

# Integrity code



Integrity code  
Version 1, January 2019

# Our purpose & values

Our purpose is to unlock the extraordinary potential of light for brighter lives and a better world.



Be responsive  
Be insightful  
Beat expectations



Value diversity  
Listen to learn  
Act with care



Stimulate imagination  
Dare to do  
Pursue relentlessly



Take charge  
Make it simple  
Achieve excellence

Always act with integrity

# Acting with integrity: we all own it.



Eric Rondolat



Michiel Thierry

Acting with integrity is key to achieve our purpose of unlocking the extraordinary potential of light for brighter lives and a better world. It means making the right choices when facing ethical dilemmas and holding ourselves and each other to high standards of behavior by supporting the values that define us as a company.

Together with the Leadership Team, I expect everybody at Signify to always act with integrity at all times and in all situations, without exception. Our Integrity code guides us through this process but on top of understanding our code of conduct, we should also live acting with integrity every day in our workplace and speak up when in doubt. Daily pressures and our drive for business performance should never stop us from making the right decision or for holding each other accountable if somebody does not behave with honesty or in line with our standards.

Acting with integrity is also being aware of our moral compass and being consistent in our decision making. It is doing the right thing, even when this seems to be the most difficult option and even if nobody is checking our actions at any given moment. Acting with integrity is a shared responsibility which we all own together.

I am counting on all of you to always put integrity at the heart of our business.

**Eric Rondolat**  
Chief Executive Officer Signify

A stylized, handwritten signature in black ink, consisting of a large, sweeping 'E' followed by a series of loops and a long horizontal stroke.

I echo our CEO Eric's clear and concise statement: we all own "acting with Integrity"!

This is not just something from the Board of Management, the Leadership Team or your manager. This is something we should all want to ensure the success of Signify and for ourselves so that we can work in a company and with colleagues who share the same high standards of integrity.

Our business environment is very demanding and we need to make the right choices every day. An essential part of this decision making process is integrity, as laid out in our Integrity code.

Personally, I would only want to work for a company where the business objectives are prime but never outside of our Integrity code! Wouldn't you?

**Michiel Thierry**  
Chief Legal Officer Signify

A handwritten signature in black ink, appearing to be 'M. Thierry' with a long, horizontal flourish at the end.

# Our commitment

Acting with integrity is key to our company values and a responsibility we all share. Together and through the commitment of our employees, we maintain a culture of trust and ethics in all our business activities.

**Eric Rondolat**  
Chief Executive Officer



**Stephane Rougeot**  
Chief Financial Officer



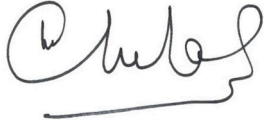
**Rene van Schooten**  
Member of the Board of Management



**Rowena Lee**  
Business Group Leader LED



**Harsh Chitale**  
Business Group Leader Professional



**Maria Letizia Mariani**  
Market Group Leader Europe



**Mahesh Iyer**  
Market Group Leader Growth Markets



**Chris White**  
Market Group Leader Americas



**John Wang**  
Market Group Leader Greater China



**Mark van Bijsterveld**  
Chief Human Resources Officer



**Bill Bien**  
Chief Marketing Officer & Head of Strategy



**Olivia Qiu**  
Head of Innovation



**Michiel Thierry**  
Chief Legal Officer



**Wee Shirl NG**  
Head of Internal Audit



# Introduction

Integrity is at the core of how we do business at Signify and starts everyday with you in your workplace.

Our Integrity code guides us on how to always act with integrity and helps us in protecting our company reputation. It applies to all employees of Signify NV and its controlled subsidiaries, our business partners and customers.

## Scope and deployment

Our Integrity code is not all-encompassing, but it is designed to affirm and promote our standards of conduct and to reinforce honest, ethical behaviour. We are all responsible for acting with integrity and our accountability cannot be delegated. Our Integrity code has been embraced by the Board of Management and our Leadership Team. It is reviewed on a regular basis and revised where necessary.

