



# CODE OF CONDUCT

Our rules of conduct for lawful and responsible behaviour



# INTEGRITY IS THE BASIS OF OUR SUCCESS AND COLLABORATION

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# Dear Employees,

*Ursensollen, December 2020*

The Way of Working (WoW) at GRAMMER<sup>1</sup> is based on transparent, open communication and trusting collaboration. We as a board treat each other in this manner and expect the same from all our employees<sup>2</sup>. Integrity is the most important prerequisite for transparency and our success as a company.

As a globally active group, our top priority is to comply with the rules and ethical principles of all markets, countries and regions in which we are active.

We want to preserve and promote our good reputation and keep financial damage away from GRAMMER and its stakeholders<sup>3</sup>. As a prerequisite, each and every employee at GRAMMER must know – and live by – these necessary rules. It is also part of our culture to address mistakes and problems openly and early on, and not to hide or conceal anything. Only in this way can we fix problems or take action against irregular behavior.

The principles set out in this Code of Conduct apply across all national borders and are intended to act as a main guideline for all our employees in their day-to-day work – including their personal interactions. We therefore work to ensure that our business partners, in particular our suppliers and distributors, also comply with our Code of Conduct.

We urge you to familiarize yourself with our Code of Conduct and follow it at all times. It serves the well-being of our company, the people we deal with – and ultimately all employees at GRAMMER.

Executive Board of GRAMMER AG



Jurate Keblyte



Thorsten Seehars



Jens Öhlenschläger

<sup>1</sup> Within the scope of this document, "GRAMMER" refers to GRAMMER AG and its subsidiaries.

<sup>2</sup> For reasons of better readability, this document will use gender-neutral language. All references to persons shall apply equally to each gender.

<sup>3</sup> This includes employees, shareholders, customers, suppliers and all other business partners.



## INTEGRITY

### 1. Compliance with applicable laws and internal guidelines

Compliance with the applicable rules governing corporate activities worldwide is a matter of course for GRAMMER.

We observe the applicable laws and GRAMMER's internal guidelines. This applies both at the national and international level, as well as within GRAMMER. We expect our managers to actively position themselves in line with these principles of conduct and support their employees in implementing them.

## RESPECT

### 2. Human rights and mutual respect

GRAMMER believes that respecting human rights and promoting mutual respect are expressions of social responsibility and therefore represent an important factor for corporate success. GRAMMER therefore expects its employees to live a corporate culture characterized by respect, objectivity, fairness and cooperative collaboration.

Respecting and promoting the protection of human rights is of fundamental importance to GRAMMER. We condemn any discrimination or harassment in the work environment, whether based on sex, skin color, disability, origin or ancestry, religion, age or sexual orientation.

At GRAMMER, the human being is in the forefront, unconditionally and without prejudice. To reaffirm this commitment, GRAMMER has signed the "Diversity Charter" and therefore recognizes it as binding.

## FAIRNESS

### 3. Fair conduct in competition

GRAMMER is committed to fair and honest competition without any restrictions.

We reject any business activity that has the purpose or effect of obtaining an advantage in a manner that is unfair under competition law or through conduct that violates antitrust law.

This applies in particular to agreements on prices and other conditions, as well as the allocation of customers, markets, products or personnel. We do not unduly restrict our business partners, in particular dealers, in their market presence. In markets where we hold a dominant position, we do not abuse this position.

## INCORRUPTIBILITY

### 4. Prohibition of corruption

GRAMMER condemns any form of corruption and does not tolerate any behavior that – in the private or in the public/governmental sector – influences decisions by corrupt or illegal means.

In our business dealings, we neither offer nor grant advantages with the intention or expectation of being unfairly favored. We also do not demand or accept unfair advantages. These rules apply in particular to cooperation with public officials or public institutions.

