

GOOD GOVERNANCE



GOOD GOVERNANCE OVERVIEW 2023

EMPLOYEE TRAINING AND ENGAGEMENT WITH COMPANY'S GOVERNANCE POLICIES AND ESTABLISHMENT OF A GOVERNANCE RISK MANAGEMENT SYSTEM

- ✓ Fostered and monitored participation of business ethics trainings, including part-time employees and contractors.
 - 83% Code of Conduct completion rate.
 - 68% Anti-Corruption and Bribery completion rate.
 - 894 shopfloor employees without digital access took part in a face to face information session on Gurit Code of Conduct and Report-a-Concern platform.
- ✓ Anti-corruption topic included in the supply chain due diligence process and framework (see Responsible Supply Chain chapter).
- ✓ Anti-competitive and corruption-related risk considered as part of the ESG risk mapping exercise, and linked with the double materiality analysis.
- ✓ Anti-competitive and corruption-related risk assessment initiated.
- ✓ Identification of ESG impacts, opportunities, and material risk as part of the double materiality analysis conducted.
- ✓ Report-a-Concern platform and policy established, communicated and available online internally and externally.
- ✓ Ethical standards and sustainability internal audit checklist simplified based on return of experience. Pilot phase implemented at two Gurit sites.

Best practices in Corporate Governance.

We foster a sustainability culture across Gurit based on transparency, respect, compliance and ethical management.



Contributing to the United Nations SDGs

GOOD CORPORATE GOVERNANCE

Good corporate governance is a material component of Gurit's sustainability performance. We adhere to best practice standards and uphold governance values such as accountability, transparency, diversity and meaningful participation, as well as risk management and effective compliance. Sustainability is becoming a mandatory part of any company's licence to operate and, as a Swiss-headquartered company listed on the Swiss stock exchange, Gurit complies with Swiss ESG legislation.

Important note: this chapter of our Sustainability Report is complementary to the Corporate Governance and Compensation Report chapters of our Annual Report and to be consulted in parallel.

GOVERNANCE AND ORGANIZATIONAL RESPONSIBILITIES

Good Governance is one of Gurit's sustainability workstreams, addressing this topic across the organization while monitoring for new legislation and best practices. The workstream is led by the Group General Counsel, who is a member of the extended Executive Committee, and sponsored by the CEO.

The key principles and regulations regarding Corporate Governance at Gurit are defined in the Articles of Association of Gurit Holding AG as well as in the Organizational Regulations, which are reviewed by our Board of Directors on a regular basis. Both documents are based on recommendations set out in the Swiss Code of Best Practice for Corporate Governance published by economiesuisse, the national federation of the Swiss business community. For information about Gurit's corporate governance structure and practice, please refer to the Corporate Governance chapter of the Gurit Annual Report 2023, available at [→ www.gurit.com/corporate-governance](http://www.gurit.com/corporate-governance)

Furthermore, within the same Annual Report, the Compensation Report provides accountability for the company's remuneration policies and processes for determining remuneration of Senior Management.

The governance framework of our ESG strategy and performance is described in the Strategy chapter in the first part of this Sustainability Report.

- GRI 2-9 Governance structure and composition
- GRI 2-10 Nominating and selecting the highest governance body
- GRI 2-11 Chair of the highest governance body
- GRI 2-12 Role of the highest governance body in overseeing the management of impacts
- GRI 2-13 Delegation of responsibility for managing impacts
- GRI 2-14 Role of the highest governance body in sustainability reporting
- GRI 2-15 Conflicts of interest
- GRI 2-19 Remuneration policies
- GRI 2-20 Process to determine remuneration
- GRI 2-24 Embedding Policy commitments
- GRI 3-3 Management of material topics

MANAGEMENT SYSTEMS FOR GOOD GOVERNANCE

Gurit Governance and compliance management systems operate on a cyclical principle encompassing four key phases: prevention, detection, reporting, and response.