## Violations

Failure to act in line with our Integrity code can have serious consequences for Signify as well as the individuals involved. Violations of our Integrity code will result in disciplinary actions, up to and including dismissal. Such violations may also lead to fines and imprisonment for the individuals concerned.

## Speak up

If something does not feel right, probably it is not. We encourage you to speak up whenever that happens by asking yourself the following questions:

- Is it consistent with our Integrity code?
- Is it ethical?
- Is it legal?
- Will it reflect well on Signify and myself?
- Would I want to be treated this way?
- Would I want to read about this in the newspaper?

If the answer to any of these questions is 'no', do not take this course of action. Whenever you are facing an ethical dilemma, please contact your line manager, the Ethics line or your local Compliance Officer.

If you have any feedback on the Integrity code or suggestions on how to strengthen our integrity culture, please reach out to Legal Compliance at [integrity@signify.com](mailto:integrity@signify.com)

## Our Ethics line

[www.signify.ethicspoint.com](http://www.signify.ethicspoint.com)

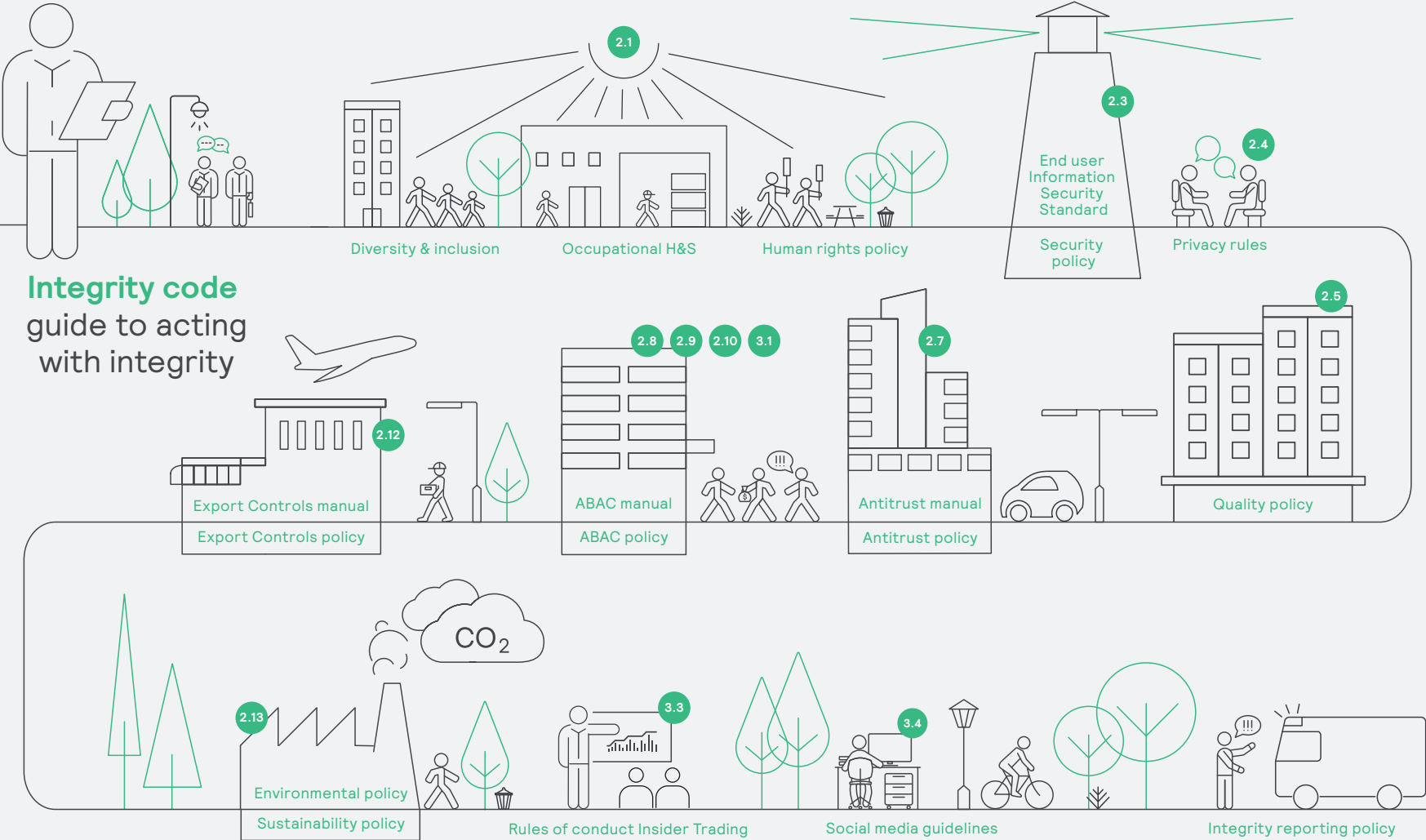
The Ethics line provides an online tool and a phone line (available 24/7 in your local language) operated by a third-party supplier specialized in the offering of this service.