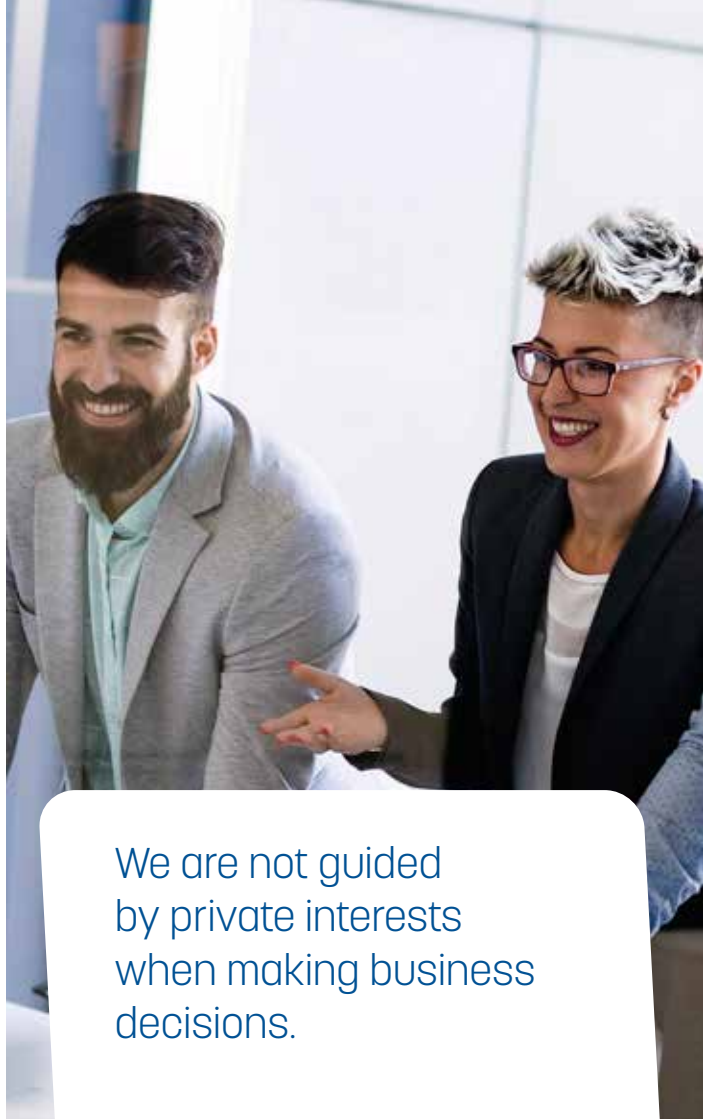
## INDEPENDENCE

### 5. Avoiding conflicts of interest

GRAMMER employees should avoid situations in which their personal interests may conflict with the interests of the company.

We are not guided by private interests when making business decisions. A conflict of interest exists when private interests of an employee conflict with the interests of GRAMMER.

This may result, for example, from transactions with related parties, from secondary activities or from shareholdings in companies. In no case will we compromise GRAMMER's interests in the process. Potential conflicts of interest must be disclosed prior to taking action.



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## HUMANITY

### 6. Freedom of association, rejection of slavery and child labor

GRAMMER condemns slavery and child labor, as well as human trafficking, and respects the right of its employees to exercise labor rights.

We respect the employees' right to adequate compensation and strictly observe the minimum wage regulations of the respective countries. Hours worked are compensated appropriately in accordance with the law or contract, at the very least.

We strictly reject child labor. Employment of persons under the local legal minimum age will not be tolerated.

We expressly distance ourselves from forced labor. Exploitation of employees and employment that is not based on free will is prohibited.

We promote the qualification and development of our employees, and strengthen their personal responsibility in their professional tasks. Trust, responsibility, openness, honesty and equal opportunity are the principles of our employee management.

GRAMMER employees have the right to form or join associations to represent their employee rights in compliance with national laws and regulations.

## RESPONSIBILITY

### 7. Occupational safety, health and environmental protection, quality

GRAMMER attaches great importance to the health and safety of its employees and business partners, as well as environmental protection.

Legal regulations in the areas of occupational safety, fire protection, environmental protection and energy use form the scope of our actions in this regard. We are continuously improving our environmental and energy-related activities. Each and every one of us takes our responsibility for quality, occupational safety, health and environmental protection seriously. GRAMMER continuously promotes improvements in these areas through various initiatives. We strictly apply occupational health, safety and environmental protection regulations.

The greatest possible product safety is the objective of all our design and manufacturing activities.



## CAREFULNESS

### 8. Dealing with third-party property and assets

GRAMMER expects its employees to respect and protect the trade secrets and the material and financial assets of GRAMMER and its business partners.

We protect industrial property rights, trade secrets and other confidential company information from unauthorized disclosure and undesired access. Just as we are committed to protecting our own company and trade secrets, we are also committed to protecting the company and trade secrets of our business partners.

Employees who have received confidential information or business secrets from GRAMMER, or third parties or who become aware of such information or secrets, may only use or disclose such information or secrets for GRAMMER business purposes and not for private purposes.

We treat GRAMMER's material and financial assets as if they were our own. We do not use them for private purposes, except for material resources and company property whose private use has been expressly permitted.

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## DISCRETION

### 9. Prohibition of insider trading

GRAMMER obliges its employees not to engage in insider trading and not to pass on insider information.

We treat insider information as strictly confidential. Employees who have access to confidential insider information may neither use this information privately themselves nor pass it on to other persons for private use until it has been made public. In the period up to the publication of insider information, insiders may not act on the capital market and use this information to buy or sell shares or securities.



## PROPRIETY

### 10. Proper reporting

GRAMMER strictly complies with the legal framework for proper accounting and financial reporting. Financial statements are prepared on time and in accordance with the relevant accounting standards.

We require our employees to maintain documents, records and financial statements accurately, based on the applicable rules and regulations.

## PRIVACY

### 11. Data protection and security

GRAMMER takes the protection and security of personal data very seriously.

We safeguard the protection and security of the personal data of our employees and business partners within the framework of the legal requirements. In particular, we observe the legal requirements when transferring, accessing and processing personal data.



## Measures for preventing violations

GRAMMER ensures that all employees are aware of this Code of Conduct and expects them to observe it.

To establish a corporate culture of integrity and trust, it is necessary to build awareness of these rules of conduct through regular exposure to all employees. All GRAMMER managers therefore fulfill their function as a role model by setting an example of behavior with integrity for their employees.

In addition, GRAMMER has committed itself to making this Code of Conduct the subject of company training and qualifications.

In addition to this Code of Conduct, GRAMMER has issued more detailed and extensive guidelines on key topics, the current versions of which are available on the GRAMMER intranet and must also be observed.

## Contact and responses to violations

We seek and promote a corporate culture in which issues can be addressed openly.

All employees are therefore encouraged to contact their supervisor, the Compliance Committee or the relevant specialist department (e. g. Group Legal & Internal Audit, Group HR) with any questions relating to the Code of Conduct.

The Compliance Committee consists of the members of the Executive Board, the Group Compliance Officer, the VP Group Human Resources, the Senior Expert for Internal Audit and the Senior Expert for Corporate Social Responsibility.

In the event of violations, suspicious situations or conflicts in connection with this Code of Conduct, every employee is also required to report to the aforementioned offices. To report violations of this Code of Conduct or in case of a reasonable suspicion of irregular behavior, GRAMMER employees may also use the GRAMMER whistleblower system.

Any report of a possible violation will be investigated and any violations found will be sanctioned.



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