

# Code of Conduct for the CSS Group

## 1 Introduction

### 1.1 Objective

The success of the CSS Group (referred to below as CSS) depends on the trust of all our stakeholder groups: our clients, staff, service providers, business partners, civil society and the authorities. This Code of Conduct for CSS lays the foundation on which we can create, maintain and strengthen that trust. Trust is the basis of the good reputation that CSS enjoys.

The objective of the Code of Conduct is to raise awareness among the members of the Board of Directors and all CSS staff of the legal provisions and internal CSS requirements that apply, and to place them under an obligation to behave ethically. The Code of Conduct also helps us establish a shared system of values and a company culture in which people take responsibility for their actions. The Code of Conduct provides the framework for our activities on behalf of CSS. It underpins our work with our clients, staff, service providers, business partners, civil society and the authorities.

The Code of Conduct covers general, legal and ethical principles. The general principles are set out in greater detail in the regulations, directives and guidelines for the areas in which we operate (referred to collectively below as the Rules of Conduct). We are familiar with and abide by these Rules. CSS makes them available to staff on the intranet, and provides appropriate training. CSS also publishes this Code of Conduct on the internet. We are conscious that breaches of the Code are never in the interests of CSS. The members of the Board of Directors and the Corporate Executive Committee of CSS personally endorse the Code of Conduct and expect Board members and internal and external employees alike to comply with it in their work.

Please note: This English version of the Code of Conduct is a translation. Only the German, French and Italian versions are binding.

### 1.2 Scope

The Code of Conduct applies to all members of the Board of Directors and all internal and external employees of CSS.

### 1.3 Personal responsibility / responsibility of management

We all take responsibility for our own actions and apply the principles and rules of the Code of Conduct and the Rules of Conduct in our day-to-day work.

Managers play an important part in leading by example where compliance with the Code of Conduct and Rules of Conduct is concerned. They are responsible for ensuring that their internal and external employees are familiar with and abide by the Code of Conduct, the applicable provisions in law, and the internal regulations, directives and guidelines. They create a working environment which encourages open discussion about conduct and conflict, and pay particular attention to signs of unethical or unlawful behaviour, especially where competitive pressure is high.

Staff members' compliance with this Code forms part of their annual performance appraisal with their line manager.

### 1.4 Cases of uncertainty

The Board of Directors and Corporate Executive Committee of CSS are aware that the Code of Conduct will not describe all of the critical situations which CSS staff may encounter in their day-to-day work. Cases of doubt and uncertain situations raise questions for staff. Line managers, the staff of the HR Advisory unit, as well as the Compliance Officer and their staff will answer these questions and will help to make a decision where dilemmas occur.

## 2 Conduct towards our stakeholders

### 2.1 Clients

CSS places the client and their concerns firmly at the heart of its activities. They are the focus of our attention. We want to earn the trust of our clients. The integrity of CSS, the Board of Directors and our staff is absolutely crucial to this.

We actively promote and maintain sustainable partnerships in our relationships with clients. We win people over with understandable, client-oriented solutions that meet their needs.

When advising our clients, we always fulfil our duties of care and information comprehensively and professionally. We take our clients' questions and concerns seriously, and handle them fairly, quickly and competently. We set the bar high for our actions, and we abide by the CSS quality standards.

### 2.2 Staff

CSS respects and protects the personal integrity of its staff and is considerate of their health and welfare. CSS protects the health and safety of its staff at the workplace. It is committed to equal treatment and equal opportunities. It will not tolerate discrimination of any nature on the basis of gender, religion, age, race, origin, disability, sexual orientation or political or trade union activity. It will not tolerate any form of workplace bullying or sexual harassment.

CSS supports the personal and professional development of its staff on the basis of the potential and capacity of the individual and the needs of the company.

We treat our colleagues with respect and civility, and the hallmarks of our conduct are reliability and mutual trust. We communicate openly and honestly with one another. We foster integrity, a sense of responsibility, fairness and teamwork.

