SCHWARZMÜLLER

Code of Conduct

OUR CONDUCT IN THE WORKPLACE.

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Dear employees!

Our daily work processes are shaped by defined procedures and close cooperation among many stakeholders. In order to ensure that these processes function reliably, smoothly, and efficiently, a shared understanding of collaboration is essential.

This requires clear, generally accepted rules that apply to everyone. These rules form the foundation for reliable cooperation and support the achievement of our corporate objectives.

In our Code of Conduct, we have summarized these rules, and being compliant with them throughout the company has a name: Compliance.

Together, we are responsible for ensuring that everyone is familiar with the rules and able to comply with them. Compliance is an integral part of our corporate culture and the foundation of our successful and sustainable business activities. The basis of our success is our employees, who give their best every day for our customers. Their daily commitment is the backbone of the Schwarzmüller Group. Our customers expect premium vehicles with a value-added guarantee that provide them with competitive advantages in their own markets. As employees, you expect an attractive workplace with a fair employer. Our business partners value us as a reliable and solid company.

We adhere to rules—both in our internal interactions with one another and in our conduct toward external partners. What may sound simple, however, can be challenging in practice. The Code of Conduct helps you to identify potential difficulties in advance and to make the right decisions.

If you feel uncertain or would like to clarify specific details, the respective Compliance Officer or your manager is available to support you. Executive management bears responsibility for compliance with these rules and adheres to them as well.

With warm regards,

Bastian Litterscheid
COO

Georg Eckmair
CFO

Dr. Valentin Clemens
CAO

Rules of Conduct

ACT CONSTRUCTIVELY

We aim to work together on a constructive, collegial, and trusting basis.

The Schwarzmüller Group promotes the preparedness for action and initiative of all of its staff. Motivation, accountability, integrity, customer-focus and respect for people and the environment are some of the key values of our corporate culture.

RESPONSIBLE CORPORATE GOVERNANCE

We strive to take the leading role in technological advancement with the products that we manufacture.

That is why we have the highest standards when it comes to the quality and safety of our products and services.

At the same time, we take our responsibility for people and the environment very seriously.

This is in the interests of today's society and the generations of tomorrow.

RESPECT FOR HUMAN DIGNITY, HUMAN RIGHTS AND ANTI-DISCRIMINATION POLICY

We promote mutual respect in all our interactions. We respect the personal dignity of every individual and human rights.

In particular, we do not tolerate child labour nor the harmful employment of young people or any kind of forced labour.

We interact with one another respectfully, loyally, and fairly.

We do not tolerate any form of discrimination on the grounds of nationality, ethnic origin, religion, age, disability, background, sexual orientation, world view or sex for example. Likewise, we do not tolerate sexual harassment or any physical or degrading personal attacks.

OPEN COMMUNICATION

We draw benefit from the experience and perspectives of different cultures.
Our interaction with one another, with our customers and business partners is based on transparency, honesty, credibility and mutual trust.

It is of the utmost importance to us that all members of staff address their colleagues, customers and business partners from all countries and cultures with the greatest respect.

This applies to face-to-face conversations, phone calls and written statements in digital media as well as on paper. These rules also apply to online posts, e.g. on social networks, blogs, forums and chatrooms. However, only those authorized by the management board may make statements on behalf of the Schwarzmüller Group. Furthermore, we do not make negative or derogatory comments about customers, competitors or colleagues.

A CULTURE OF EXEMPLARY LEADERSHIP

Management staff are expected to demonstrate exemplary behaviour at all times.

Our management staff should therefore exemplify, teach and promote proper and lawful behaviour. Our management staff are expected to grant their staff as much responsibility and room for manoeuvre as possible, while at the same time providing them with guidance. This involves setting out clear rules and processes, briefing employees correspondingly and monitoring compliance. A manager retains responsibility for his or her staff, even if he/she has delegated a task, i.e. passed it on to one or more employees. This does not, of course, release the staff from their own responsibility.

WHISTLEBLOWING SYSTEM

Open communication also means fostering an open corporate culture in which all employees feel encouraged to seek advice and raise concerns. All employees have the right to report circumstances that may indicate a breach of laws or internal regulations.

In addition, we have appointed designated Compliance Contacts for each company and have set up a whistleblowing platform on our website. This platform is available to all employees and business partners.
All employees who submit a report in good faith are protected and must not suffer any disadvantages as a result. All reports are handled with the utmost care and with full respect for the rights of all parties involved. Reports may be submitted verbally, in writing, or in the context of a personal meeting.

