FORCED LABOUR

Forced labor, that is to say employment of someone against his will by the threat of violence, by force or blackmail, is an intolerable infringement to human dignity. This applies equally to the use of child labor, which can deprive children of their right to education, and seriously alter their physical and moral health. WISeKey scrupulously respects local, national and international laws and, in particular, standards of the International Labor Organization for the Prohibition of child labor or forced labour, and, expects its business partners to adhere to equivalent standards.

7. USE OF COMPANY PROPERTY

Employees must not misuse or damage Company property that WISeKey puts at their disposal, and must comply with the IT Charter in force within the Company. Communication equipment provided to Employees by WISeKey (phone, Internet, electronic mail, etc.) must be used for professional purposes only. Reasonable personal use may be permitted, but only on the condition that it does not interfere with WISeKey's network security, or with the productivity of the Company. Use of goods, systems and networks of the company for illegal purposes is strictly prohibited.

8. FINANCIAL AND PROFESSIONAL DOCUMENTS

Professional financial documents and reports must be prepared accurately and diligently within defined deadlines. Information relating to WISeKey's business, its structure, its financial situation and its performance must only be disclosed in compliance with the prevailing industry regulations and practices. These documents must be retained in a secure manner, in compliance with WISeKey's security procedures.

9. CONFIDENTIALITY

Due to their duties, Employees have access to confidential information about WISeKey (hereinafter, "Confidential Information"). Confidential Information concerns, in particular, but is not limited to, results, forecasts and other financial data, human resources, personal data, clients and suppliers, new products, orders, patents, business strategies, tariff policies, technical information and trade secrets of WISeKey. Generally, Confidential Information is information to which the public has no access to. Employees must not disclose any Confidential Information to unauthorized personnel. It must be used by them exclusively for authorized purposes. Disclosure of Confidential Information, whether accidentally or deliberately, can seriously damage WISeKey.

Therefore, WISeKey expects each Employee to be vigilant with regard to the security of all Confidential Information. Furthermore, Employees may not publish (in particular, but not limited

to, on any forums, blogs or social networks), attend an interview or participate in a conference on a subject related to WISEKey, except when previously authorized by a member of the Management Board of WISEKey. The duty of confidentiality to which employees must adhere shall remain even after their departure from WISEKey, as provided by their contract of employment. In the event that an Employee does not know if they can disclose or use any information, they should first ask their line manager or a more senior member of management of WISEKey.

10. INTELLECTUAL PROPERTY

WISEKey's intellectual property rights includes patents, industry expertise, manufacturing secrets, registered trademarks, domain names and copyright. Each Employee must protect the intellectual property rights of WISEKey and, more generally, comply with regulations applicable in this field.

11. BRIBERY POLICY

WISEKey acknowledges that in some cases business relationships may lead to the offering of gifts or invitations. This is only permissible if it does not influence a business decision or violate a legal or regulatory provision. Consequently, gifts, invitations or any other advantages, financial or otherwise, may be given to business partners only if it is part of the country's culture and tradition, or if the granted advantages are of modest value, and on condition that prior authorization has been granted by management. Employees are not authorized to offer any goods or advantage to an agent of a public authority in order to obtain, maintain or facilitate a business relationship.

12. HEALTH, HYGIENE AND SAFETY

WISEKey protects the health and well-being of all Employees in their work place. Employees must respect instructions and procedures relating to health and safety at work existing within WISEKey. Suppliers shall also take all reasonable precautionary measures in order to keep a safe work area, and ensure that the workers well-being (working hours, days of rest as well as mental health) is taken into account.

13. WOMEN'S RIGHTS AND EQUITY

WISEKey consider The women rights and equality of treatments, the health of the pregnant women and mother health to be paramount. WISEKey's Suppliers shall show the same concerns about these issues.

14. SOCIAL RESPONSIBILITY, PROTECTION OF ENVIRONMENT AND SUSTAINABLE DEVELOPMENT

WISEKey is aware of environmental issues and of its social responsibility. The Company therefore endeavors to apply a sustainable development policy, whether directly or through its business partners. WISEKey endeavors to reconcile its objectives of economic and social development while respecting the environment, by limiting, in particular, any negative impacts on the environment and by rationally managing natural resources. All Employees are expected to comply with the environmental protection policy on a daily basis and to consider, particularly when choosing their business partners, environmental criteria and avoiding unnecessary consumption of energy, paper or stationery. All Suppliers must adhere to the hierarchy of control as a framework for protecting

workers from work place health and safety hazards and exposure to hazardous chemical. All suppliers must submit a CMRT and a CRT upon WISeKey 's request.

15. CONFLICT OF INTEREST

A conflict of interest occurs when the personal interests of Employees enter into conflict with those of WISeKey and influence the judgment and/or the behavior of the Employees. In order to comply with their duty of loyalty throughout the whole duration of their employment relationship with WISeKey, Employees must not practice any other professional activity within any competing structure, or with any business partners or clients of WISeKey. Employees must avoid conflict of interests and shall inform their managers if a conflict of interest occurs or if a risk of such a conflict arises.

16. CORRUPTION AND INFLUENCE PEDDLING

Corruption and influence peddling are not acceptable within WISeKey. Employees must avoid corruption, influence peddling or favoritism during the negotiation and the performance of contracts, and more generally, within any business relationships they are involved in.

17. POLITICAL AND/OR UNION COMMITMENT

WISeKey respects the right of each Employee to engage in political activities, to support any cause of their choice or to join any union. However, Employees shall not use WISeKey's resources to carry out/engage in such activities, and these activities should not be engaged in on behalf of or in the name of WISeKey, except for staff representatives acting in compliance with laws and regulations within the scope of their mandate.

18. DISCIPLINARY SANCTIONS

The provisions of this Code are binding. Any Employee who fails to adhere to this code shall face disciplinary action, up to and including dismissal.

19. UPDATING THE CODE OF ETHICS

This code shall be reviewed and updated if required. It will be updated whenever a significant change occurs in the Company that is likely to have an impact on its content.

20. AUDIT

WISeKey ought to reserve the right to audit the supplier on these topics

21. IMPLEMENTATION

This Code entered into effect on December 1st, 2012. It was updated on September 1st, 2014, on April 26th, 2018 and on August 31st, 2020.

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