

Interogo Holding Code of Conduct

Interogo Holding AG

Interogo Holding Code of Conduct Overview

Good
business
with common
sense

Business
integrity

Human rights
and working
environment

| | | | | | |
|----------------------------------|---|--|---|--|----|
| Our values | 4 | Fair and honest relations with business partners | 6 | Equal opportunities | 9 |
| Why a code | 5 | | | Good working environments | 9 |
| Interogo Holding Code of Conduct | 5 | Zero tolerance towards corruption | 6 | Harassment is not tolerated | 9 |
| | | Avoid conflicts of interest | 6 | Right of association | 10 |
| | | Political neutrality | 8 | No forced labour or child labour | 10 |
| | | | | Alcohol and drug abuse is never acceptable | 10 |

Environmental sustainability

Protection of assets and confidential information

We comply with the Code and the law

| | | | | | |
|---------------------------------------|----|----------------------------------|----|----------------------|----|
| Work actively | 11 | Protect assets | 12 | Use common sense | 14 |
| Efficient use | 11 | Proper use of assets | 12 | Raise concerns early | 15 |
| Good for the environment and business | 11 | Protect intellectual property | 12 | We lead by example | 15 |
| | | Protect confidential information | 12 | | |

Good business with common sense

The Interogo Holding way of doing business is based on the IKEA values and culture, as described in *The testament of a furniture dealer*.

Our Key values:

- Togetherness
- Caring for people and planet
- Cost-consciousness
- Simplicity
- Renew and improve
- Different with a meaning
- Give and take responsibility
- Lead by example

Why a code

At Interogo Holding, we have a long-term perspective on our business. We recognise a responsibility not only towards our co-workers – our most valuable resource – but also towards suppliers, customers, business partners and the community as a whole. We believe that responsibility and profitability go hand in hand.

For us, it is all about doing good business with common sense, based on honesty, respect, fairness and integrity.

In order to support and ensure that all of us live up to these standards and expectations, we have supplemented our values with a Code of Conduct. This Code states the behaviour we all need to follow.

Interogo Holding Code of Conduct

This Code applies to all co-workers of Interogo Holding AG and its subsidiaries. The controlled portfolio companies in the investment businesses have their own codes.

The use of the term “Interogo Holding” throughout this document refers collectively to Interogo Holding AG and its subsidiaries. The term “Code” refers solely to the Interogo Holding Code of Conduct that you are now reading.

This Code of Conduct was adopted by the Board of Directors of Interogo Holding AG on 19 June 2017 and may only be amended by the Board.

Business integrity

Fair and honest relations with business partners

The way we deal with our business partners shall be characterised by honesty, respect, fairness and integrity.

Interogo Holding companies shall comply with the laws and regulations in all jurisdictions where we do business.

We shall not offer or accept from customers and other business partners, official institutions, or representatives of such entities any rewards or benefits that violate any applicable laws or this Code.

We will ensure that our business partners, as well as the companies in which we directly invest, are aware of our Code and our values.

Zero tolerance towards corruption

Trust, respect, integrity and honesty are essential to Interogo Holding. Any type of corruption is contradictory to the objective of doing good business. We have zero tolerance towards corruption in any form.

Avoid conflicts of interest

Within Interogo Holding, we shall always make business decisions based on what is in the best interest of the Group and the companies within the Group. Decisions shall never be based on personal considerations or relationships.

A conflict of interest arises when anything interferes with or influences the exercise of a co-worker's independent judgement in the best interest of Interogo Holding. We must avoid situations in which our personal interests may conflict with, or even appear to conflict with, the interests of the Group.

Situations we must be aware of

Assessing whether there is a conflict of interest is sometimes difficult.

If in any doubt, always be transparent and ask your manager. If a clear conflict of interest as described below should arise, it must be reported immediately to your manager.

The following are some types of situations that we have to be particularly aware of:

Business opportunities:

None of us may take business opportunities for ourselves, which may arise during the course of our duties for Interogo Holding, if this could be contrary to the interests of the Group. Nor may any of us use company property or information for any type of personal gain. If in doubt, always ask your manager.

Other employment:

Any employment outside of Interogo Holding, with or without compensation, must not influence a co-worker's job performance. We may not engage in outside business interests that divert time and attention away from our personal work

responsibilities or require work during company time.