The following points of contact are available to both employees and third parties:

- Compliance Officer of the Schwarzmüller Group (see the Legal and Compliance Network policy)
- Local Compliance Officers in the individual group companies (see the Legal and Compliance Network policy)
- Email-Address compliance@schwarzmueller.com
- Whistleblowing platform on the company website:

https://schwarzmueller.com/de/hinweisgeber-plattform/
https://schwarzmueller.com/cs/oznamovaci-platforma/
https://schwarzmueller.com/hu/bejelento-platform/
https://schwarzmueller.com/pl/platforma-dla-sygnalistow/
https://schwarzmueller.com/en/whistleblower-platform/
https://hueffermann.de/de/hinweisgeber-plattform/

INTERNATIONAL AGREEMENTS

In addition to national and international legislation, there are a variety of international agreements at state level. These constitute key legal guidelines for companies too. The Schwarzmüller Group undertakes to comply with the following agreements in particular:

- the United Nations Universal Declaration of Human Rights and the European Convention for the Protection of Human Rights and Fundamental Freedoms
- the Core labour standards of the International Labour Organisation (ILO), also documented in the ILO Declaration on Fundamental Principles and Rights at Work
- the OECD Convention on Combating Bribery of Foreign Public Officials in International Business Transactions
- the United Nations' Convention against Corruption

EMBARGOES, SANCTIONS AND TRADE CONTROL REGULATIONS

As an internationally operating company, we must comply with trade control regulations, sanctions, and embargoes that restrict or prohibit the import, export, or domestic trade of goods, technologies, and services, as well as capital movements and payment transactions. These regulations apply to cross-border business transactions both with third parties and within the Group.

Before entering into a business relationship with new customers, suppliers, or other business partners, we carry out mandatory screenings against all relevant sanctions and embargo lists. Any business dealings with individuals, organizations, or companies listed on such sanctions lists are strictly prohibited.

Our Products and Services

In purchasing one of our products, customers are opting for a long-term investment. Outstanding quality and reliability are therefore key factors when it comes to making a decision. We develop and manufacture products with the customer's requirements in mind. We offer a wide range of innovative and reliable products for a diverse range of usage scenarios. The products have a long service life and are developed with a view to giving our customers added value.

We offer our customers and our sales and service partners technically appropriate solutions and support, while at all times ensuring vehicle safety.

In the rare event that a problem should occur while using our products, all our employees are urged to follow up on these reports immediately.

It is of the utmost importance to us to clarify and rectify such problems immediately. Anyone buying one of our premium products should always have the utmost satisfaction – that is our aim. At the same time, we are under obligation to do all that we can to ensure that our products are safe and reliable.

We respect all legal and technical guidelines and standards.

This means there can be no trade-off when it comes to product safety. We will not implement any product requirements which do not comply with legal regulations. Our internal processes are in line with the legal requirements. All processes which influence the quality of our products are documented, audited and certified in line with DIN ISO 9001, and additional standards can be taken into account where necessary.

Interaction with Business Partners and Third Parties

PREVENTION AND COMBATTING OF CORRUPTION

Corruption is an offence in most countries and a serious violation of the principles of fair competition. We produce top-quality premium products; the quality of our products and services is what makes us stand out on the market. This argument would lose significance in the event of corruption. That is why the Schwarzmüller Group lends its express support to combating any form of corruption.

Anyone abusing a position of trust or power in order to secure a legally unfounded advantage, is committing corruption.

It does not matter whether the advantage is material, i.e. in cash or tangible assets, or immaterial, like preferential treatment. Corruption is committed by the person offering or granting the advantage as well as the person who accepts or requests it.

BENEFITS GRANTED TO THIRD PARTIES

Standards of respectful behaviour vary across cultures and should be observed in all business relationships. If a gesture is generally regarded as polite and not as the unlawful influencing of a business partner, we refer to this as socially appropriate.

What is regarded as socially appropriate may differ from one country to another, especially when it comes to the value of gifts, hospitality and invitations.

Under no circumstances may you do any of the following in your role as an employee of our company:

- **pay somebody**
- **gift somebody something**
- **promise somebody something as a means of**
- **persuading them to do something that they should not do, or**
- **persuading them to do something that they would have to do anyway quicker or in the first place,**

or

- **accept payment from somebody**
- **accept a gift from somebody**
- **accept a promise of something in return**

for

- **doing something that you should not do, or doing something that you would have to do anyway quicker or in the first place.**

In brief: you should never abuse your powers in pursuit of gaining an unlawful advantage for the Schwarzmüller Group or yourself. Benefits granted to third parties must meet certain criteria in order for them to be permissible.

