

Code of Conduct for Employees



MANNHEIMER
SWARTLING

A word from the Board of Directors

Mannheimer Swartling provides high-quality advice on business law in Sweden and around the world. Our clients include prominent Swedish and multinational enterprises and organisations. We always strive to provide our clients with the best possible counsel. To do so, it is essential that we conduct our own business in a responsible and sustainable manner.

The firm's core values – *quality, business focus* and *team spirit* – govern both our approach within the firm and our relations with clients and the world around us.

Our Code of Conduct clearly sets out the firm's values and summarises the expectations we have of our employees. Diversity and inclusion, working conditions, environment and climate, business ethics, anti-corruption and insider regulations are some of the issues to which we have adopted a result-oriented and systematic approach for many years.

The Code of Conduct summarises the firm's governing documents in each of these areas. More detailed information on each area may be found in the relevant governing document.

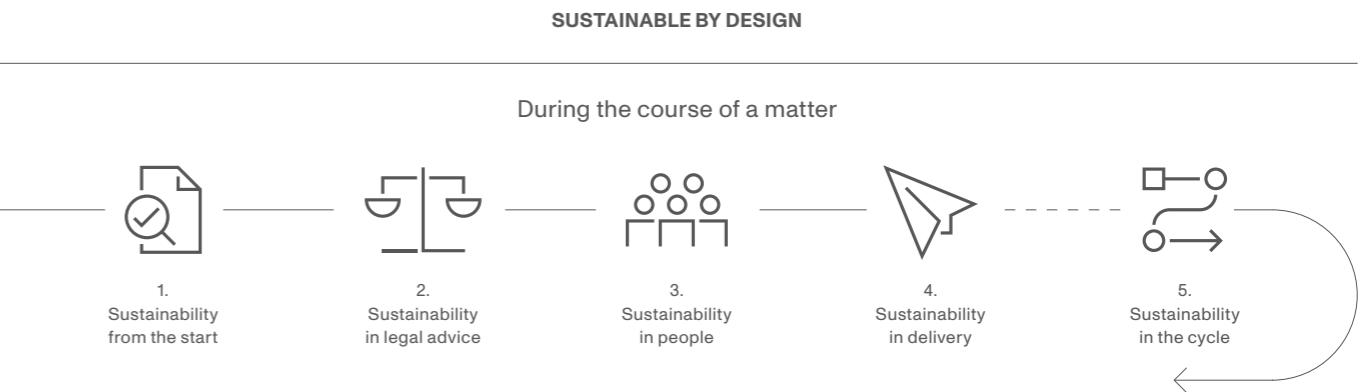
We urge all employees of the firm to read the Code of Conduct carefully and abide by it in their day-to-day work.

BOARD OF DIRECTORS

Stockholm 22 January 2024

“We must always act in a way that is responsible and sustainable.”

The Code of Conduct sets out the principles governing Mannheimer Swartling in its role as an employer. It also clarifies our employees' role in relation to each other, and the role of the firm and employees in relation to clients, suppliers, business partners and the wider community. Our Sustainable by design concept aims to embed these principles into our daily operations and interactions, read more on the next page.



Sustainable by design is the firm's concept for strengthening our holistic approach to sustainability issues.

- *Sustainability from the start* concerns which matters and questions we choose to work on. This relates partly to compliance, but also firm strategy, regulations and business ethics.
- *Sustainability in advice* signifies the deep knowledge of sustainability-linked law and context across all of our practice and industry groups.
- *Sustainability in people* fosters a long-term sustainable working environment with a focus on health and wellbeing, diversity and inclusion, the staffing of matters and the promotion of individual development.
- *Sustainability in delivery* relates to the methods we use when providing services to our clients and actively seeking to reduce any negative impacts on people and the planet along the way – from travel choices to the selection of sub-suppliers for goods and services.
- *Sustainability in the cycle* represents the continuous improvement loop – our reflections, what we have learnt, and what we can do further to develop a sustainable business, aligned with our Code of Conduct.

Mannheimer Swartling's Code of Conduct

ABOUT THE CODE OF CONDUCT

The Code of Conduct has been adopted by Mannheimer Swartling's Board of Directors, and is reviewed on a regular basis. It covers all employees of the firm, and also applies to agency staff.

Each employee is responsible for complying with the Code of Conduct. Partners and heads of business support departments are responsible for ensuring that other employees understand the Code of Conduct, can receive advice about the Code, and act in accordance with it. The responsibility borne by all partners and heads of business support departments includes ensuring that employees receive regular training on the contents of the Code of Conduct, as well as its relevance in day-to-day operations at the firm.

The Code of Conduct sets out the principles governing Mannheimer Swartling in its role as an employer. It also clarifies our employees' role in relation to each other, and the role of the firm and the employees in relation to clients,

suppliers, business partners and the wider community. We must always act in a way that is responsible and sustainable. The Code of Conduct provides guidance on the laws and regulations that the firm and its employees must abide by. It also addresses matters where the firm – internally and in relation to others – goes further than its statutory obligations.