PREVENT: POLICIES AND EMPLOYEE AWARENESS

GURIT CODE OF CONDUCT

The Gurit Code of Conduct sets the ethical standards and principles to guide decision-making and behavior in daily operations and concerns the following areas: conflict of interest, anti-corruption and bribery, anti-money laundering, antitrust, fair employment practices, health & safety and data privacy, and is available in 9 languages. **In 2023, the Board of Directors approved a revision of the Code of Conduct**, updating the Company's values, anchoring our commitment to sustainability and adding information on how to report a concern.

All new employees are required to complete an e-learning course or face to face training on our Code of Conduct, and refresher courses were provided in 2023. The training explains the context of the Code of Conduct and how to report potential violations. **By the end of 2023, 83% of the targeted employees completed this training.**

The Code of Conduct and further information on Corporate Governance at Gurit are available in the Corporate Governance chapter of the Gurit Annual Report, which can be found on our website.

[→ www.gurit.com/corporate-governance](http://www.gurit.com/corporate-governance)

- GRI 2-23 Policy commitments
- GRI 2-15 Conflicts of interest
- GRI 2-19 Remuneration policies



SUPPLIER CODE OF CONDUCT

Our Supplier Code of Conduct was updated in 2023 to reaffirm and further detail our commitment to ethical, legal, social and environmental standards; it is expected that all suppliers will adhere to the code.

Where applicable, such good governance and sustainability-related principles are also reflected in our Terms and Conditions or in our contractual documents.

On our website you can find → [Code of Conduct](#) and → [Supplier Code of Conduct](#)

- GRI 2-23 Policy commitments
- GRI 2-15 Conflicts of interest
- GRI 2-19 Remuneration policies
- GRI 3-3 Management of material topics

ANTIBRIBERY AND ANTI-CORRUPTION

Gurit has zero tolerance for bribery and corruption, which have negative consequences for everyone. Despite Gurit operating in countries with high rankings on Transparency International's corruption index, the company faces only moderate to low exposure to corruption risks, primarily due to two key factors. Firstly, Gurit predominantly engages with private sector entities as business partners, limiting interactions with the public sector, which is more susceptible to corruption. Secondly, Gurit operates in an industry that has lower exposure to corruption risks compared to industries such as extractive or construction.

However, it is important to note that Gurit has implemented targeted measures, which include a firm zero-tolerance stance against corruption outlined in its Code of Conduct, clearly defined Gift & Entertainment Policies, and regular anti-corruption training for all employees at risk.

Also, since 2022, practical guidelines support employees with tools and knowledge to prevent, detect and report the risk of corruption.

An anticorruption and antibribery course was released to all employees in 2022 through the Learning Management System. The course contains parts of an e-learning tool provided by the UN Global Compact. **Since November 2022, 687 employees successfully completed the anticorruption and antibribery training course (reaching a 68% completion rate by November 2023).**



Throughout 2023, we increased communication of our guidelines to all employees using internal information channels such as the intranet, TV screens and posters.

ANTITRUST AND FAIR COMPETITION

Gurit competes fairly and legally. To prevent anti-competitive behavior, **Gurit issued Antitrust and Fair Competition Guidelines in 2023** and prepared an e-learning course that was rolled out in January 2024 to risk-exposed employees.

- GRI 205-1 Operations assessed for risk related to corruption
- GRI 205-2 Communication and training about anti-corruption policies and procedures
- GRI 3-3 Management of material topics

DETECT: RISK MANAGEMENT

INTERNAL AUDITS OF COMPLIANCE WITH ETHICAL STANDARDS OF GURIT SUSTAINABILITY POLICY

The Legal & Compliance and Internal Audit teams work closely together to uncover instances of bribery, unfair competition, or fraud. Investigations into these matters are typically spearheaded and coordinated by the Legal & Compliance team.