When sharing any concern you may have on how our business is being conducted, you may opt to remain anonymous. If you decide to stay anonymous, nevertheless please keep tracking the progress of your case (through the password you will be provided with) to enable the investigators to contact you and ask any follow up questions needed to carry out the investigation. Any information you provide is only shared with those responsible for handling your concern who are independent professionals who can perform the investigation in an objective manner. The company protects you against any negative consequences in relation to the reporting of your concern in good faith. For any questions, feel free to contact Legal Compliance at [integrity@signify.com](mailto:integrity@signify.com)

## Further information

On our community '*Legal @ Signify / Integrity and Legal Compliance*', our employees have access to translated versions of our Integrity code, underlying policies, cases, guidelines, questions & answers as well as further guidance. Here you can also find the Compliance Officers list and more information on the Ethics line.

# Policy overview



This overview showcases all the policies supporting our Integrity code, according to their paragraph number in the booklet.

# I.

## Integrity applies to all of us



### 1.1 Our employees

We value our employees and we encourage them to own their personal development and make full use of their talents. We foster a healthy, safe and productive work environment and an open and inclusive atmosphere in which fair employment practices extend to every member of the Signify community. We hold each other accountable to always act with integrity.

### 1.2 Our customers

We partner with our external customers, as they are at the centre of what we do. We are responsive, and we always adapt ourselves to customer needs.

We are insightful as we seek feedback from our customers and we act on it to co-create products and solutions based on customer needs with quality, fairness and integrity.

We beat expectations by leading in delivering the best products, systems and services to the market. We always take an innovative approach and we think of ways to satisfy our customers.

### 1.3 Our business partners

We pursue mutually beneficial long-term relationships with our business partners. We award business to partners who are committed to acting fairly and with integrity, observe applicable laws and respect human rights.

### 1.4 Our shareholders

We are committed to conducting our business in accordance with internationally accepted standards of good corporate governance and to providing timely, regular and reliable information on our activities, structure, financial position and performance. We aim to achieve a satisfactory return on equity, while at the same time retaining sufficient funds in the company to generate sustainable growth.

### 1.5 The wider community in which we operate

We support and respect human rights and strive to ensure that our activities do not cause or contribute to the infringement of these rights. Consistent with our commitment to sustainability, we do all that is reasonable and practicable to minimize any adverse effects of our activities on the environment.



## 2. Integrity at work

### 2.1 Fair employment practices

We believe a diverse workforce and an inclusive work environment are essential to a thriving innovative business. We strive to attract employees from a wide range of backgrounds. We do not discriminate based on race, colour, age, gender, gender identity or expression, sexual orientation, language, religion, political or other opinions, disability, national or social origin or birth.

We promote a workplace that is free from physical and verbal harassment. We do not tolerate any conduct that creates, encourages or permits an offensive, humiliating or intimidating work environment. We do not make use of child labour or forced labour.

