Code of Conduct

Roxpay AG Code of Conduct

Version 2.0 · As of November 2026 · Replaces the version of 30 December 2024

1. Introduction and Scope

Roxpay AG develops, finances and operates sustainable charging infrastructure for heavy-duty transport. Our success is built on trust – from employees, partners, customers, investors and authorities. This Code of Conduct provides guidance for acting with integrity in everyday business and sets out what we expect of ourselves and of our business partners.

It applies to Roxpay AG and the companies it controls (including RoxCharge GmbH) and to all employees, managers and members of the Board of Directors. Business partners (suppliers, service providers, subcontractors, customers and joint venture partners) commit to complying with the principles set out herein.

2. Our Core Values

- **Integrity** – we act honestly, transparently and in line with the law and our commitments.
- **Sustainability** – we make an active contribution to decarbonisation through our projects.
- **Respect** – we respect the dignity of every person, value diversity and create a safe and fair working environment.
- **Responsibility** – we protect people, resources, data and the reputation of Roxpay.
- **Trust** – we raise problems openly and protect whistleblowers.

3. Core Principles of Our Conduct

3.1 Compliance with the Law

- We comply with all applicable laws, regulations, standards and industry norms in every country in which we operate.
- Where the law and this Code differ, the stricter rule applies.

3.2 No Corruption or Bribery

- We do not tolerate corruption or bribery – whether active or passive, and whether involving public officials or private parties.
- We do not offer, promise, grant, request or accept any undue advantage in order to influence business or official decisions. This includes facilitation payments.
- Gifts, hospitality, donations and sponsoring are permitted only if they are appropriate, transparent, documented and lawful, and do not create an expectation of anything in return.
- We do not use intermediaries, consultants or other third parties to circumvent these rules.

3.3 Fair Competition

- We comply with competition and antitrust law. Agreements on prices, terms, markets, customers or bids, and the exchange of competitively sensitive information with competitors, are prohibited.
- In cooperation and joint ventures with competitors, we pay particular attention to the limits set by competition law.

3.4 Conflicts of Interest

- We take business decisions free from personal interests.
- We disclose potential conflicts of interest without delay and have them assessed by an uninvolved party.

3.5 Anti-Money Laundering and Financial Integrity

- We do not participate in money laundering or the financing of terrorism, and we remain alert to signs of a lack of integrity among counterparties and in transactions.
- We know our business partners and carry out appropriate checks before entering into a relationship.
- Business transactions are recorded completely, truthfully and traceably. We comply with our tax obligations.

3.6 Sanctions and Export Controls

- We comply with the economic sanctions and export control rules applicable to us and do not enter into business relationships with sanctioned persons or organisations.

3.7 Human Dignity, Human Rights and Working Conditions

- We respect human dignity and are guided by the UN Guiding Principles on Business and Human Rights and the core labour standards of the International Labour Organization (ILO).
- We reject child labour. The minimum age for employment is determined by applicable law and is never below the end of compulsory schooling and never below 15 years; young workers are protected from hazardous work.
- We reject all forms of forced labour, human trafficking and modern slavery.
- We respect freedom of association and the right to collective bargaining within the framework of applicable law.
- Wages, working hours and working conditions meet at least the statutory requirements.

3.8 Equal Opportunities and Non-Discrimination

- We offer equal opportunities to everyone. No one is disadvantaged because of origin, skin colour, gender, age, religion, belief, disability, sexual orientation or any other protected characteristic.
- We do not tolerate harassment, bullying or intimidation.

3.9 Occupational Health, Safety and Plant Safety

- The protection of life and health takes priority. Occupational safety and health protection are core principles, as is a healthy work–life balance.
- Work on electrical installations and charging infrastructure is carried out only by qualified and authorised persons in accordance with applicable safety regulations.
- We report accidents, near misses and hazards without delay.

3.10 Environment and Sustainability

- We reduce CO_2 emissions and promote climate-friendly technologies.
- We use energy, water and materials responsibly and comply with applicable environmental regulations.

3.11 Data, Confidentiality and Intellectual Property

- We protect personal data, confidential information, trade secrets and intellectual property and comply with applicable data protection laws.
- We handle IT systems and social media with care and do not speak on behalf of Roxpay without authorisation.

4. Cooperation with Business Partners

- We select suppliers, service providers and partners on the basis of fair and transparent criteria, pay them fairly and honour agreed payment terms.
- We expect our business partners to comply with the principles of this Code or to apply equivalent standards of their own – in particular regarding anti-corruption, fair competition, anti-money laundering, sanctions, human rights, working conditions, and health, safety and environment.

- We expect business partners to enforce and promote these requirements within their own supply chain and to inform us of compliance upon request.
- In the event of violations, we require corrective action. In the case of serious or repeated violations, we may terminate the relationship.

5. Responsibility and Implementation

5.1 Responsibility

- All employees are obliged to know and comply with this Code. Managers have a particular role-model function and ensure that their teams are familiar with the Code.
- Overall responsibility for compliance lies with the management and the Board of Directors. The contact person for compliance questions is the CEO (compliance@roxpay.ch).

5.2 Training

- New employees are committed to the Code and trained on joining. Regular training follows thereafter, in particular on anti-corruption, competition law, anti-money laundering, sanctions and data protection.

5.3 Speak Up – Reporting Violations

- Employees and third parties can report suspected cases and violations confidentially at any time: by e-mail to compliance@roxpay.ch or in writing to Roxpay AG, Verenastrasse 4b, 8832 Wollerau, Switzerland, marked for the attention of Compliance / Chair of the Board of Directors. Reports can be made anonymously on request.
- Every report is taken seriously, treated confidentially, reviewed and documented.
- Whistleblowers acting in good faith are protected against retaliation (“No Retaliation”).

5.4 Consequences

- Violations may result in disciplinary action up to and including termination of employment and business relationships, as well as legal action.

5.5 Further Development

- The Code is reviewed at least annually and adjusted as needed to reflect legal and societal requirements. We will inform affected business partners of material changes.