In 2023, to improve detection, Gurit revised ethical standards and sustainability internal audit checklists to facilitate the process with the sites and ensure a better rollout. The revised questionnaire has been tested through a pilot phase. Two Gurit sites have answered the questionnaire and carried out the internal audit with support from the sustainability team, to identify any issues or improvements in the questionnaire. In 2024, we intend to increase the number of audits at other Gurit sites and to reconduct them biannually.

ESG RISKS INCLUDED IN THE COMPANY RISK MAP

The identification of ESG risks was conducted in 2023 and aligns with the results of the double materiality analysis and the identification of the impacts, risks, and opportunities of the ESG financial material topics. Anti-competitive and corruption-related risks, together with other governance, labor, social, environment and economic topics have been considered for the ESG mapping exercise.

Assigning a likelihood and financial impact to the financial material topics has allowed us to determine the significance of each ESG and climate-related risk and consider the priorities as a part of the company risk map like any other risk.

- GRI 205-1 Operations assessed for risk related to corruption



REPORT

SEEKING ADVICE AND RAISING CONCERNS

Where they require advice on the Code, would like to raise concerns about suspected violations with the Code of Conduct, or have questions about our sustainability policies or applicable laws in place, Gurit employees are encouraged to seek guidance from their direct managers, Group management or the Audit and Corporate Governance Committee of the Gurit Board of Directors.

In addition, certain Gurit locations have implemented local grievance mechanisms under the supervision of the respective local HR Departments.

In 2023 Gurit issued a “Report-a-Concern” policy and introduced an additional reporting channel, with the goal of fostering a transparent business climate and a high level of (business) ethics.

The Report-a-Concern service provides all employees, as well as external stakeholders, with a means of reporting suspicions of misconduct, and to alert us about serious risks of wrongdoing affecting people, our organization, society, or the environment.

Gurit’s Report-a-Concern process allows anonymous communication on a platform which is operated by an external partner. Reported issues are handled by our Legal & Compliance function, who process concerns professionally, with external specialists where required. All requests are treated confidentially.

To ensure company-wide awareness, we launched a Report-a-Concern communications campaign in 2023 which included: a local language communications kit for the management team to roll out, local language posters with QR codes directing to the Gurit Report-a-Concern webpage, as well as information through internal news channels, townhall meetings, plus in-person training in local languages for employees without digital access.

The reporting channel and policy are publicly available, at the following web address:

→ www.gurit.com/report-a-concern

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- GRI 2-15 Conflicts of interest
 - GRI 2-16 Communication of critical concerns
 - GRI 2-23 Policy Commitments
 - GRI 2-26 Mechanisms for advice and concerns about ethics
 - GRI 205-1 Operations assessed for risk related to corruption

“Our Report-a-Concern channel is not just a mechanism; it’s a lifeline for transparency, accountability, and the collective strength of our ethical foundation. By encouraging an environment where voices are heard without fear, we not only safeguard our legal standing but also fortify the trust that binds us as a resilient and responsible community.”

Valérie Collaudin, Gurit Group General Counsel & Head of Sustainability



RESPOND

In 2023, two concerns were raised via our global Report-a-Concern platform and 4 concerns were reported to the local HR. All the concerns were addressed.

There was no confirmed case of violation of the Gurit Code of Conduct in 2023.

No non-compliance of social or economic laws and regulations was identified in 2023.

One incident of non-compliance with environmental laws and regulations was reported for one Gurit site due to a diesel leakage; the issue was immediately corrected, several actions were applied to mitigate and clean up the impact. As a result of this incident the site was fined with a penalty of CHF 24 660.

No legal proceedings were undertaken or are pending, and no fines or non-financial penalties related to non-compliance with any anti-corruption, anti-competitive behavior, antitrust and monopoly practices were imposed in 2023.

We regularly review and update our processes and policies in response to internal audit findings or concerns.

