

2005



ERNST & YOUNG

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 **ERNST & YOUNG**
Quality In Everything We Do

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Code of Conduct

(Switzerland)



To the People of Ernst & Young

The Code of Conduct draws on the commitments contained in our Values Statement.

Our Values Statement **Who We Are and What We Stand For**

People who demonstrate integrity, respect, and teaming.

People with energy, enthusiasm, and the courage to lead.

People who build relationships based on doing the right thing.

The Ernst & Young Global Code of Conduct provides the ethical framework on which we base our decisions — as individuals and as members of our global organization. The Code is anchored in our values and beliefs, and underpins all that we do.

Our Code of Conduct is organized into five categories containing guiding principles that should be used by everyone within Ernst & Young to guide our behavior across all areas of our activity:

1. Working with One Another
2. Working with Clients and Others
3. Acting with Professional Integrity
4. Maintaining our Objectivity and Independence
5. Respecting Intellectual Capital

We expect everyone who works in Ernst & Young to behave in accordance with the principles contained in the Code of Conduct. If you do not understand the principles contained within the Code, you should consult with an appropriately-qualified colleague to get your questions answered.

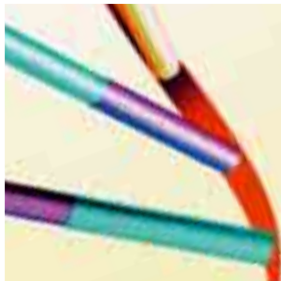


1. Working with One Another



- We build relationships with each other based on a shared trust and confidence that each of us has a personal and professional commitment to do the right thing.
- We are committed to communicating openly and honestly.
- We are committed to working in teams and are personally accountable to other team members for the contribution we make.
- We nurture integrity, respect, and teaming.
- We consult with each other and value the perspectives of those who are different from us, as well as those who challenge our own point of view.
- We embrace multicultural experience and diversity as strengths of our global organization. As such, we respect one another and strive for an inclusive environment free from discrimination, intimidation, and harassment.
- We encourage and support the professional development of our colleagues and promote individual achievement and continuous learning.
- We expect and deliver feedback regularly, candidly, and constructively.

2. Working with Clients and Others



No client or external relationship is more important than the ethics, integrity, and reputation of Ernst & Young.

Working with Clients ...

- We commit ourselves, as professionals, to uphold the trust placed in us by others.
- We are committed to delivering quality services that reflect our professional capabilities and are appropriate to the specific issues and needs of our clients.
- We are robust and courageous in our challenge to clients and are not afraid to deliver unwelcome information to them.

Working with Regulators ...

- We uphold the professional rules applicable to us, and we actively work with the regulators who oversee our professional conduct to ensure that rules and standards meet the continuously changing needs of the market.

Working with Others ...

- We avoid working with clients and others whose standards are incompatible with our Code of Conduct.
- We coordinate, as appropriate, with other members of our profession in matters of public interest.



3. Acting with Professional Integrity

Our Professional Integrity ...

- We comply with laws, regulations, and standards that apply to us in our professional conduct.
- We promote a culture of consultation. We address questions of ethics and consult appropriately to help resolve them. We do not hide from or ignore issues.
- We provide ethics hotlines to deal with sensitive ethical issues.
- We understand and comply with Ernst & Young policies and procedures.

Our Competitive Approach ...

- We recognize that our competitive advantage is achieved through the excellence of our professional advice and the quality of our service delivery.
- We compete energetically and vigorously, and recognize the need to be honest in our competitive behavior.
- We reject unethical or illegal business practices in all circumstances.
- We do not offer personal inducement to secure work.

Documenting our Work ...

- We maintain appropriate documentation of client engagements and of our business operations in accordance with Ernst & Young policies and relevant legal and professional requirements.
- We never destroy or alter documents, or recommend their destruction or alteration, for any illegal or improper reason.

Our Fees ...

- We charge a fair fee for our services in accordance with our engagement terms.

Time and Expenses ...

- We report actual hours worked and expenses incurred.
- We incur expenses in accordance with Ernst & Young policies or, where agreed, our clients' expense policies.