We recognize and respect the freedom of our employees to associate with any employee organization of their own choosing under local law without fear of reprisal, intimidation or harassment. Where employees are represented by a legally recognized union, we establish a constructive dialogue and engage in negotiations or consultation as required with their freely chosen representatives.

We aim to maintain a healthy, safe and productive work environment.

### 2.2 Protection of Signify assets and intellectual property

We protect Signify assets and resources, including trade secrets and proprietary information, against illegal, unauthorized or irresponsible use.

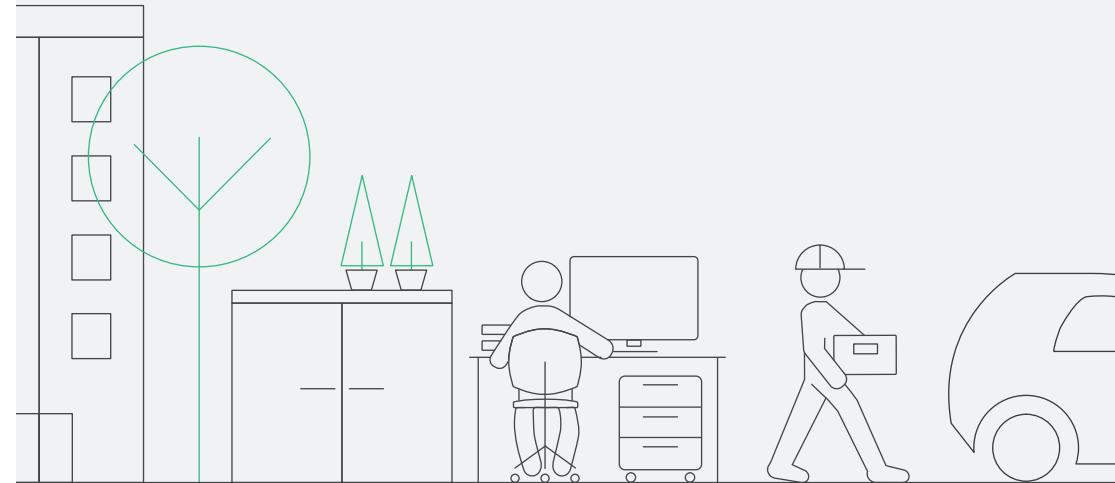
We treat third-party assets which are in our possession and confidential information disclosed to us by a third party with the same level of care.

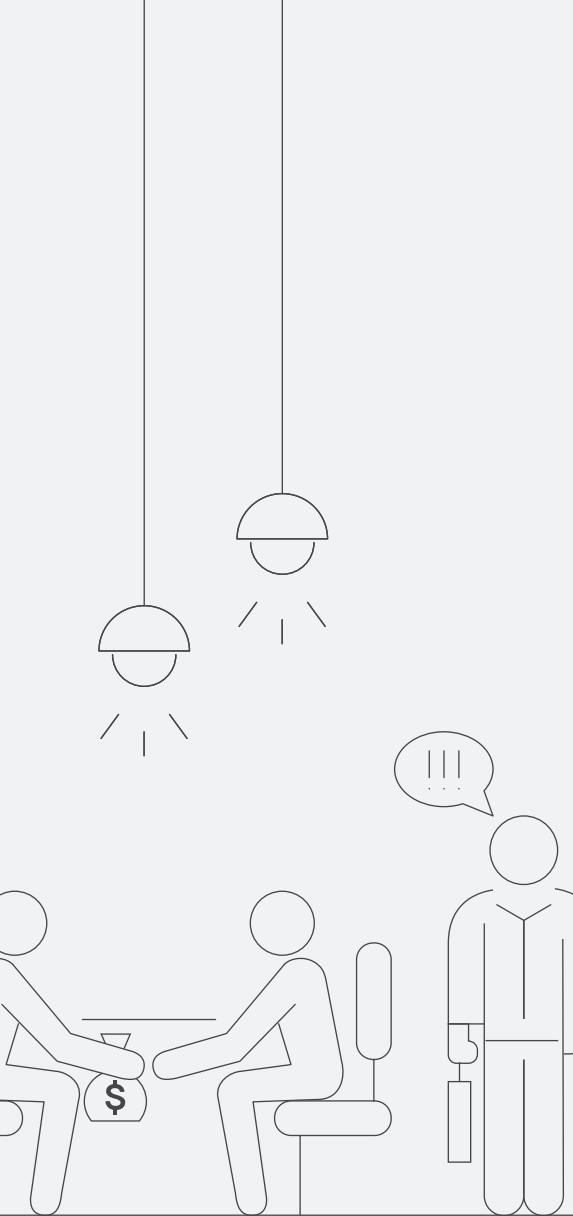
We safeguard our patents, trademarks, designs, copyrights, trade secrets and other forms of intellectual property against unauthorized use or improper disclosure.

