



# CODE OF CONDUCT

FRANZ KIEL GmbH

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DRIVEN BY INNOVATION

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## 1 PREFACE

### **Esteemed Colleagues**

As a global operation, Franz KIEL has the obligation and the circumspection to act responsibly and within the bounds of the law. This responsibility is assumed by our company, and thus secures our long-term economic success.

This code of conduct, for the first time ever, brings together into one document our important fundamental rules and principles, which are binding for us both today and in the future. It offers a framework and applies to each and every one of us. In addition, it places demands on ourselves, and at the same time constitutes a promise of our responsible behaviour toward our business partners and customers, but also in our dealings with each other on an intra-company level. The reputation and trust we enjoy from the perspective of our customers, employees and business partners could be seriously damaged through the inappropriate behaviour of individuals. We therefore all share the responsibility for the reputation of our company.

Each employee has the indispensable requirement to read and understand this code of conduct, and to implement it in their daily work.

(signed by Mr Hellweg)

Managing Director, Gerhard Hellweg

## 2 PRINCIPLES

### 2.1 Responsibility for compliance

Each employee is personally responsible for the observance of laws and legislation within their own area of responsibility. In their manners, actions and behaviour, they contribute much to how Franz KIEL is viewed.

Managers are role models for all employees. They should credibly exemplify the demands of this code of conduct, and ensure that the employees know and abide by the code of conduct.

### 2.2 Reporting violations of the code of conduct

Each employee is obliged to report violations of the law or of the code of conduct, or of other relevant policies. In principle, the line manager should always be sought out. If this does not appear to be advisable in individual cases, due to particular circumstances, employees are able to report to the next level of management.

In the event a criminal offence has been observed, there exists the obligation in each case to report the facts of the situation. Legal notification obligations are of course to be complied with.

No employee may be disadvantaged as a result of reporting in good faith. We act with absolute confidentiality in investigating the reported facts. Details regarding the reporting party will only be forwarded if the latter agrees to this, or if this is imperative for reasons pertaining to the clarification of facts.

### 2.3 Consequences of violation

Violations of the code of conduct may have serious consequences – not only for the individual personally, but also for the entire company. Therefore, all employees must be aware of the corresponding consequences, should a violation be committed. This includes consequences concerning employment legislation, as a result of breaches of duty, as well as the assertion of claims for damages and the raising of a criminal complaint.

## 2.4 Compliance with applicable laws

We abide by the laws and legislation of the relevant countries in which we do business. This has always been seen in our company as a matter of course, irrespective of any resulting economic disadvantages. We expect the same of our business partners.

In the case of doubt, we would rather not achieve a given objective than act against the law. If there are differences between national laws or other relevant provisions of the code of conduct and the relevant international guidelines or supplementary requirements, then the stricter provision shall apply.

## 2.5 Respect and tolerance

Each individual has the right to fair, dignified and respectful treatment. We are committed to equality of opportunity and to promoting a working environment characterised by respect and tolerance, in which the value and dignity of every individual is recognised, and where all employees treat each other with courtesy, honesty and dignity. Harassment, bullying and intimidation are prohibited.

## 2.6 Company property

All employees shall adhere to the principle that company property is to be handled with care. We treat resources and facilities in an economical manner, carefully and in accordance with their intended purpose. Company property must not be used privately in an impermissible manner.

## 2.7 Maintenance of trade and business secrets

Each employee of Franz KIEL GmbH is subject to a confidentiality obligation with regard to the internal affairs of Franz KIEL vis-à-vis third parties, unless such affairs have previously been lawfully published or made accessible to third parties. This applies in particular to trade and business secrets of any kind, and to personal data. The private use of information acquired in the course of business is prohibited. The confidentiality obligation shall continue after the termination of the employment relationship.

## 2.8 Supplementation by guidelines

The code is clarified and supplemented by internal guidelines on selected topics. All guidelines must be in accordance with the provisions of this code.

## 2.9 Communication

Franz Kiel GmbH places great value on clear and open communication with employees, business partners and customers, where such communication is honest and legal. Each employee is responsible for communicating according to internal rules, so as to ensure that the group is uniformly and consistently presented.

All employees respect the achievements of their interlocutors, and ensure that they (the employees) are viewed well, both professionally and personally.

Before the agreement and implementation of planned communication activities, the latter are to be coordinated with the responsible department.

Statements made in the public sphere in connection with the company, are deemed to constitute personal opinion.

## 3 OUR RESPONSIBILITY AS A MEMBER OF SOCIETY

### 3.1 Human and employment rights

We respect internationally recognised human rights and support adherence to them. We strongly reject any form of forced or child labour. We recognise the rights of employees to form trade unions and employee representation on a democratic basis, within the framework of national regulations. The right to equitable remuneration is recognised for all employees. Remuneration and other benefits must at least correspond to the relevant national and local statutory standards and/or to the level of the national economic sectors/industries and regions.

### 3.2 Equality of opportunity and equality of treatment

A culture of equality of opportunity, mutual trust and reciprocal respect is of great importance to us.

Personnel-related decisions, e.g. recruitment, promotions and disciplinary measures must be free of any discrimination. We do not tolerate any discriminatory behaviour toward employees or applicants on the grounds of ethnic origin, nationality, sex, pregnancy or parenthood, marital status, age, disability, religion or beliefs, sexual orientation, or on other grounds prohibited under discrimination regulations.

