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Code of Business Ethics and Conduct



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1. Message from the CEO

Dear employees,

At Landis+Gyr, we hold ourselves and everyone we interact with to very high standards. Over the last 120+ years, we have built a solid reputation in respect to leading innovation, quality products, and as a trusted partner with high integrity. Doing things the right way will allow us to achieve our mission of helping our customers, energy consumers, and ultimately entire communities to manage energy better. As such, Landis+Gyr is committed to competing fairly, yet vigorously, while upholding the law and complying with external and internal regulations.

In this regard, the UN Global Compact is the foundation of our efforts to firmly establish a culture of integrity and to act responsibly. To further expand on this commitment to compliance and integrity, we have established the principles governing the employee-employer relationship into this Code of Business Ethics and Conduct. It is the responsibility of every Landis+Gyr employee and intermediary to read, understand, and comply with the requirements of this Code in all business situations.

Acting ethically and in accordance with our Code is a continued effort and everyone's responsibility. Therefore, we must all work together to foster a culture, in which acting ethically and lawfully is just as important as meeting business targets. Our Executive Management Team is committed to lead by example, exemplifying the ethics and compliance standards all employees must follow. In addition, direct managers are expected to guide their respective teams and ensure their compliance with legal or external and internal regulations.

Please join me in acting with high integrity in everything we do and thus continuing our legacy as a trusted partner in managing energy better.

Werner Lieberherr
Chief Executive Officer



2. Introduction

Landis+Gyr Group AG (collectively with its subsidiaries, "Landis+Gyr" or the "Company") is committed to conducting business in accordance with all applicable laws and regulations and in accordance with the highest standards of business conduct and ethics. The Code applies to all of the Company's directors, officers, employees and agents (collectively "Employees"). The Code helps Landis+Gyr employees in this endeavor by providing a statement of the fundamental principles and key policies and procedures that govern the conduct of business interactions.

As a company, Landis+Gyr is committed to ethically sound management, as well as compliance with existing laws and regulatory requirements. In addition, the Company is aware of its social responsibility and actively contributes to the positive development of society to the best of its abilities.

Through its internal and external operations, Landis+Gyr operates in ways that, at a minimum, meet fundamental responsibilities in the areas of human rights, labor, environment, and anti-corruption. By incorporating the Ten Principles of the [UN Global Compact](#) into strategies, policies and procedures, and establishing a culture of integrity, we are not only upholding our basic responsibilities to people and planet, but also setting the stage for long-term success.

This Code aims to provide guidance, but cannot outline answers to all issues that may arise. Employees are encouraged to seek assistance from their supervisor or from the Compliance Officer if questions or concerns arise with respect to any matter addressed in the Code. The Code is a statement of policies for individual and business conduct and does not, in any way, constitute an employment contract or an assurance of continued employment.

3. Compliance with Laws

Landis+Gyr upholds the letter and spirit of the laws in all locations in which it operates and conducts transactions, in full compliance with applicable laws and regulations. These are the conditions under which we compete, deliver value, and act as responsible members of our communities.

Employees are expected to comply with all applicable laws and regulations and to conduct themselves with the highest level of ethics and integrity. In some instances, there may be a conflict between the applicable laws of two or more countries, states or provinces. If such a conflict occurs, or if local law conflicts with the requirements of this Code, the more stringent course should be pursued. Employees are encouraged to seek the advice of the Compliance Officer, their supervisor, or the Legal Department in case of any question.

4. Responsibility to the Environment

As a public company, Landis+Gyr is embracing the opportunity to further expand the scope and focus of its own sustainability management efforts, ensuring that the relevant environmental, social, governance and economic impacts of its activities are taken into consideration. Landis+Gyr's Corporate Social Responsibility (CSR) initiative aims to help the company and its customers meet the needs of today's communities without compromising those of future generations. At the same time, it allows the Company to create value by managing its corporate

reputation, mitigating operational risks related to environmental impact, including climate change, and by responding to regulatory opportunities and constraints.

A. *Green Procurement*

Environmental sustainability management involves tackling various operational issues. Landis+Gyr has a responsibility to identify, assess, and address the environmental impacts of its products throughout their life cycles at every phase, from product manufacturing and usage through to recycling of end-of-life products. To this end, Landis+Gyr is promoting green procurement as a measure during the manufacturing phase.

