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## Bilaga 14



## Business Ethics Policy

Approved by ICA Gruppen's Board of Directors 2021-05-26

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# 1 Introduction

## 1.1 Background and purpose

ICA Gruppen AB and its subsidiaries ("ICA") shall be, and shall be perceived to be, responsible and progressive on issues relating to ethics and social responsibility.

The foundation of this Business Ethics Policy is that ICA shall combine profit with good ethics. ICA's culture is based on responsibility, trust and a high level of professional conduct.

## 1.2 Scope

This Business Ethics Policy is applicable for all operating companies ("OpCos") within ICA.

## 1.3 Communication and implementation

The General Counsel publishes this policy on the group intranet annually once approved by the Board of Directors.

The responsibility for implementing this policy is described under section 3 below.

# 2 Business Ethics

## 2.1 Laws and ethical guidelines

In its operations, ICA shall comply with the laws and rules which apply to the operations such as applicable regulations, general guidelines, industry practices, generally accepted practices and internal rules.

ICA has a number of internal rules which, together with the external rules, form the framework for our operations. How we comply with such rules is expressed i.a. in the group's policies and guidelines. This Business Ethics Policy primarily relates to laws and rules relevant to business ethics issues within the areas of corruption, conflicts of interest and competition law.

ICA's business ethics efforts are based on our support of the United Nations' Global Compact, United Nations' Sustainability Goals and the Code to prevent Corruption in Business (The Swedish Anti-Corruption Institute).<sup>1</sup>

ICA's views on ethics and corporate responsibility are outlined in this Business Ethics Policy and the Sustainability Policy. The foundation for conducting business with and within ICA is defined in these policies. ICA expects its suppliers and partners to follow the intention of these whenever applicable and act in an ethically responsible way.

## 2.2 Corruption and bribes

No ICA employee may use their position for personal and/or for a close relative's gain at the cost of the company, cooperation partners or the customers. ICA does not tolerate any form of corruption, bribery or unethical business practices. No ICA employee or the employees of its cooperation partners may provide, promise or offer, or correspondingly receive, accept a promise of or request, bribes or other improper benefits.

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<sup>1</sup> Code to prevent corruption in business, which is managed by the Swedish Anti-Corruption Institute (IMM) (<https://www.institutetmotmutor.se/english/>).

### **2.3 Conflicts of interest**

ICA's employees shall be independent in their decisions and inspire trust. All ICA employees shall be responsible for taking objective decisions and avoiding conflicts of interest between personal interests and the interests of the company.

### **2.4 Competition law**

Competition law is intended to ensure sound competition for the benefit of all parties on a market. ICA shall comply with applicable competition laws.

### **2.5 Openness and violations**

ICA shall fulfil society's expectations regarding transparency and honesty. Through ICA's external whistleblower service, employees can anonymously report violations.

## **3 Roles and responsibilities**

Each member of ICA Gruppen's Management Team ("IMT") is responsible for ensuring, within his or her areas of responsibility, that the business within ICA is conducted in accordance with this policy and Guidelines to the Business Ethics Policy.

Each manager within ICA is responsible for the further implementation of this policy and the guidelines in his or her respective target groups. Every employee is responsible for acting in accordance with the policy and the guidelines and thereby contribute to a sound business ethics culture and high business ethics awareness within ICA.

Anyone who fails to follow this policy and the guidelines may be subject to disciplinary action, up to and including termination of employment, depending on the circumstances.

A Sustainability Committee has been appointed by the ICA Gruppen Board of Directors, reflecting the Board's responsibility under the Swedish Corporate Governance Code for setting the framework for the company's role in society. The Committee's roles and responsibilities is further described in the Instructions for the Sustainability Committee, included in the Board Procedures annually approved by the Board of Directors.

Among other duties, the Committee is responsible for drafting rules for ICA Gruppen's behavior in the society in order to secure the company's long-term value creation as a responsible company and to monitor the implementation of these rules. This includes recommending the Board of Directors policies for business ethics and sustainability, setting the structure for the company's sustainability reporting (annual and quarterly), and monitoring the company's work with business ethics and sustainability.

## **4 Exemption management**

Any exemptions to this policy shall be subject to approval by the Board of Directors.

## **5 Compliance**

ICA Gruppen has formed a Sustainability Work Group, monitoring ICA's business ethics compliance efforts on behalf of IMT.

The General Counsel shall annually provide a policy and guidelines compliance report to IMT. Each member of IMT is accountable for implementing such control activities required to enable providing assurance to the General Counsel of the compliance with this policy and the guidelines.

## **6 Annual review**

This policy shall be annually reviewed by the General Counsel and submitted to the Board of Directors for approval.

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