GIFTS

Promotional items or other gifts offered to or received from business partners are considered acceptable, provided their value is not excessive or inappropriate.

Monetary gifts in whatever form and non-invoiced services are excluded. Appropriate gifts for standard occasions such as birthdays or major holidays are generally not an issue. The specific rules are defined in the Gifts Policy.

HOSPITALITY

Being successful in business also requires us to maintain our contacts with business partners and customers.

With this in mind, you are permitted, as a Schwarzmüller employee, to invite business partners and customers to business lunches of an appropriate scale.

In order to assess whether an invitation is appropriate, various criteria must be taken into account. These may include, for example, the business purpose of the meal, the country in which the meal takes place, and the position held by you and your business partner within your respective organizations.

EVENTS

The same applies to invitations to events and functions.

The costs should not exceed an appropriate limit here either.

Invitations to third-party events (e.g. sporting events, concerts etc.) are frequently worth more than is appropriate and, for that reason, pose legal issues. Furthermore: if you extend an invitation like this, then you too are obliged to attend the event. Invitations to events held by the Schwarzmüller Group itself or events which are officially sponsored by the Schwarzmüller Group are generally permitted. The business purpose should however take precedence over the recreational aspect, which should be of limited significance.

Benefits must not be used to place the recipient in a position of dependency or impair their ability to make independent decisions.

Under no circumstances should you even create the impression that you expect something in return. Benefits in the run-up to the conclusion of a contract, for example, are unacceptable. This may be perceived as you granting an advantage with the intention of unlawfully influencing the decision of the recipient.

Benefits for spouses, relatives, personal friends or private guests are generally not permitted.

COLLABORATION WITH PUBLIC OFFICIALS AND STATE CONTRACTS

There is particularly strict legislation in place governing interaction with public officials.

Under no circumstances must we exert any unlawful influence on public officials and their decisions.

This also means that we abide by the laws and provisions relating to government procurement at all times. You may not, in your role as a Schwarzmüller employee, offer, promise or grant a public official any benefits. This is corruption, whatever form it takes. Under no circumstances should the impression be given that we are using these means to bring about an official act or preferential treatment in business transactions.

Benefits from third parties follow the same principles as benefits extended to third parties, only the roles of the people involved are reversed.

A Schwarzmüller employee must never use their position or function within the company to obtain an unauthorized advantage for the company or for themselves personally.

In particular, requesting or accepting advantages from business partners in exchange for preferential treatment is forbidden. Always be very careful when it comes to gifts/donations. Accepting a benefit may also lead to a conflict of interest and compromise the reputation of the Group.