Green procurement involves purchasing products, parts, components, and materials with minimal environmental impact from suppliers that vigorously promote environmental protection. To that end, the cooperation of suppliers throughout the entire supply chain is essential to ensure that business operates in a way that reduces the environmental impact and risks.

B. *Promoting Environmental Management*

Landis+Gyr considers environmental stewardship to be one of Executive Management's primary responsibilities and promotes environmental activities in harmony with economic activities. Landis+Gyr assesses the impacts of its business activities, products and services on the environment, including with regard to biodiversity, and specifies objectives and targets concerning the reduction of environmental impacts and prevention of pollution. The Company strives to continuously improve environmental management through audits and reviews of activities.

Landis+Gyr complies with all laws and regulations, the industry guidelines it has endorsed, and its own environmental standards. The Company strives to enhance the awareness of all its employees concerning the environment and requires that they make a practical contribution to the environment through their work.

Landis+Gyr operates globally, and hence promotes environmental activities throughout the Company in all countries where it operates, or has dealings.

C. *Sustainable Products and Services*

Landis+Gyr recognizes that sustainably accessible natural resources are finite and implements vigorous environmental measures to promote their effective and practical use, in terms of both products and service offerings, and also internal business processes.

Landis+Gyr develops and provides environmentally-sustainable products and services, which help reduce environmental impacts throughout their life cycles.

Landis+Gyr strives to reduce the environmental impact of all business processes, encompassing design, manufacturing, logistics, sale, and disposal, with a particular focus on the prevention of pollution, greenhouse gas emissions and climate change, efficient utilization of resources and control of chemical substances.



5. Responsibility to the Company

Employees are expected to make diligent efforts to advance the Company's best interests, independent of outside influences.

A. *Conflicts of Interest*

Landis+Gyr demands employees act ethically, honestly, and in the best interest of the Company, including in the handling of potential or actual conflicts of interest in personal and professional relationships. A conflict of interest arises when an employee's private interest interferes or even appears to interfere in any way with the Company's interests. Such a conflict can arise when an employee takes an action or has an interest that may make it difficult to perform his or her work objectively and effectively. Conflicts of interest could also arise when an individual unjustly benefits as a result of his or her position in the Company.

It is not possible to describe every situation in which a conflict of interest may arise, but the following are examples of situations that may constitute such a conflict:

- An employee or a family member receives an improper personal benefit as a result of the employee's position with Landis+Gyr.
- An employee or a family member has a financial interest in a transaction involving a Landis+Gyr competitor, customer, or supplier.
- Owning or otherwise possessing, directly or indirectly, an interest in a competitor, supplier, contractor or subcontractor doing business with the Company, except for securities of such entities that are traded on a recognized securities exchange or in the over-the-counter market, if the amount of such ownership does not exceed 5% of the outstanding amount of the class of such securities.
- An employee works in any capacity for, or serves as a director of, a competitor, customer or supplier while employed by Landis+Gyr.
- An employee directs Landis+Gyr business to a supplier owned or managed by, or which employs, a relative or friend.

B. *Corporate Opportunities*

Employees owe a duty to the Company to advance its legitimate interests when the opportunity to do so arises. Employees who learn of a business or investment opportunity through the use of corporate property or information or his or her position in the Company, such as from a competitor or actual or potential customer, supplier or business associate of the Company, may not participate in the business opportunity or make the investment without the prior written approval of the Compliance Officer or Group General Counsel. Such an opportunity should be considered an investment opportunity for the Company in the first instance. No employee may use corporate property, information, or position for improper personal gain, or to compete with the Company.

C. *Insider Trading*

Certain employees may, in carrying out their responsibilities for the Company, become privy to material non-public information regarding the Company or another company (such as an alliance partner, supplier, or customer). All such material non-public information should be considered as inside information and should never be used for the employee's personal gain or that of family members, friends, or acquaintances. An investor may consider inside information as important



in deciding whether to buy or sell a company's securities, therefore securities laws and Company policy prohibit employees from buying or selling securities on the basis of material, non-public information to preserve public confidence in and the integrity of the securities market. Passing on such inside information to unauthorized persons is also prohibited by our internal rules and the laws of most countries.

Trading securities while in the possession of insider information is both unethical and strictly prohibited by law both for the acting Insider, as well as for Landis+Gyr as an organization. Both the individual and the Company can be fined for violations of securities laws. For more detailed information please see the Company's Insider Dealing and Market Manipulations Policy, where you will find broader explanations and examples.