### 3.3 Environmental protection

Sustainable environmental and climate protection, and resource efficiency are important business objectives for us. Both in the development of new products and in the operation of production plants, we make sure that all impact on the environment and the climate is kept as low as possible.

Proof of compliance with environmental legislation is available in the form of ISO 14001 certification, our own basic requirement.

### 3.4 Donations

We see ourselves as an active member of society, and therefore engage with the latter in various ways. We make donations and undertake other forms of social engagement solely in the interest of the company.

We give no financial donations (in particular donations or sponsoring) to political parties in Germany or abroad, nor to organisations linked or

similar to parties, or to individual elected officials or candidates for political office.



## 4 OUR RESPONSIBILITY AS A BUSINESS PARTNER

### 4.1 Relationships with business partners

### 4.2 Conflicts of interest

At Franz KIEL, business decisions are made solely in the best interests of the company. Conflicts of interest with private concerns or other economic or other activities – including those of relatives, or of persons or organisations otherwise close to the company – should be avoided in advance. If they do occur nonetheless, they are to be resolved in compliance with the law and with the applicable group policies. The prerequisite for this is the transparent disclosure of the relevant conflict.

### 4.3 Protection against corruption and bribery

At Franz Kiel GmbH, any form of bribery and corruption is prohibited, whether it involves officials or business dealings.

Benefits such as invitations made to promote business relations or to present products are permitted (if moderate in scale).

Such benefits may only be accepted or granted if they serve a legitimate business purpose, and cannot be accepted or granted as reward for an unfair advantage. The benefit must not have an unreasonably high value, and must not disproportionately exceed the limits of customary business, nor the normal standard of living of the recipient. Benefits for officials should generally be avoided.

Requests for sponsorship or “donations for charitable causes” should be handled very carefully. By careful examination, it should be ensured that it is not a covert attempt to bribe the potential recipient.

### 4.4 Fair competition

Free, unrestricted and fair competition is a fundamental principle of the market economy and the core of our corporate culture. We support all efforts to promote a free market and open competition worldwide. It is in line with our business policy that competition should be based exclusively on performance, customer orientation and the quality of our innovative products.

## 4.5 Prohibited business activities

There is to be no anti-competitive behaviour.

The following actions are prohibited, by way of example:

- Discussions and agreements with competitors about sensitive information such as prices, price components and technical developments, for example at trade fairs or association events; or disclosure of such information to competitors
- The allocation of customers, markets, areas or projects with competitors
- Communication with competitors regarding a non-competition agreement, or the submission of sham bids for tender processes.
- The binding specification of prices at which appointed dealers may sell
- The illegal exploitation of a dominant market position
- The unfair preference or hindrance of suppliers competing for orders

## 4.6 Product conformity

Franz KIEL GmbH's products are always in accordance with the legal requirements, taking into account specific customer wishes. So that such requirements are implemented, standardised processes are integrated, further developed and regularly monitored by external institutions.

In addition, it is ensured that deviations are eliminated via appropriate measures.

## 4.7 Export controls and customs

We respect all national and international regulations which limit or prohibit the import, export or domestic trading of goods, technologies or services.

We adhere to the law on foreign trade, to customs regulations and to the resulting approval process.

## 5 OUR RESPONSIBILITY IN THE WORKPLACE

### 5.1 Occupational safety and health

The safety and health of our employees is a key corporate objective, and one which is as important as the quality of our products and our economic success.

Franz KIEL follows the rules for health protection, occupational safety, and fire and environmental protection. We always strive to operate our plant and processes in all areas of the company in accordance with applicable provisions, and to avoid hazards for the health and safety of our employees.

All of our employees must promote safety and health protection in their working environment, and adhere to the rules around health and safety at work. All managers are obliged to brief and support their employees in the exercise of this responsibility.

### 5.2 Working conditions

We adhere to the statutory rules which ensure fair working conditions, including those regarding remuneration, working hours and the protection of privacy.

### 5.3 Data protection

Franz KIEL sets high value on the observance of data protection and privacy rights. This includes the correct handling of the personal data of employees, customers and business partners. All Franz KIEL employees are committed to consistently adhering to the relevant data protection regulations and internal guidelines, with regard to the collection, processing and use of such data.

### 5.4 Use and security of IT systems

In the normal course of daily business, IT systems are regularly used and data regularly processed. In this respect, appropriate safety precautions (passwords, approved technologies and licensed software) are required to ensure the protection of intellectual property and personal data. The non-respect of the requisite security measures can have serious consequences, such as data loss, theft of personal data and the breaching of copyright.

As digital information can be distributed quickly, can be easily reproduced and is practically indestructible, we take especial care with regard to the content of emails, attachments, downloaded files and saved voice messages.

We are obliged to use the IT systems provided by the company for the fulfilment of business tasks, and not for personal purposes which are inappropriate or illegal, nor for unethical or illegal activities.

All employees should be aware that the IT resources available at the workplace do not belong to them, but that they are owned by the company.

All employees are obliged to take necessary measures to ensure that the IT systems are not misused or subjected to threats internally or externally (e.g. misuse of shared passwords or downloading inappropriate material from the Internet). The IT department should be contacted if there are any questions or problems.