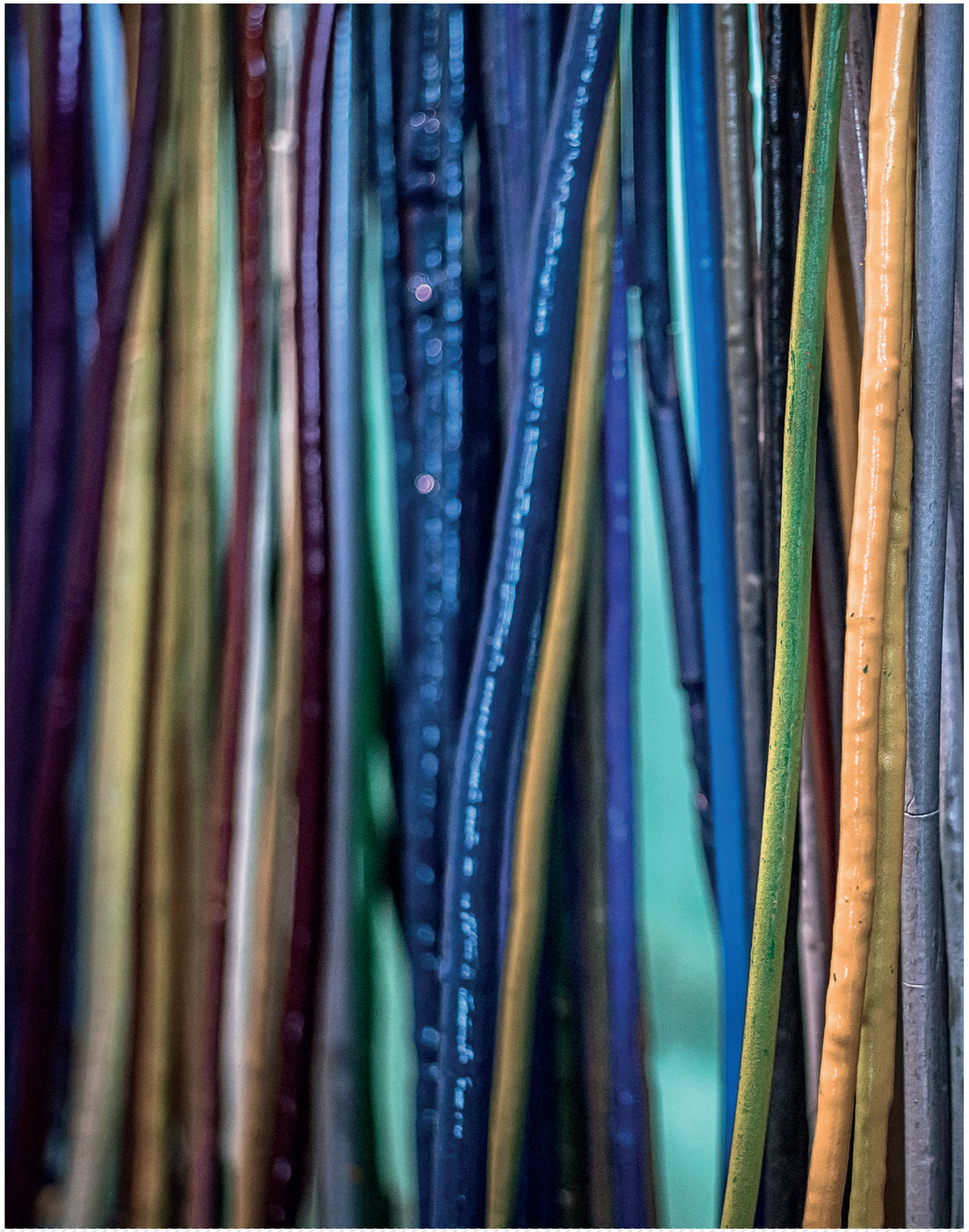
SOCIAL ENGAGEMENT / DONATIONS AND SPONSORSHIPS

We are aware of our responsibility toward the common good, education and science, as well as social initiatives. In this context, we regard donations and sponsorships as important instruments for fulfilling our social responsibility. Donations and sponsorships must always be handled transparently and in compliance with applicable laws. Donations from or to individuals or organizations that could damage the reputation of Schwarzmüller are neither accepted nor granted.

USE OF PRIVATE AND PUBLIC SECURITY FORCES

The safety of our employees, suppliers, customers, and society at large is of paramount importance to us. We acknowledge that, in certain situations, the use of private and public security forces may be necessary to protect and support our business activities.

Private or public security forces may be deployed to protect business projects only if it can be ensured that they comply with the prohibition of torture and cruel, inhuman, or degrading treatment, do not endanger life or physical integrity, and do not impair freedom of association through their actions. We expect the same standards to be upheld by our business partners.



Competition and Antitrust Law

There are numerous international competition and antitrust laws in place. Violations can incur severe penalties and fines and significant claims for damages, both for the company and those people involved. These can also cause considerable damage to the image of Schwarzmüller.

We never make agreements with our competitors that could distort or influence competition.

It is not the outward appearance of the agreement which matters here, but its content.

Even in an informal, supposedly private setting, under no circumstances should you discuss the following topics:

- prices, productive output, capacities, distribution channels, profit margins, market shares, investments or strategies
- the submission of false quotations for tenders
- the division of customers, areas or production programmes
- non-competition

The exchange of information with competitors alone may constitute a violation against competition law.

Avoiding Conflicts of Interest

Conflicts of interest, commonly referred to as loyalty conflicts, can cause serious harm to the company. Furthermore, where official actions in pursuit of private interests are concerned, there is a thin line between lawful action and corruption.

CRITERIA FOR PURCHASING DECISIONS

We make purchase decisions in the interests of the company.

This means that decisions are made solely based on objective criteria such as quality, technology, price, production requirements or logistics. When we award contracts, we ensure equal treatment of all providers. Our buyers therefore ensure that all providers receive the same documents, and that no providers receive competitor information about another provider.
You are prohibited from being involved in decisions to award contracts to companies in which you have a role or function. Neither you nor your family members may hold any financial interest in such companies. You must also not have family ties to the company's management or owners. Any actual or potential conflicts of interest involving suppliers must be promptly disclosed to your superior.