D. Protection and Proper Use of Company Assets

Landis+Gyr's assets include all the resources the Company maintains to conduct and plan its business. These consist of physical property and equipment, confidential information, intellectual property, and other assets. Assets are used to promote the Company's interests and are never for personal gain. Employees are expected to protect Landis+Gyr's assets and ensure their efficient use.

i. Property and Equipment

Employees must safeguard the Company's property and equipment and act to prevent careless or misguided use, waste, loss or theft, so that the Company can conduct business efficiently, compete successfully, and be profitable. The Company's property and equipment may only be used for Company business.

Confidential and Proprietary Information

Employees handle considerable information about business activities, operations, and plans that are of great value to the Company and that are not known to the general public or competitors. Sensitive information such as customer data, marketing or strategic plans, and product specifications are examples of the Company's information that must be maintained as confidential and proprietary.

Confidential information includes all non-public information that might be useful to competitors or others, or that could be harmful to the Company or those who do business with the Company, if disclosed. Suppliers, business partners, and customers regularly provide confidential information to Landis+Gyr and trust that the information will be protected. Information received from third parties must be carefully safeguarded in accordance with good business judgment and practices as well as any applicable nondisclosure agreement(s). Unauthorized use or distribution of proprietary information is not allowed and could be illegal.

All employees must properly guard Landis+Gyr's confidential and proprietary information. This information should only be disclosed if there is a business necessity to do so (and then only subject to an appropriate non-disclosure agreement) or if authorized by the legal department or required by law.

Employees who possess or have access to confidential proprietary information should:



- Use the information only for business purposes and never for personal benefit or that of family members, friends, or acquaintances.
- Carefully guard against disclosures of that information to people outside the Company. This requires discretion when speaking with family members, business, or social acquaintances and when speaking in locations where the information can be overheard, such as public transportation, elevators, or restaurants.
- Respect the privacy of customers, competitors, and suppliers, and never accept information obtained through unethical or inappropriate means.
- Safeguard against careless opportunity, and never leave confidential or proprietary information visible or unattended. Files should be kept locked and protected. All computer security requirements must be observed.
- Never discuss confidential information with competitors such as price policy, costs, product roadmaps and innovations, inventories, marketing, production plans and capabilities. Collaboration or discussion of these subjects is illegal.

Employees must comply with the above requirements and those of any confidentiality agreement signed at the outset of employment. Company restrictions relating to confidential information remain in full force beyond the conclusion of an individual's employment unless the information subsequently enters the public domain through proper means.

In keeping with these policies, employees should never disclose to anyone within the Company any confidential information about his or her former employer.

ii. Information Resources and Security

The Landis+Gyr computer and network hardware, software, and data are key components of our business. Employees are required to act diligently and exercise due care at all times to protect the Company's computer and network systems, and the Company's information from damage, destruction, viruses, alteration, theft, fraudulent manipulation, and unauthorized access, disclosure or use. Use of information resources is subject to Global Information Security Policies, including Acceptable Use Policy, AUP for non-office workers, and the Information Classification Policy.

Information produced and stored on Landis+Gyr information systems is regarded as Company property and the Company reserves the right to access all such information within the limitations of the law.

iii. Intellectual Property

Landis+Gyr employees are required protect the company's intellectual property rights, safeguard sensitive business and customer information, and respect the intellectual property rights of others. Employees must therefore manage technology and process information in a manner that treats sensitive information and intellectual property rights with the appropriate level of care. For further guidance on these requirements, you may refer to the Intellectual Property Policy and Process.

E. Entertainment, Gifts and Gratuities

When involved in making business decisions on behalf of the Company, employees' decisions must be based on uncompromised, objective judgment. Personal relationships, gifts, hospitality,



or anything else of direct or indirect value must not be used to influence decisions. Detailed regulations and guidance on this topic are set out in local or regional Gifts and Entertainment Policies, or can be obtained from the Legal and Compliance Department, and are to be read in conjunction with this Code.