### 2.3 Security is a top priority

We want to provide a safe and secure working environment for our employees and be a reliable and trusted company for our customers and partners.

We protect and safeguard Signify assets, both digital and physical. We share company information only on a need to know basis.





### 2.4 Privacy and data protection

We respect the privacy of our customers, employees, business partners and other relevant individuals, and we protect their personally identifiable information from abuse. We process the personal data of individuals only where there is a legitimate business purpose. Any processing of personal data should be relevant to such business purpose and it should be fair, accurate, transparent and in no way excessive.

### 2.5 Quality

We are committed to providing safe, high quality products and services to our customers. This is essential. We design, source, produce and supply products and services in compliance with safety regulations and quality requirements.

### 2.6 Accurate business and financial records and reports

We record and report information accurately, completely and honestly. Our external reporting is aimed at giving a true and fair view of our balance sheet, statements of income and cashflows.

We do not make misrepresentations or false statements.

We keep records of transactions in a transparent, accurate, complete and timely manner in accordance with Signify accounting principles.

We record all payments properly and fairly in the appropriate accounts.

We have no unrecorded funds or assets, nor do we have 'off the books' or keep secret accounts.

### 2.7 Fair and vigorous competition

We believe in a vigorous yet fair competition as we want to give customers the widest possible choice of products and services at competitive prices. This for instance means that we avoid contact with competitors, unless there is a clear and compliant justification.

### 2.8 Money laundering

We do not engage in money laundering and we take appropriate measures to prevent it by reporting suspicious transactions, such as payments between unknown entities through an excessive number of intermediaries, high-value cash transactions, or payments made or received by suspicious entities or involving high-risk countries.

### 2.9 Conducting business with integrity: anti-bribery & anti-corruption

We are open, honest and ethical in all dealings and operations. We never participate directly or indirectly in any act of bribery or corruption. This means that employees shall never give, offer, promise, accept, take or promise to accept, whether directly or indirectly, anything of value (including any payment, gift or hospitality) in order to improperly obtain or retain business or secure an improper advantage.

We do not offer or accept gifts or hospitality that may influence a business decision, lead to a relationship of dependency or create the appearance of an impropriety. We may, however, offer and accept gifts and hospitality when reasonable, proportionate and intended to strengthen or build legitimate business relationships.

We adopt a prohibition of facilitation payments. We will never engage in the practice of facilitation payments to speed up or secure the performance of a routine government action.

## 2. Integrity at work

### 2.10 Integrity of our business partners

We follow a thorough process for the selection of business partners. We award business only to those business partners that are committed to, and demonstrate, responsible business conduct. We require commission payments to intermediaries to be always legitimate, reasonable and proportionate and can be justified by clear and demonstrable services rendered by that business partner.

### 2.11 Dealing responsibly with government, political parties and politicians

We always comply with public procurement rules that apply to public sector projects or contracts. We adopted a policy of prohibition of contributions, in money or in kind, to political parties, political organizations or individuals engaged in politics.

### 2.12 Compliance with export controls & sanctions laws and regulations

We transfer, sell and purchase items (goods, software, technologies and services) in compliance with all applicable export controls and sanction laws and regulations. This is done by implementation of

the restrictions applicable to countries, business partners and persons as well as by the classification of all goods, software, technologies and services in order to identify a possible controlled status and export or transfer restrictions.