4. Maintaining our Objectivity and Independence



Our Objectivity ...

- We maintain and affirm our objectivity and independence, recognizing that these are critical to our professional responsibilities.
- We employ professional skepticism.
- We reject inappropriate pressure from clients or others.
- We are alert for personal and professional conflicts of interest and take immediate and appropriate steps to resolve or manage any that may arise.
- We do not accept payments or items of value if this could reasonably be viewed as influencing our conclusions or advice.

Our Independence ...

- We comply with Ernst & Young's independence rules, with the understanding that these may sometimes be more rigorous than applicable professional and legal requirements.
- We avoid relationships that impair – or may appear to impair – our objectivity and independence.
- We continuously monitor our independence.

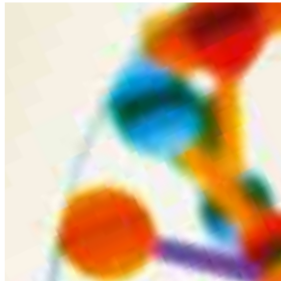
5. Respecting Intellectual Capital



- We respect and protect confidential information obtained from, or relating to, our clients or third parties, as well as personal information about our people, in accordance with local law and professional standards.
- We do not use confidential information for personal gain.
- We obtain, develop, and protect intellectual property in an appropriate manner. We respect the restrictions on its use and reproduction.
- We use and share internal and external knowledge in accordance with Ernst & Young policies, and our legal and professional obligations.
- We acknowledge that each of us is responsible for keeping our professional knowledge up-to-date, and for sharing best practices.



Our Commitment



- The Code of Conduct applies to everyone in Ernst & Young, regardless of their individual role, position, or location.
- We promote and support the Code of Conduct in our day-to-day business activities, through both personal leadership and business practice.
- Each of us is expected to behave according to the principles contained in the Code of Conduct. We encourage consultation and the seeking of advice, as appropriate, from the resources available to assist in application of the Code.
- We understand that deviations from or violations of the Code of Conduct are unacceptable and that we should feel able to raise them, without fear of retaliation, to an appropriate colleague or to the relevant Ethics Hotline.
Ernst & Young does not permit discrimination or retaliation of any kind for good faith reports of illegal or unethical behavior.
- We acknowledge that breaches of the Code of Conduct may result in our practices taking disciplinary action, up to and including termination of employment.



Where to Find Support

In developing this Code of Conduct, the leadership of Ernst & Young recognizes that no code can cover every eventuality – and that from time to time we may require the advice and support of others in addressing some of the situations that arise during the normal course of daily business life.

We have long promoted a consultative culture at Ernst & Young. In addition to established internal relationships, we have created a support network that is available for consultation and advice, to help each of us live up to our commitments under the Code.



Here are some of the places where you can go for advice and guidance:

- Quality and Risk Management Leaders
- The People Team at all levels
- The «CEO Office» and the Executive Partner
- Professional Practice Directors
- Global, Area, and Country policies and procedures, including online resources and databases
- Ethics Hotlines and Ethics Oversight Teams



Code of Conduct

Putting it into action

This Code of Conduct gives everyone in Ernst & Young an ethical framework to help make the right decisions. The principles contained in the Code provide us with a clear set of standards, grounded in our values, on which to base our behavior across all areas of our professional activity.

How do we put the Code into action? How can each of us make sure that we are living up to our commitments under the Code?

If you are unsure of the right course of action or are faced with a difficult issue, asking yourself the following questions may help you determine the appropriate way to act:



- 1 Have I consulted appropriately with colleagues?**
- 2 Are my actions legal and in compliance with the standards of our profession?**
- 3 Am I compromising my integrity or the integrity of Ernst & Young or our clients?**
- 4 Am I upholding the values of Ernst & Young?**
- 5 Am I treating others the way I expect others to treat me?**
- 6 Is my choice of action the most ethical among the possible alternatives? Do I feel good about my choice?**
- 7 If I document my decision, would a reviewer agree with the action I have taken?**
- 8 Would my actions damage the reputation of Ernst & Young?**