F. Books and Records

Employees must complete all Company documents accurately, truthfully, completely, and in a timely manner, as well as comply with the Company's review and approval procedures. This includes, but is not limited to, expense reports, time sheets, reporting of vacation or paid time off, payroll and service records, bills, equipment orders, or invoices and other financial data such as might be submitted to Company auditors or government agencies. These records are critical to the management of the business. False, misleading, or incomplete information undermines the Company's ability to make good decisions about resources, personnel, and programs and, in some cases, violates the law. Compliance with the accounting and internal control procedures of Landis+Gyr is mandatory. No undisclosed or unrecorded bank account, fund or asset may be established or maintained. Employees must never create a false or misleading report or request or make a payment or establish an account on behalf of the Company with the understanding that any part of the payment or account is to be used for a purpose other than as described by the supporting documents. Employees must never sign another's name or sign on behalf of anyone other than themselves, unless authorized to do so.

G. Responding to Inquiries from the Media and Others

Landis+Gyr designates particular individuals as directly responsible for handling inquiries and questions regarding the Company and our business from the media, financial analysts or other members of the financial community, government officials or the general public. Employees are thus instructed to refer any inquiries regarding our financial condition and statements and related matters to their respective Finance Department. All inquiries concerning the Company from the media, financial analysts or the general public should be referred to Corporate Communications. Inquiries from regulators or governmental agencies should be referred to the Legal Department immediately. For additional information on this topic, please refer to the Social Media Policy.

6. Responsibility to Employees

Landis+Gyr is a global organization, actively competing in different environments with well-qualified staff from a variety of backgrounds. It is our employees' performance in production and service that earns and maintains our leadership position. We promote and strive for an environment in which all employees are treated with the utmost dignity and respect and can develop and perform to the best of their abilities.

A. Respecting One Another

The way employees treat each other and our work environment affects the way we do our jobs. All employees want and deserve a workplace where they are respected and appreciated. Landis+Gyr highly values and respects our employees' diversity of backgrounds, skills and professional expertise. We encourage employees to value the diversity that our environment



offers and expect everyone to treat all employees with the respect and integrity characteristic of Landis+Gyr.

B. Child Labor

Landis+Gyr does not tolerate the use of child labor and will only engage workers who meet the minimum age required to work in the country where the work is performed or who are over the age of 15, whichever is higher. Workers under the age of 18 must not perform hazardous work or operate heavy machinery.

Landis+Gyr supports the development of legitimate workplace apprenticeship programs for the educational benefit of young people, so long as the same comply with all applicable laws and with this Code. In the absence of local law, the wage rate for student workers, interns and apprentices shall be at least the same wage rate as other entry-level workers performing equal or similar tasks.

C. Modern Slavery

As a global industry leader in the manufacture of electricity, gas, and heat meters and solutions, Landis+Gyr has a responsibility to diligently combat slavery and human trafficking worldwide. As such, Landis+Gyr is committed to preventing slavery and human trafficking in its corporate activities, as well as combating modern slavery in its supply chain. To that end, the Company complies with all modern slavery laws in the jurisdictions in which we operate.

The term “modern slavery” can be defined by reference to existing criminal offences such as slavery and its related offences, including forced labor, deceptive recruiting for labor or services, forced marriage, debt bondage, human trafficking, organ trafficking, and the worst forms of child labor. The latter includes forced or compulsory recruitment of children for use in armed conflict, child prostitution, use of children for illicit activities, and work which is likely to harm the health, safety, or morals of children.

Landis+Gyr does not traffic workers or in any other way exploit workers by means of threat, force, coercion, abduction, or fraud. Landis+Gyr does not use forced labor—slave, prison, indentured, bonded, or otherwise—in any of its facilities worldwide. Working is voluntary, and workers are free to leave work and to terminate their employment status with reasonable notice. Landis+Gyr does not require workers to surrender government issued identification, passports, or work permits as a condition of employment.

D. Disciplinary Practices

Landis+Gyr does not engage in or permit physical, verbal, or psychological abuse or coercion as a means of discipline or control. This includes threats of violence, harassment, or unreasonable restrictions on entering or exiting work and residential facilities (where the latter is provided by Landis+Gyr).

E. Working Hours

Working hours, including the number of hours and days worked, are not to exceed the maximum set by applicable local laws and regulations. In the absence of local law, a workweek shall not be



more than 60 hours per week, including overtime, except in emergency or unusual situations. Workers shall be allowed at least one day off every seven days.

F. *Wages and Benefits*

Landis+Gyr compensates its workers fairly, in compliance with all applicable laws and regulations relating to minimum wages, overtime hours, and other legally mandated benefits (e.g., paid time off, social security contributions, etc.).