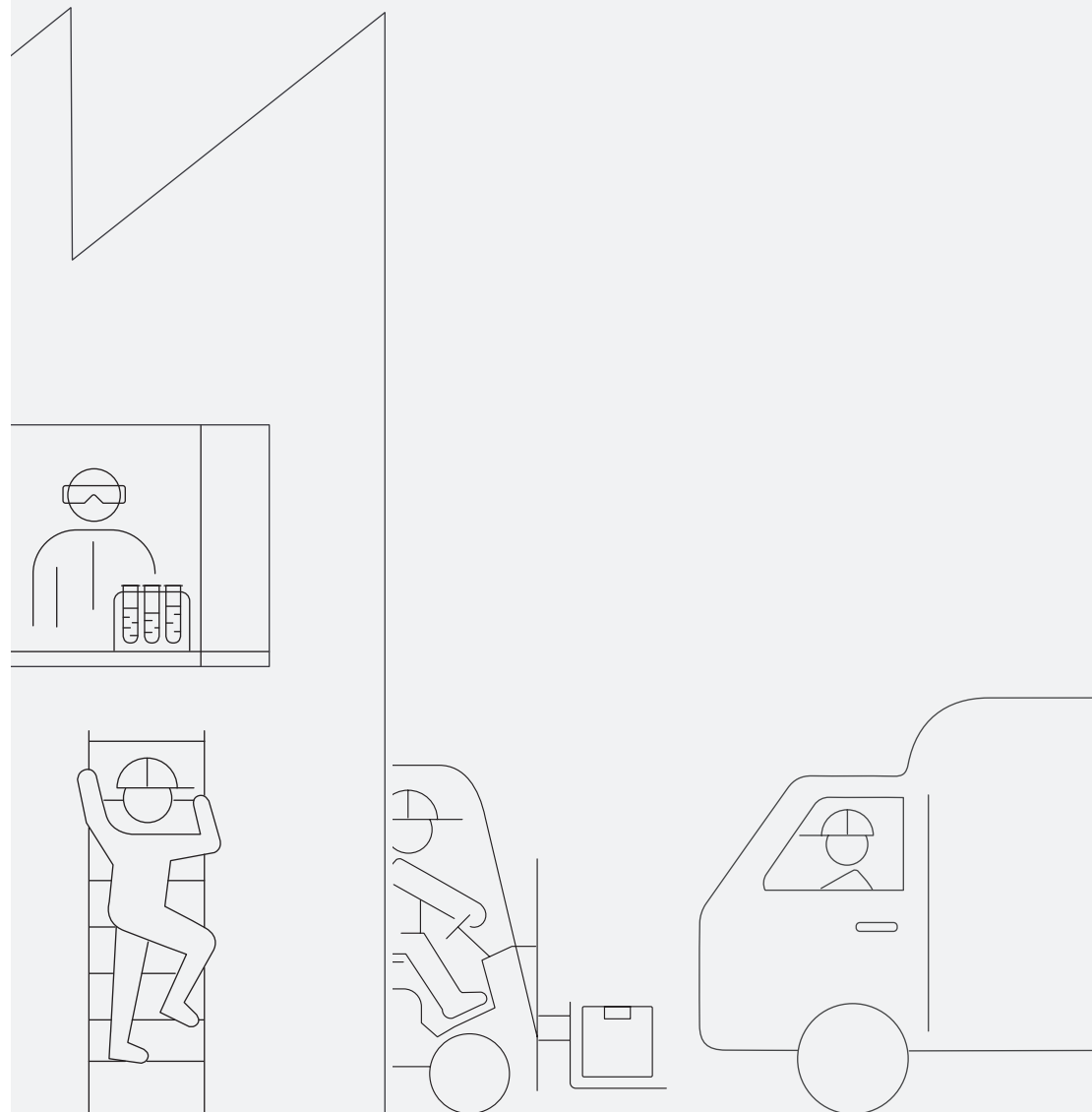
Before entering into any business relationship or transaction, we always assess any applicable export controls and sanction restrictions and determine whether the relationship/transaction is allowed. Any required export license, authorization or approval will be obtained from the relevant government agencies.