### 2.3 Service providers and business partners

CSS encourages a constructively critical, transparent and open dialogue with service providers and business partners in a relationship characterised by fairness, respect and professionalism. In negotiations to establish partnerships and agree their terms, we are firm but fair and always uphold the interests of CSS and its insured persons.

## 2.4 Civil society and the authorities

We communicate openly, honestly and promptly with the public.

We cooperate actively with the authorities and focus on identifying solutions. We encourage a constructively critical, transparent and open dialogue with local authorities, the cantons and the federal government. We also foster a constructively critical, transparent and open dialogue with politicians involved in insurance issues, in a relationship characterised by respect and professionalism. In doing so, we always present the CSS position on health policy matters.

CSS, the Board of Directors and the staff use natural resources responsibly and sparingly.

## 3 General Code of Conduct

### 3.1 Ethical and moral conduct

We undertake to act ethically and morally in our business dealings and in our relationships with our clients, staff, service providers, business partners, civil society and the authorities. When upholding the interests of CSS, we always abide by the principles of decency, honesty and propriety.

### 3.2 Compliant business conduct

All members of the Board of Directors and all CSS staff are required to comply with the applicable laws and requirements, internal regulations, directives and guidelines, and contractual agreements.

### 3.3 Confidentiality and data protection

Unless required to do so by law, we do not pass any non-public information about clients, staff, partners or the business interests of CSS on to unauthorised third parties. All members of the Board of Directors and all CSS staff treat all information in accordance with its classification, and maintain business confidentiality. The corresponding legal provisions and internal Rules of Conduct (regulations, directives and guidelines) must be strictly observed.

We conscientiously adhere to the obligations to protect data and maintain confidentiality. We do not provide any information about clients or staff to unauthorised third parties. Client data may be processed only in accordance with the law and the relevant directives (specifically in compliance with the Rules of Conduct).

### 3.4 Protecting the assets of CSS

We take precautions to protect and to secure the assets of CSS. Tangible assets, intellectual property rights and information must be treated with care to prevent loss, theft or damage. CSS staff are required to use the assets and resources of CSS exclusively for business purposes, and not for their personal or professional benefit or for inappropriate or unlawful purposes. Limited personal use of the infrastructure is permitted only to the extent explicitly provided for in regulations, directives or guidelines. The conditions laid down in these documents must be observed.

The CSS name, its logo, brands, business secrets, documents and copyrights may not be used or disclosed without authorisation or in prohibited form.

### 3.5 Conflicts of interest

Conflicts of interest may arise where the personal interests or family and other ties of staff members diverge from the interests of CSS. In general, situations in which personal interests, activities outside of CSS, personal financial interests or personal relationships may begin

to conflict with the interests of CSS, or may give the impression of such a conflict, must be avoided. Care must also be taken that business activities on behalf of CSS are not influenced by personal considerations or relationships.

Conflicts of interest are most commonly found where, by virtue of their position, members of staff place orders, appoint other members of staff or receive job offers from competitors. Staff members who feel that they are in a conflict situation must notify their line manager promptly and appropriately. CSS will then determine whether or not a conflict of interest actually exists, and will take the necessary action.

The members of the Board of Directors of CSS are required to abstain from voting on business which concerns their own interests or the interests of related individuals or legal entities. This duty to abstain also applies in other cases in which there is a conflict of interest.

### 3.6 Secondary employment

Secondary employment which impairs or might impair a Board member's ability to fulfil the duties of their role is subject to the approval of the Chairman of the Board of Directors. The Board member concerned must ensure that the Chairman of the Board of Directors is notified promptly of such secondary employment.

Secondary employment which impairs or might impair a staff member's ability to fulfil the duties of their role is subject to the approval of their line manager and Human Resources. The staff member concerned must ensure that their line manager is notified promptly of such secondary employment.

In the event of a conflict of interest, the interests of CSS must take precedence.

### 3.7 Gifts and corruption

Gifts or other benefits (such as benefits in kind, discounts, and invitations for trips or meals) may not be accepted under any circumstances if a connection between the grant of such benefits and a decision-making or procurement process cannot be ruled out.