Landis+Gyr does not deduct or threaten deduction from wages as a disciplinary measure. For each pay period, Landis+Gyr shall provide workers with a timely and understandable wage statement that includes sufficient information to verify the accuracy of compensation versus the work performed.

All use of temporary, dispatch, and outsourced labor will be within the limits of the local law.

G. *Non-Discrimination*

Landis+Gyr does not tolerate discrimination of any kind—including race, color, age, gender, sexual orientation, gender identity and expression, ethnicity or national origin, disability, pregnancy, religion, political affiliation, union membership, covered veteran status, protected genetic information, or marital status—in hiring and employment practices such as wages, promotions, rewards, and access to training.

H. *Freedom of Association*

Landis+Gyr respects the rights of workers to associate freely, join workers' organizations, seek representation, bargain collectively, engage in peaceful assembly, or refrain from any such activities, as permitted by and in accordance with applicable laws and regulations. All Landis+Gyr workers can engage in such acts without fear of discrimination, reprisal, intimidation or harassment.

I. *Harassment*

Landis+Gyr operates a zero-tolerance policy for any form of harassment—including sexual harassment—in the workplace, treats all incidents seriously, promptly investigates all allegations of harassment, and fairly and adequately imposes disciplinary action, up to and including dismissal from employment.

J. *Safety in the Workplace*

The safety of all employees is of utmost concern for everyone. A safe working environment contributes greatly to good health. Employees must observe prescribed safety and health guidelines and notify their supervisors of unsafe working conditions, equipment or practices. Employees must also comply with all applicable laws, regulations and internal guidelines regarding handling and disposal of hazardous materials waste.

K. *Equal Employment Opportunity*

All Landis+Gyr hiring and employment practices are to comply with local laws and regulations, guided by business considerations such as qualifications and capabilities. Recruiting and



promotion is based purely on qualifications. Any action or practice which degrade employees or can reflect badly on the Company's reputation should be brought to the attention of an employee's supervisor, the Human Resources Department or the Legal Department.

L. Data Privacy and Protection

At Landis+Gyr, we respect the privacy of all individuals. Everyone in the Company has a role to play in protecting and securing personal information as defined in the Group's Privacy Policy. Personal information and other data that is collected from individual customers and consumers are subject to data protection laws in many countries in which the Company operates. Landis+Gyr collects and maintains personal information that relates to employment, including medical and benefit information, and follows all applicable laws and regulations regarding privacy and data protection.

The company is aware that there are very different concepts of data privacy around the globe, but as most of the Company's data is hosted in data centers in Europe, the European General Data Protection Regulation (GDPR) is the basis for the Company's privacy policies.

Personal data may be collected, processed and used for legitimate business purposes only and may not be released outside the Company without appropriate consent and/or approval. Whenever you are in doubt about the procedures please contact your Legal Department, Data Protection Officer, or your Compliance Officer. The Company reserves the right to release personal information—for legitimate business purposes and in accordance with applicable laws—in carrying out Company affairs and responding to investigatory or legal requirements.

Each employee must take care to protect such information and data from inappropriate or unauthorized use or disclosure, and to ensure compliance with applicable laws and regulations. Data may only be disclosed in consultation with the Data Protection Officer where lawful and for a legitimate business purposes, and via appropriate means to ensure adequate IT security. The unauthorized use or disclosure of personal information could adversely affect the individuals whose information is compromised, as well as expose Landis+Gyr and the acting individual to legal and regulatory risk.

7. Competition and Fair Dealing

As a global organization, Landis+Gyr conducts business in many countries in which business practices may vary greatly. We succeed in these markets on the basis and merits of our performance, compliance with all local laws and regulations, and by upholding this Code as our standard of business conduct and behavior.

The Company depends on its reputation for quality, service, and integrity. Employees are expected to deal fairly with the Company's customers, competitors, and suppliers. Employees must never pursue unlawful or unethical means to gain unfair advantage of others through manipulation, concealment, abuse of privileged information, misrepresentation of material fact or any other unfair dealing practice. Subject to applicable law and agreements, employees who fail to comply with these requirements may be subject to disciplinary action, up to and including termination of employment.



