



Centrale de lettres de gage
Banques Cantonales Suisses



Pfandbriefzentrale
Schweizer Kantonalbanken

Bribery and Anti-corruption Policy

of 18 September 2024

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Note regarding gender-appropriate language: No gender-specific formulations are used in order to ensure that the content is easy to read. All personal designations are to be understood as being gender-neutral.

1 Introduction and scope of application

This policy sets out the principles and measures for preventing and combating bribery and corruption within Pfandbriefzentrale der schweizerischen Kantonalbanken AG (PBZ). It applies to all persons delegated by Zürcher Kantonalbank who work on behalf of PBZ, the entire Board of Directors of PBZ as well as contractors and business partners. For employees with an employment relationship with Zürcher Kantonalbank, the policy issued by Zürcher Kantonalbank also applies in addition to this policy.

2 Purpose

The purpose of this policy is to ensure the integrity of PBZ by ensuring that all business transactions are conducted fairly, transparently and in accordance with applicable laws and regulations. All corporate bodies are expected to support and adhere to the principles and values set out in this policy at all times.

3 Definitions

- **Bribery:** Offering, promising, giving, accepting or demanding something of value with material benefits in order to influence the behaviour of an individual or group of individuals in a position of trust.

Bribery can occur in the following scenarios, among others:

- money (or cash equivalents such as shares);
 - inappropriate gifts or hospitality;
 - kickbacks;
 - unjustified discounts or excessive commissions;
 - unjustified remuneration or expenses;
 - inappropriate political or charitable donations;
 - use of company services or facilities free of charge;
 - other advantages.
- **Corruption:** In Switzerland, corruption refers to improper behaviour by persons in positions of trust – in public administration, politics, the judiciary, in nationally and internationally active companies or in non-profit organisations (associations, foundations) – in order to gain an unjustified material or immaterial advantage.

4 General principles

- **Zero-tolerance policy:** PBZ pursues a zero-tolerance policy towards bribery and corruption.
- **Compliance:** All persons working for PBZ (including the Board of Directors) must comply with the applicable laws, regulations and internal policies.
- **Transparency:** All transactions and business practices must be transparent and traceable.

When implementing this policy, Pfandbriefzentrale is guided by the conventions ratified by Switzerland:

- **“Convention on Combating Bribery of Foreign Public Officials in International Business Transactions”** of the Organisation for Economic Co-operation and Development (OECD);
- **“United Nations Convention against Corruption”** of the United Nations (UN) and
- **“Criminal Law Convention on Corruption”** of the Council of Europe, as well as the legislation based on it in Switzerland, including in the Swiss Criminal Code (StGB) (see Art. 322ter ff. StGB).

5 Forbidden practices

- **Direct and indirect bribery:** Do not offer or accept bribes, neither directly nor indirectly (such as in the form of undue discounts, under-the-table payments, the granting of non-cash benefits or other material advantages).
- **Illegal payments:** No illegal payments or gifts to government officials, business partners or other third parties if they give the appearance of improper influence.
- **Acceptance of benefits:** Do not accept any benefits that could lead to a conflict of interest.

6 Authorised practices

- **Gifts and invitations:** Appropriate and occasional gifts and invitations are permitted, provided they do not conflict with section 5.
- **Donations:** Corporate donations to charitable organisations in Switzerland are permitted as long as they are made transparently and without any expectation of receiving anything in return.

7 Responsibilities

- **Board of Directors:** The Board of Directors of PBZ issues the Bribery and Anti-Corruption Policy.
- **Executive Board:** The Executive Board of PBZ is responsible for implementing the policy.
- **Persons working for PBZ:** All persons working for PBZ are responsible for ensuring their compliance with the ban on bribery and corruption at all times and must report suspicious activities in accordance with section 8 and comply with the policy.
- **Monitoring:** The member of PBZ's Executive Board responsible for risk management monitors compliance with the policy on at least an annual basis and, together with the whistleblower reporting office at Zürcher Kantonalbank "[Whistleblowing \(zkb.ch\)](https://www.zkb.ch)", serves as the point of contact for reports of violations.

8 Reporting violations

- **Reporting channels:** Violations can be reported anonymously (via the whistleblower reporting office at Zürcher Kantonalbank "[Whistleblowing \(zkb.ch\)](https://www.zkb.ch)") or by name via internal reporting channels at PBZ.
- **Protection from reprisals:** Persons working for PBZ who report violations in good faith are protected from reprisals.

9 Raising awareness

- Awareness of the issues of bribery and corruption is promoted through regular internal communication.

10 Enforcement and sanctions

- **Investigations:** All reported violations are thoroughly investigated.
- **Consequences:** Violations of this policy will be reported to the HR department of the employer (member bank) of the person concerned. They can result in disciplinary measures, including dismissal, as well as consequences under criminal law.

This Bribery and Anti-corruption Policy enters into force immediately and will be reviewed by the Board of Directors at regular intervals.

Zurich, 18 September 2024

For and on behalf of the Board of Directors*

The Chair:
Daniel Fust

The Secretary:
Michael Benn

* Valid without signature