The Code of Conduct is not exhaustive; it is intended to serve as a navigation aid, helping the firm's employees to understand the governing documents applying to our operations. The different sections of the Code of Conduct make reference to other relevant governing documents in force at the firm. More detailed information may be found in those documents.

The firm also has a *Code of Conduct for Suppliers*. That code governs all business relationships between Mannheimer Swartling and our suppliers, and defines the firm's expectations of the operations and behaviour of our suppliers.



Core values

THE FIRM'S CORE VALUES

The firm has three core values – *quality*, *business focus* and *team spirit* – which permeate our culture, govern our day-to-day operations, and form an integral part of our business model – Pure Lockstep. The model promotes knowledge sharing and collaboration between colleagues, practice groups and offices. It is our primary means of guaranteeing each client the best possible advice, and of ensuring the best possible working environment for our people. Pure Lockstep means that the firm's operating profit is shared equally between the partners of the firm, and that the remuneration paid to associates is based solely on experience.

QUALITY

We strive to achieve the highest quality in everything we do.

BUSINESS FOCUS

We see business law as a tool to create success for our clients. This means that each employee has two areas of focus: the development of our clients' businesses and the development of the firm.

TEAM SPIRIT

The firm has a strong sense of community and solidarity. We help each other and collaborate seamlessly across practice groups and offices for the benefit of each client.



Our priority areas

HUMAN RIGHTS

We commit to respect human rights, and must be aware of how our business impacts these rights. The firm is a member of UN Global Compact, and has committed to uphold its ten principles on responsible business conduct, including those pertaining to human rights.

Our operations must uphold internationally-recognised human rights, including:

- those contained in the International Bill of Human Rights (consisting of the UN Universal Declaration of Human Rights, the UN International Covenant on Civil and Political Rights (ICCPR), and the UN International Covenant on Economic, Social and Cultural Rights (ICESCR));
 - the principles concerning fundamental rights in the core ILO conventions as set out in the ILO Declaration on Fundamental Principles and Rights at Work;
 - additional UN instruments on the rights of specific groups or populations; and
 - where relevant, the standards of international humanitarian law.
- Throughout our operations and business relationships we take active steps to implement the UN Guiding Principles on Business and Human Rights (UNGPs). Other central instruments are the OECD Guidelines for Multinational Enterprises on Responsible Business Conduct, Swedish Bar Association guidelines, the IBA Practical Guide for Business Lawyers on Business and Human Rights, as well as other guidance specific to groups that require our particular attention as an operator in the legal sector.
- The firm's approach to human rights is encapsulated in the following principle:
- Respect for human rights**
- We commit to respect human rights. We are committed to ensuring that our business does not cause or contribute to adverse human rights impacts. We also seek to prevent or mitigate adverse human rights impacts that are directly linked to our business relationships. Our operations are based on values founded on respect for human rights.



WORKING CONDITIONS – PHYSICAL AND PSYCHOSOCIAL WORK ENVIRONMENT

As a knowledge company, Mannheimer Swartling is dependent on its people and the expertise they possess. Each employee's commitment, skill and experience are absolutely crucial factors for the success of our counsel – today and to ensure we remain relevant in the future. Our aim is to be a modern workplace that attracts and retains the most talented people.

The firm's approach to the physical and psychosocial work environment is encapsulated in the following principles:

A workplace where respect is paramount
We act in all situations as good ambassadors for Mannheimer Swartling and in line with the firm's core values. We show respect in our interactions with others.

Zero tolerance of discrimination

We do not accept any form of discrimination based on gender, identity or expression, ethnicity, religion or other beliefs, functional variation, sexual preferences or age. We work actively to achieve equal treatment and to increase diversity and gender equality. The firm manages these issues via a variety of tools including our *Antidiscrimination Document* and *Guidelines on Promoting Diversity and Inclusion*, as well as a related gender goal and action plan for partners in which these issues are addressed in more detail.

Responsible leadership and employee involvement

As leaders and employees we set a good example, and act on the basis of the firm's core values. We encourage employee involvement – a key element of the firm's culture and Pure Lockstep model.

A safe and secure work environment

We work continuously to ensure the firm has a good physical work environment. To promote the psychosocial work environment we offer regular training sessions on self-leadership, motivation and drivers, as well as leadership, and we encourage and contribute to health care and wellness. We attach importance to social activities and gatherings at which employees are able to establish and maintain good relations with each other.

The firm has a *Work Environment Policy* in which these issues are addressed in detail.



“We continuously analyse our climate footprint, and what we can do to reduce it.”

The purpose of the firm's policy on environment and climate is to minimise our negative impact, thereby contributing to lasting and sustainable societal development.