A. Antitrust and Competition Laws

Landis+Gyr competes vigorously in all our business activities. The Company's efforts in the marketplace are always conducted in accordance with applicable antitrust and competition laws. Each of the countries in which the Company does business has competition laws that must be observed. While a full description of antitrust and competition laws is not possible within this Code, what follows is an overview of the types of conduct that are particularly likely to raise concerns. For further information, please read the Company's Unfair Competition and Antitrust Policy, or contact your Legal Department or your Compliance Officer to obtain more information.

i. Conspiracies and Collaboration Among Competitors

Anti-competition and antitrust laws seek to, among other things, promote and preserve each competitor's independence when making decisions on price, output, and other competitively sensitive factors. Some of the most serious antitrust offenses are agreements between competitors that limit independent judgment and restrain trade, such as agreements to fix prices (as defined below), "rig" bids (as defined below), restrict output or control the quality of products, or to divide a market for customers, territories, products or purchases. Landis+Gyr competes independently on the merits of our products, skills of our employees, our services, and performance. Employees should therefore not agree with any competitor on any of the aforementioned topics, as these agreements, either written or oral, are virtually always unlawful.

"Price fixing" is an agreement or understanding among competitors to maintain, raise, depress, "peg," or otherwise stabilize prices. To be unlawful: (i) the companies involved do not need to possess market power; (ii) the agreement or understanding need not be effective; and (iii) the prices need not be unreasonable. Bid "rigging" is an agreement or understanding among competitors to fix, determine, or rig an otherwise competitive bidding process.

When dealing with competitors:

- Employees should not discuss prices or pricing policies, exchange price lists, or discuss any terms of sales.
- Employees should obtain all price information about competitors through legitimate means.
- Employees should not discuss current or planned production levels.
- Employees should not discuss contract bids, product content, or marketing plans.
- Employees should not discuss any terms and conditions to be included in customer or vendor contracts.
- Employees should not unfairly disparage competitive products.

Based on legitimate business interest, employees may discuss matters involving legislation, government relations, environmental and safety regulations, and positions to be taken on other political issues. However, employees may not make marketing or pricing policies based on "industry agreement" or "industry policy."

ii. Distribution Issues

Relationships with customers and suppliers can also be subject to a number of competition law and antitrust prohibitions if these relationships harm competition. For example, it can be illegal for a company to affect competition by agreeing with a supplier to limit the supplier's sales to any of the company's competitors. Also, while a company generally is allowed to decide

independently that it does not wish to buy from or sell to a particular person, when such decisions are reached jointly with others, it may be unlawful regardless of whether it seems commercially reasonable. The antitrust law on distribution issues is particularly complex, so before making any decision to (i) terminate a dealer/wholesaler, (ii) enter into any exclusive dealer relationship, or (iii) provide any favorable pricing or promotions to select dealers, employees should consult with the Legal Department.

B. Bribery, Kickbacks, and Fraud

In dealing with employees, customers, suppliers, contractors, agents, competitors or government officials of any type, Landis+Gyr conducts business with utmost integrity. Employees must not offer, give or receive any type of bribe, kickback or payoff (whether in cash, in kind, or in any other form) to anyone in order to influence some decision affecting the Company's business or for the personal gain of an individual.

Employees may not offer, make, solicit, or accept such prohibited payments either directly, through personal involvement, or indirectly, through a third party, such as an agent or consultant acting on their behalf. Detailed regulations and guidance on this topic are set out in the Company's Anti-Corruption Policy, which is to be read in conjunction with this Code.

C. Anti-Money Laundering

Landis+Gyr fully complies with all Anti Money Laundering Rules. Money Laundering occurs when funds from illegitimate sources are brought into legitimate financial channels to make them appear legitimate. Further guidance and regulations can be found in the Group's Treasury Policy.

D. Trade Compliance Regulations

Employees involved in the import or export of goods, services or technical information must know and observe the relevant regulations. Be aware that regulations might even apply to cross border transfers within Landis+Gyr. Furthermore, some of the trade compliance regulations do also apply to domestic business, e.g. when it comes to the prevention of terror financing. All employees involved in imports or exports must ensure that the import or export documents are complete.

Where the export of products and technical data to a particular country is regulated, the employees must obtain the necessary licenses and other state permits prior to the export.

Further information can be found in the Company's Trade Compliance Policy.

8. Interacting with Governments

E. Relationship with Public Officials

Special laws apply when dealing with public officials, and employees who interact with public officials must understand and comply with these laws. Special guidance and regulations regarding the interaction with government officials can be found in Landis+Gyr Anti-Corruption Policy.