If a connection between the grant of such benefits and a decision-making or procurement process can be ruled out, then gifts, invitations and other benefits may be accepted, provided they

- are of a socially acceptable nature and are of little commercial value;
- do not impair the independence, objectivity and freedom of action of the recipient's professional activities; and
- their acceptance does not create the impression of corruption or bias.

Cash may not be accepted under any circumstances.

We will act in accordance with CSS's internal Rules of Conduct in the event of doubt or if the value of the offered gift, invitation or other benefit is substantial.

No direct or indirect gifts or other benefits may be given or offered to any public or private-sector official or decision-maker with the intent to gain an unlawful advantage.

### 3.8 Placement of orders

CSS has clear rules for the conclusion of contracts with third parties which ensure that the contract is awarded to the bid that represents the best economic value. These rules are set out in greater detail in regulations, directives and guidelines. They must be observed at all times.

### 3.9 Free and fair competition

CSS, the members of its Board of Directors and its staff abide by the principles of free and fair competition. We avoid situations that are questionable under competition law. Agreements or behaviours coordinated with other companies that constitute or are intended to constitute unlawful anticompetitive practices are prohibited.

In this regard, we comply with the more detailed provisions contained in the internal CSS Rules of Conduct.

### 3.10 Insider trading

Members of the Board of Directors and staff of CSS are forbidden from exploiting or passing on insider information for their own financial benefit or that of another person. "Insider information" refers to information about a company or a transaction which, upon publication, might affect the price of the certificated or uncertificated securities issued by the company concerned. All members of the Board of Directors and staff are forbidden from exploiting knowledge of forthcoming or ongoing securities transactions to their own advantage or that of a third party.

### 3.11 Money laundering and the financing of terrorism

When receiving funds, all members of the Board of Directors and staff are required to fulfil the duties of care to combat money laundering and the financing of terrorism that arise from the applicable laws and supervisory regulations, and the internal Rules of Conduct.

### 3.12 Proper reporting and record-keeping

We ensure the integrity of our financial reporting. Each member of staff helps to handle business transactions thoroughly and accurately in accordance with modern practice.

We maintain business records and documents that are subject to archiving requirements in accordance with the legal provisions and in compliance with the relevant regulations, directives and guidelines.

### 3.13 Communications

We communicate credibly and factually with our clients, staff, the authorities and the media.

Members of staff never themselves provide information to members of the media. We immediately forward written or verbal enquiries from members of the media to the Media Relations unit. Communications with the supervisory authorities are routed through the General Secretariat.

## 4 Breaches and sanctions; reporting breaches

Breaches of the law, the Code of Conduct or our regulations, directives and guidelines will be punished. They may have consequences under employment, civil or criminal law. These include, specifically:

- Reprimands
- Warnings
- Dismissal
- Claims for damages
- Criminal charges

Each member of staff has both the right and the duty to report such breaches. The member of staff may report the breach to

- their line manager,
- the Compliance Officer ([compliance@css.ch](mailto:compliance@css.ch)), or the contacts for compliance issues in Italian and French-speaking Switzerland, or
- anonymously via the whistle-blower system ([www.correctness.ch](http://www.correctness.ch)).

The member of staff reporting the breach has no penalty to fear providing the report has been to the best of their knowledge and with honest intentions. In reporting breaches, members of staff must act responsibly, considering the consequences and presenting the facts carefully. Reports must not be made where there are clearly no grounds for them.

If members of staff would like to remain anonymous when asking the Compliance Officer a question or reporting a specific breach of the compliance rules, they can use the internal whistle-blower system at [www.correctness.ch](http://www.correctness.ch). To guarantee anonymity, the report must not be submitted using the CSS IT infrastructure (CSS I-Surf or wireless network). The identity of the person asking the question or submitting the report cannot be traced if the report is submitted from outside the CSS IT environment.

The [www.correctness.ch](http://www.correctness.ch) whistle-blower system is hosted on an external server provided by a specialist company.

Board of Directors and Corporate Executive Committee of the CSS Group

Lucerne, 6 October 2017



Jodok Wyer  
Chairman of the  
Board of Directors



Philomena Colatrella  
Chief  
Executive Officer