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- GRI 2-16 Communication of critical concerns
 - GRI 2-25 Processes to remediate negative impacts
 - GRI 2-26 Mechanisms for seeking advice and raising concerns
 - GRI 2-27 Compliance with laws and regulations
 - GRI 205-3 Confirmed incidents of corruption and actions taken
 - GRI 3-3 Management of material topics

GURIT AND FINANCE GOVERNANCE

APPROACH TO TAX

Gurit has documented internal procedures and handbooks on how to handle tax matters correctly and in line with the relevant legislations, as well as the applicable OECD standards. This documentation is used for local tax audits, and applies to transfer pricing of cross-border, intra-firm transactions. Gurit is listed on the Swiss stock exchange and reports its financial figures according to Swiss GAAP FER accounting standards. These standards provide a true and fair view of the results of operations, cash flows and the financial situation.

➤ GRI 207-1 Approach to tax

TAX GOVERNANCE, CONTROL AND RISK MANAGEMENT

A tax governance and control framework exists in the form of internal guidelines and accounting manuals that are also used for tax audits with authorities.

Gurit's Audit and Corporate Governance Committee consists of non-executive members of the Board of Directors. It assists the Board in its supervisory financial duties and checks the effectiveness and performance of the external auditors. It also oversees the financial reporting processes within the Group, including taxes.

➤ GRI 207-2 Tax governance, control and risk management

POLITICAL DONATIONS AND LOBBYING

The company makes no political donations and does not support any political party, neither directly nor indirectly or with in-kind contributions. Gurit has not engaged in lobbying activities and has not paid third-party intermediaries to engage in lobbying activities to influence public policy on behalf of Gurit, beyond regular membership fees in industry associations.

➤ GRI 415-1 Political contributions

FINANCIAL ASSISTANCE RECEIVED FROM GOVERNMENT

During the reporting period (1/1/2022 - 10/2023), the financial assistance received from governments amounted to CHF 1.2 million in total (2022 CHF 2.4 million) from the governments from New Zealand, United Kingdom, Canada, Italy Spain and China. The financial assistance received was mainly for electricity prices, innovation, funds or tax credits for research & development, a fund for regional headquarter, a subsidy for regional development and a scholarship for an industrial PhD.

➤ GRI 201-4 Financial assistance received from government

CUSTOMER SATISFACTION

Customer focus is one of our core values at Gurit, and bringing the best value to our customers has been a priority from the outset. We support our customers by helping them transform components into lightweight and durable structures while helping them achieve performance and cost-reduction targets. Customer satisfaction is a material topic for Gurit.



SAFETY AND TRAINING

Onsite technical support, as well as product and process training related to the safe handling, and best practice use of our products form an essential part of customer support offered by Gurit. In many regions where Gurit is not represented by a sales and technical office, we cooperate with distributors and offer them appropriate training and support. More information around customer product safety can be found in the Safety First chapter.

COMMUNICATIONS

We encourage open, two-way dialogue between Gurit and our customers/distributors, regularly seeking feedback and input to ensure both our products and services are aligned with the market. This is carried out in the form of surveys and in-person meetings. We keep our customers up to date by providing news and information about our business performance, products, technical developments and our sustainability journey through accepted channels such as media releases, social media, newsletters, email, events and our website www.gurit.com. We also have an effective sales and account management structure within which regular direct, in-person contact is available.

CUSTOMER INFORMATION AND DATA MANAGEMENT

Overall management of customer data, and specifically for the distribution of newsletters, complies with relevant legal requirements related to data protection and security. Customers can opt out of all push-communication activities at any time. **No data leaks were identified and no complaints from customers regarding infringements of privacy were received in 2023.**

Gurit complies with the General Data Protection Regulation (GDPR), the Swiss Data Protection Act and other applicable local data privacy laws and regulations and we have a designated GDPR data officer who conducts audits. The 2016/679 regulation is part of an EU law on data protection and privacy in the European Union and the European Economic Area. Gurit Group staff members are trained via a mandatory online course in its online Learning Management System (LMS).

Contact at Gurit regarding data protection: dataprotectionoffice@gurit.com

➤ GRI 3-3 Management of material topics

➤ GRI 418-1 Substantiated complaints concerning breaches of customer privacy and losses of customer data