Board memberships and other outside affiliations:

Any service on a board of directors or similar body of any enterprise or institution is not permitted if it creates a conflict of interest. All outside professional service must be approved by your manager and shall follow the grandparent principle.

Gifts, benefits, reimbursements:

No co-worker may offer or accept gifts, benefits, reimbursements or entertainment to or from a third party that would constitute a violation of this Code or the relevant laws.

Gifts in the form of cash payments, including personal loans or guarantees of such obligations, whether of large or small amounts, could be regarded as bribes and may not be accepted under any circumstances.

Offers of this nature must be politely but firmly declined or immediately returned to the sender if delivered without prior notice and reported to your manager.

This also applies to any situation that could affect, or appear to affect, the professional judgment in the performance of the respective work or duties for the company or a third party.

However, we recognise that the acceptance of small advertising or promotional items, with no commercial value as well as modest hospitality and events may be a legitimate contribution to building good business relationships. If you are in doubt, always ask your manager.

Bribes, kickbacks and similar:

We may not, directly or indirectly, demand or accept, offer or give any kind of bribe, kickback, unauthorised loan or any other unlawful or unethical benefit when conducting business for Interogo Holding.

Business meals, events and entertainment:

The giving and receiving of customary meals in the normal course of business is permitted.

Lavish meals and inappropriate entertainment should be politely but firmly declined. Taking care of the guest is the main theme here, and we show our respect, humbleness and cost consciousness to our business partners. All hospitality or events exceeding the value of EUR 50 shall be reported to your manager. If you are in doubt, always ask your manager.

Personal relationships:

All of us working at Interogo Holding must be observant of any conflict of interest if there is a family member, relative, or close friend involved. This is applicable within the Group as well as other business relations.

Political neutrality

Interogo Holding observes neutrality with regard to political parties and candidates. Company names or assets related to companies within the Group shall not be used to promote nor discredit the interests of political parties or candidates.

Human rights and working environment

Equal opportunities

Interogo Holding respects fundamental human rights. We recognise our responsibility to observe those rights that apply to our activities involving our co-workers and the communities in which we work and live.

We hire and treat our co-workers in a manner that does not discriminate with regards to gender, race, religion, age, disability, sexual orientation, nationality, political opinion, union affiliation, social or ethnic origin.

Good working environments

We always want to provide a good working environment. We are also committed to providing the conditions for safe and healthy working environments for all of us working at Interogo Holding. We must all be proactive when it comes to protecting health and the working environments.

Harassment is not tolerated

No form of harassment is tolerated within Interogo Holding or when conducting business for any company within the Group. This includes, but is not limited to, harassment related to intimidation, discrimination, sexual, racial or otherwise, as well as acts or threats of violence.

Right of association

We respect every co-worker's right to freedom of association and preference within institutional and recognised co-worker associations. We respect the rights of co-workers to join, form, or not to join, a co-worker association of her or his choice without fear of reprisal, interference, intimidation or harassment.

No forced labour or child labour

No form of forced, compulsory or child labour is tolerated.

Alcohol and drug abuse is never acceptable

We do not tolerate or allow alcohol abuse or the use/distribution of illegal drugs on any Interogo Holding premises.

No one may work under the influence of alcohol or any substance that prevents co-workers from performing their work duties safely and effectively.

Environmental sustainability

Work actively

We actively work towards environmental sustainability and making the best possible use of resources. Every co-worker has a role to play in living up to this commitment in our daily work. Furthermore, our managers and leaders have a special responsibility to ensure this commitment is actively adhered to and clearly communicated.

Efficient use

Interogo Holding strives to perform its business in such a way that energy, water and raw materials are used efficiently, and waste and residual products are minimised.

Good for the environment and business

When we use or buy equipment, materials, utilities and services we strive to choose the option that is best for the environment from a long-term perspective.

Protection of assets and confidential information

Protect assets

The IKEA Concept, which includes the IKEA trademarks, is the most valuable asset of Inter IKEA Group and our owner Interogo Foundation. All of us must always support and protect the IKEA Concept.

Interogo Holding also has a wide variety of other assets, such as real estate, financial investments, confidential information, copyrights and intellectual property. We are all responsible for protecting company assets, and must report any loss, or risk of loss, to our nearest manager.