ENVIRONMENT

The firm's environmental performance is an important issue. The purpose of the firm's policy on environment and climate is to minimise our negative impact, thereby contributing to lasting and sustainable societal development. The firm reports its greenhouse gas emissions in line with the Greenhouse Gas Protocol Corporate Standard. We also have a climate goal validated by Science Based Targets initiative (SBTi). We continuously analyse our climate footprint, and what we can do to reduce it.

The firm has also received ISO 14001 certification. The purpose of our environmental management system is to continuously reduce our environmental impact by taking effective action in a number of areas that we have identified for improvement.

In outline, our approach to environmental issues is based on the following principles:

Transport and travel

We aim to choose the most environmentally friendly mode of transport for deliveries to and from our offices. We are responsible for ensuring that our own business journeys take place in an environmentally friendly, efficient and economically defensible and safe way. The firm has a *Travel Policy* in which these issues are addressed in detail.

Purchasing of goods and services

We make conscious purchases and so far as possible we choose products and services that have low environmental



and climate impact. We consider relevant environmental standards and take the life-cycle perspective into account in procurement and purchasing.

These issues are among those addressed in detail in the firm's *Code of Conduct for Suppliers*.

Knowledge about the environment and climate

We continuously inform, educate and inspire our employees in relation to environmental and climate issues to increase awareness, engagement and knowledge about the impact we have on the environment and climate. We arrange recurring in-house events focusing on the environment and climate and conduct regular activities to raise awareness, as well as to build our capacity to deliver climate-conscious legal advice.

The firm has an *Environmental Policy* in which these issues are addressed in more detail.

BUSINESS ETHICS, ANTI-CORRUPTION, ANTI-MONEY**LAUNDERING AND REGULATORY COMPLIANCE**

A crucial part of our business is to monitor and systematically manage risks within our advisory services relating to money laundering, terrorism financing, the ethics of legal practice and use of AI, sanctions legislation, insider trading, anti-corruption and data protection.

We constantly weigh up ethical considerations to ensure we act in line with the firm's values. A qualified team of around fifteen people check to ensure that our employees meet the firm's standards of responsible and ethical behaviour when accepting new engagements and clients. Good business ethics and our employees'

compliance with relevant laws, regulations and internal policies are fundamental in all the firm's operational areas.

The principles forming the basis for our approach include the following:

Zero tolerance of corruption

We abide by anti-corruption legislation, as well as other applicable regulations and guidelines.

We are particularly aware of the risks typically associated with our industry and business, and as a law firm we must not cause, aid or by our business cause or contribute to corruption.

The firm has an *Anti-Corruption Policy* in which these issues are addressed in detail.

Managing strategic and ethical conflicts

We take conscious and active steps to avoid conflicts of interest in accordance with the Swedish Bar Association Code of Conduct and other applicable regulations. We also manage ethical considerations in our initial client matter intake and during the period of our engagement. We understand and recognise the importance of reviewing all parties in a new matter in line with the firm's internal procedures.

The firm has guidelines on *Strategic and Ethical Considerations Before Accepting New Engagements*, in which these issues are addressed in more detail.

Money laundering, financing of terrorism and sanctions regulation

We take active steps to prevent the firm and its

engagements from being used for money laundering, terrorism financing or breach of sanctions regulation. We check and consider each assignment for a client and each supplier in accordance with relevant laws in the field including applicable sanctions rules.

The firm has a *Policy under the Anti-Money Laundering and Terrorism Financing Act*, in which these issues are addressed in detail.

Information security, IT security, duty of confidentiality and personal privacy under data protection legislation

We uphold our duty of confidentiality and discretion as regards information to which we have access in our operations, and report any identified risks of information loss to the relevant partner, head of support department or the Compliance and Risk department. We uphold our duty of confidentiality, information security, IT security and respect for personal privacy under the data protection legislation.

The firm has an *Information Security Policy*, an *IT Security Policy* and a *Protection of Privacy Policy*, in which these issues are addressed in detail.

Insider regulations

We always respect applicable laws and our internal regulations governing insider trading. Among other things, our internal regulations prohibit our employees from acquiring listed financial instruments (e.g. shares).

The firm has an *Insider Trading Policy*, in which these issues are addressed in detail.





Reporting of suspected misconduct

The credibility and long-term success of the firm relies on our actions reflecting our values and ethical guidelines. Any employee who suspects misconduct, such as serious irregularities, violations of applicable law or of our policies and guidelines, is encouraged to report it through our whistleblowing channel.

Employees can report their suspicions anonymously. All reports are promptly investigated by a dedicated whistleblowing team. By reporting in the whistleblowing

channel, the employee is protected under the Act on the Protection of Persons Reporting Misconduct, which strictly prohibits any attempts to prevent reporting of misconduct in good faith. Additionally, no punitive, disciplinary or retaliatory actions may be taken against an employee who reports in good faith.

The firm has a *Whistleblowing Policy*, which outlines what can be reported, who can report and how to make a report in our whistleblowing channel.



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www.mannheimerswartling.se