F. *Political Contributions*

Laws of certain jurisdictions prohibit a corporation, such as Landis+Gyr, from making political contributions. This includes monetary contributions (e.g., in the form of a corporate check or a purchase of tickets to a political fundraiser), as well as "in-kind" contributions (e.g., the use of Company funds, assets, services or facilities on behalf of a political party, candidate or political committee (e.g., a political action committee or ballot measure committee). Furthermore, it is Company policy that Landis+Gyr as an enterprise does not endorse political candidates, parties or committees. You will find further guidance and regulations in Landis+Gyr's Sponsoring and Political Contributions Policy.

9. Interacting with Suppliers

Landis+Gyr's Code of Conduct for Suppliers states the central principles, key policies, and procedures governing the cooperation between Landis+Gyr and each of its suppliers. The Code of Conduct for Suppliers ensures that Landis+Gyr conducts all of its procurement activities in accordance with the law, as well as with the principles of the [UN Global Compact](#) and of the [Responsible Business Alliance](#). It is the responsibility of those engaging suppliers to ensure that the supplier receives a copy of our Code of Conduct for Suppliers and is asked to comply with the same.

10. Implementation of the Code

A. *Seeking Guidance*

This Code cannot and is not intended to answer all legal questions and expound all instances of ethical behavior. Situations may arise in which guidance must be sought to navigate a legal and an ethical course of action. Employees are encouraged to seek the advice of their supervisor, Compliance Officers, the Human Resources Department or the Legal Department if they have any questions or if they are doubtful about the appropriate course of action.

B. *SpeakUp – Report Violations*

At Landis+Gyr, ethics and compliance are everyone's responsibility. Thus, Landis+Gyr strongly encourages every employee who knows of or suspects a violation of applicable laws, regulations, the Code or the Company's related policies, including those relating to accounting, internal controls and auditing matters, to report that information immediately to their supervisor, their Compliance Officer, the Chief Compliance Officer or by using the Speak-up Hotline described below.

C. *SpeakUp System*

The Company has a 24-hour SpeakUp System as annexed in Schedule 1 of this Code and further explained in our SpeakUp Policy. Employees can use the SpeakUp System to report concerns they may not otherwise want to report directly to their supervisor, Regional Compliance Officer, or Chief Compliance Officer. The SpeakUp System ensures the anonymity of the reporting person if the person so wishes.

Employees can report a concern either by phone or via a secure website. Every person who raises a concern can expect to receive a response to the same within one week of logging the complaint.



Employees should treat the information that they provide as confidential. The Company will treat the information as confidential, to the extent reasonably possible. Due to certain requirements under data protection laws in Europe, the Company may be obligated to inform the subject of a reported violation that the report was filed and how he or she may exercise his or her right to access and correct the information regarding the allegation. However, this right to access information does not entitle the subject of the allegation to information identifying the person who made the report. The Company may also disclose this information if it is required or deemed advisable in connection with any governmental investigation or report, in the interest of Landis+Gyr's legal handling of the matter.

Use of the SpeakUp System is voluntary.

D. Protection of Employees and Informants

Landis+Gyr will not tolerate any kind of retaliatory actions against any employee who, in good faith, reports suspected wrongdoing, or complaints about violations of this code or our policies.

E. Investigation of Suspected Violations

All reported violations will be promptly investigated and treated confidentially to the extent reasonably possible. Employees who have reported a violation should not conduct their own preliminary investigations. Investigations of alleged violations should be conducted by a neutral party experienced in navigating complex legal issues. Employees acting on their own may compromise the integrity of an investigation and adversely affect both themselves and the Company. Any such unauthorized investigation, as well as failure to cooperate with an authorized investigation, is a violation of this Code.

F. Discipline for Violations

The Company makes every reasonable effort to prevent behavior that breaches this Code and to stop such behavior as soon as reasonably possible after its discovery. Subject to applicable law and agreements, employees who violate this Code and related Company policies and procedures may be subject to disciplinary action, up to and including termination of employment.

G. Waivers and Amendments

The Company will waive application of the policies set forth in this Code only where circumstances warrant granting a waiver. All waivers must be in writing, and pertaining to the Company's directors and executive officers may be made only by the Company's Board of Directors or a committee of the Board that is granted such authority.