Proper use of assets

Our tools, including but not limited to, office equipment, IT systems, software and other assets, shall only be used for conducting Interogo Holding business. Other uses or other related purposes can be authorised by the relevant manager, or by directives or local company rules.

Protect intellectual property

Intellectual property, including trademarks and know-how, owned by the worldwide IKEA Franchisor Inter IKEA Systems B.V. or any other company within Inter IKEA Group or within Interogo Holding, are assets of utmost value and must be treated with appropriate care.

Co-workers must follow and, in cases of doubt, always seek instructions from the relevant legal department within the Group on how to protect our intellectual property.

Intellectual property created by a co-worker is transferred and assigned to the relevant company within Interogo Holding by law and/or their employment contract.

All of us can assist by reporting suspected IKEA trademark infringements, and other intellectual property infringements related to the

IKEA Concept, at any time to Inter IKEA Systems B.V. at: legal.affairs@inter-IKEA.com

Suspected infringements in intellectual property related to Interogo Holding should be reported to legal@interogoholding.com

Protect confidential information

Business and operational information is a valuable asset in our highly competitive business environment. It is therefore in our vital interest to protect this information.

Any Interogo Holding co-worker who has access to confidential information owned by Interogo Holding, as well as information owned by third parties, shall safeguard this information at all times. Any unauthorised disclosure may harm the Group or third parties. Such information may include financial information, business plans,

IKEA Concept know-how, technical information, information about co-workers and/or customers, and other types of sensitive knowledge.

In relation to our business partners, you may also come across confidential information and knowledge about their businesses.

Everyone working within Interogo Holding who has access to such assets or confidential information must act in accordance with their employment contract and contract with the applicable business partner and relevant laws as well as the policies and rules within the Group.

We comply with the Code and the law

Interogo Holding co-workers are subject to laws and regulations in many countries and jurisdictions around the world. We refer to this set of relevant requirements as “the law” in our Code. We are expected to comply with both the law and the Code. In the unlikely event that the Code is in conflict with the law, then the law always prevails over the Code. If the Code stipulates higher demands than the law, then the Code prevails. Each of us must understand the Code and take responsibility for complying with the Code and the law.

Please be aware that there may be local rules or policies that complement the Code.

Use common sense

We must always use our sound judgement and our common sense. In the course of your daily work, you may face difficult situations. If you are in any doubt about any

of your actions, simply ask yourself the following questions:

- Is it consistent with our Code?
- Is it ethical?
- Is it legal?
- Will it reflect well on Interogo Holding and/or the IKEA Brand?
- Are we willing to stand up for our behaviour publicly?

If the answer is “no” to any of these questions, do not do it. Whenever you are uncertain, always be transparent and ask your manager for guidance.

Interogo Holding strives to have an open culture of inclusiveness. All of us are encouraged and should feel empowered to come forward to discuss ideas, improvements, different views and, in good faith, also raise any concerns we might have.

In order to sustain an open culture of inclusiveness and honesty, our way is to be transparent and discuss or report to one of our nearest man-

agers or, if needed, any higher level manager, so that any matter can be dealt with in a straightforward way.

Raise concerns early

For us at Interogo Holding, it is all about doing good business with common sense, based on honesty, respect, fairness and integrity. To support and ensure that we all live up to these expectations, we have supplemented our values with the Interogo Holding Code of Conduct.

Each of us could potentially find ourselves in a situation where we are uncertain or have concerns. We should feel encouraged and empowered to share our views and to discuss uncertainties and concerns.

It is always best to address a situation or issue in a plain, straightforward manner directly with the person involved. But we also recognise that there might be situations when a co-worker might feel uncomfort-

able doing this. You should then talk to one of your nearest managers, or, if necessary a higher level manager.

On rare occasions, a co-worker may feel uncomfortable to address an issue personally. For this reason, we have the Interogo Holding Raising Concern Line to allow issues to be reported anonymously.

We lead by example

It is the responsibility of all managers within Interogo Holding to communicate and demonstrate the content as well as the spirit of this document in their organisations. We always stay close to people and the business.

All managers must ensure that the co-workers they lead understand their responsibilities under the Code. All co-workers have an active duty to ensure their behaviour supports compliance to, and the spirit of, the Code.

Interogo Holding Code of Conduct

© Interogo Holding AG 2016-2017
650 copies were printed. Production cost: CHF 0.70 per copy.

Interogo Holding AG