### 2.13 Environmental protection

We do all that is reasonable and practicable to minimize any adverse effects of our activities on the environment.

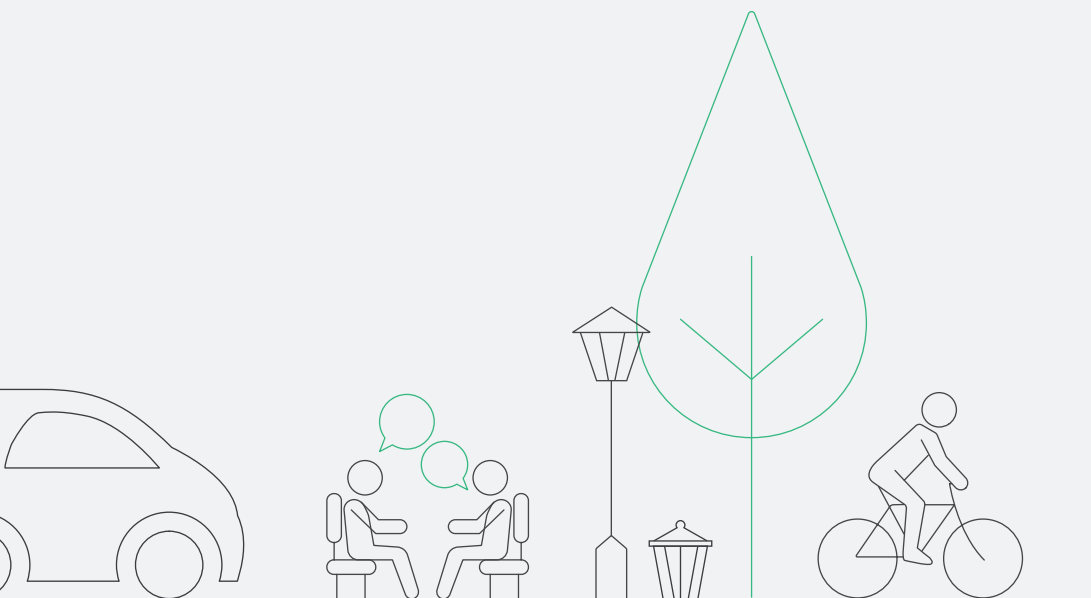
### 2.14 Advertisement

We ensure that all advertising, packaging and promotional materials are in compliance with applicable laws and not misleading.



# 3.

## Integrity outside work



### 3.1 Avoiding conflicts of interests

We always avoid any actual and potential conflict of interest between company affairs and personal affairs. We are required to disclose actual or potential conflicts of interest to the line manager and Compliance Officer for an assessment and, if needed, registration. We use Signify's assets solely to pursue and achieve Signify's goals and not for any personal gain.

### 3.2 Political engagement

We do not allow our personal political opinions to influence us in the performance of our job. We do not use Signify's assets, including our time at work, to further our own political activities or interests.

### 3.3 Inside information

We do not trade on or disclose non-public information, the publication of which would be likely to have a significant influence on the trading price of Signify securities ('inside information'). We hold inside information in strict confidence until it is released into the public

domain by authorized management. Signify employees with access to inside information refrain from executing transactions in Signify securities directly or indirectly and are prohibited from advising or encouraging other persons to do so.

### 3.4 Social media

We use social media for internal and external communications in a responsible manner. We identify ourselves as Signify employees and are respectful to our audience. We remain professional in our conduct, do not publish other parties' content without their permission, and do not use offensive or demeaning language.

We do not comment on or discuss confidential information (including Signify financial information, Signify intellectual property and any undisclosed or otherwise confidential information), business plans, or information about employees or upcoming product-related announcements.