Waivers and amendments of the Policy will be promptly disclosed as required by law or regulation.

H. Acknowledgement and Agreement

Each employee must indicate that he or she has received, read and will abide by this Code of Business Conduct and Ethics by signing and dating the attached acknowledgement and returning it promptly to their local Human Resources Department.



Document Type: Policy [PL]

Document Owner: Global Legal and Compliance

Classification: **Public**

Signed by:

Andreas Umbach
Chairman of the Board

Werner Lieberherr
CEO



**CODE OF BUSINESS ETHICS AND CONDUCT
ACKNOWLEDGEMENT AND AGREEMENT**

I have received and reviewed the Code of Business Ethics and Conduct. I understand its contents. I agree to comply fully with the standards, policies and procedures contained in the Code and the Company's related policies and procedures, and that failure to do so may result in disciplinary action, up to and including termination of employment. I acknowledge that the Code does not, in any way, constitute an employment contract or an assurance of continued employment or any other rights.

Signature: _____

Typed or Printed Name: _____

Date: _____

Address of workplace: _____

SCHEDULE 1: SPEAKUP SYSTEM DIAL-IN AND WEBSITE INFORMATION

Nr.	Country	Free Phone Number	Webservice URL (general URL)	Access Code
Dial-in and Website information – Americas				
1	BRAZIL	08008919678	www.speakupfeedback.eu/web/spap5p/br	80395
2	CANADA	1-866-8181239	www.speakupfeedback.eu/web/spap5p/ca	19700
3	MEXICO	018001234618	www.speakupfeedback.eu/web/spap5p/mx	37225
4	USA	1-866-2506706	www.speakupfeedback.eu/web/spap5p/us	27735
Dial-in and Website information – Asia-Pacific				
5	AUSTRALIA	1800452051	www.speakupfeedback.eu/web/spap5p/au	59880
6	CHINA NORTH	108007440179	www.speakupfeedback.eu/web/spap5p/cn	28855
7	CHINA SOUTH	108004400179	www.speakupfeedback.eu/web/spap5p/cn	28855
8	HONGKONG	800963161	www.speakupfeedback.eu/web/spap5p/hk	92092
9	INDIA	0008004401221	www.speakupfeedback.eu/web/spap5p/in	43398
10	JAPAN	0120 774878	www.speakupfeedback.eu/web/spap5p/jp	28727
11	SINGAPORE	1800-8232206	www.speakupfeedback.eu/web/spap5p/sg	07037
12	NEW ZEALAND	0800450436	www.speakupfeedback.eu/web/spap5p/nz	65093
Dial-in and Website information – Europe, Middle East & Africa (EMEA)				
13	AUSTRIA	0800-295175	www.speakupfeedback.eu/web/spap5p/at	08944
14	BELGIUM	0800-71365	www.speakupfeedback.eu/web/spap5p/be	68071
15	CZECH REPUBLIC	800 900 538	www.speakupfeedback.eu/web/spap5p/cz	79734
16	DENMARK	80885638	www.speakupfeedback.eu/web/spap5p/dk	29520
17	FINLAND	08001-13031	www.speakupfeedback.eu/web/spap5p/fi	46877
18	FRANCE	0800-908810	www.speakupfeedback.eu/web/spap5p/fr	66252
19	GERMANY	0800-1801733	www.speakupfeedback.eu/web/spap5p/de	69834
20	GREECE	0080044142695	www.speakupfeedback.eu/web/spap5p/gr	62393
21	ITALY	800-787639	www.speakupfeedback.eu/web/spap5p/it	59251
22	NETHERLANDS	0800 0222931	www.speakupfeedback.eu/web/spap5p/nl	50822
24	POLAND	008004411739	www.speakupfeedback.eu/web/spap5p/pl	98436
26	SLOVENIA	080080806	www.speakupfeedback.eu/web/spap5p/si	93152
27	SOUTH AFRICA	0800 864 433	www.tip-offs.com	
28	SPAIN	900-973174	www.speakupfeedback.eu/web/spap5p/es	24165
29	SWEDEN	020-798813	www.speakupfeedback.eu/web/spap5p/se	13595
30	SWITZERLAND	0800-561422	www.speakupfeedback.eu/web/spap5p/ch	21268
32	UNITED KINGDOM	0800-1693502	www.speakupfeedback.eu/web/spap5p/gb	02680

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