NON-WORK ACTIVITIES

As an employer, the Schwarzmüller Group welcomes its employees engaging in societal, political and social issues, be it in associations, parties or social institutions. Such activities must however be organised in such a way that they are fully compatible with their contractual obligations towards Schwarzmüller.

SECONDARY EMPLOYMENT

Secondary employment of any kind must not pose any (potential) conflict of interest with an employee's role within the Schwarzmüller Group. It is therefore advisable to consult the relevant HR department before taking up any secondary employment.

Monetary Transactions and Anti-Money Laundering Policy

CASH PAYMENTS

Nowadays cash payments are no longer customary in business transactions when it comes to larger amounts. Cash payments or other unusual methods of payment could favour, amongst other things, tax evasion, corruption, fraud, breach of trust or money laundering. Transfers are therefore not only practical, but they avoid risks such as these too.

We protect ourselves from becoming embroiled in payment transactions for illegal business, and we follow the relevant legislation.

Therefore, at our company:

- Payments are generally cashless, i.e. in the form of transactions.
- It may occur that our business partners insist on making or receiving payments in cash. Even in such cases, non cash bank transfers are to be preferred. If you have any questions or uncertainties, please contact your line manager.

The handling of cash, cash registers, and other means of payment is additionally governed by a separate agreement.

CASHLESS PAYMENTS

- We always fulfil our payment obligations by payment only to the business partner named in the contract documents.
- For payments within the European payment area, it must also be ensured that the name of the payee matches the name of the IBAN account holder.
- Third parties can sometimes pay invoices for the account of others, i.e. those originally issued to another contractual partner. The acceptance of these payments is not excluded, but they must be carefully verified. In the event of unusual or suspicious payments, for example from foreign accounts in so-called “tax-havens”, you must inform the management board of your national subsidiary.

Finance and Public Relations

ACHIEVEMENT OF CORPORATE FINANCIAL TARGETS

Achieving our business objectives is in the interests of our shareholders, our business partners and our employees, and therefore the interests of the Schwarzmüller Group. If we achieve these goals, we can offer our employees job security on favourable terms and pay our shareholders an appropriate return on the capital they have invested.

We set ambitious but achievable targets in our business plans. As a staff member, we call on you to contribute to helping us achieve our financial objectives.

It may be that, in certain areas, we cannot meet our objectives, e.g. budgets. It is the responsibility of our management team to examine these targets regularly. They should also promote and maintain a corporate culture in which all staff members feel secure enough to discuss problems openly and without reservation. Only by gaining awareness of potential discrepancies in time are we in a position to counter any emerging difficulties and find solutions for these.

FINANCE DOCUMENTATION

When signing contracts, approving payments, and carrying out all other relevant business transactions, the four-eyes principle applies as a general rule, supplemented by the provisions of the respective company’s Rules of Procedure.

The Schwarzmüller Group has statutory accounting obligations and contractual reporting obligations to fulfil, e.g. vis-à-vis financial institutions. That is why all business transactions need to be registered, documented and reported to the positions responsible for financial reporting. This must be carried out accurately, in a timely manner, in the prescribed manner, and using the designated software applications.

Measures for the concealment of losses or budget overruns are forbidden. Any manipulation of accounting figures is strictly forbidden and could result in criminal sanctions amongst other things.

Such manipulations may include the recording of fictitious transactions, the premature recognition or deferral of revenue, the concealment of costs, or the overvaluation of inventories.

Corporate Communications

PUBLIC IMAGE AND CORPORATE IDENTITY

The Schwarzmüller Group's public image is of crucial importance to our commercial success.

We must therefore approach our day-to-day communications with the utmost care.

That applies to all written, oral and electronic statements across all media that we use in our communications, e.g. promotional materials, presentations or speeches.
All forms of communication should be coordinated in terms of form (corporate identity) and content.

INTERACTION WITH MEDIA

The various forms of media, as channels of information, play a significant role in shaping our public image. At Schwarzmüller, the marketing department is responsible for handling media and media inquiries.

You may not make statements to the media or give out information about the Schwarzmüller Group without the express consent of the marketing department.

Please pass on any media inquiries to the marketing department immediately. Please inform the relevant marketing department in due time about any incidents that are relevant to the external image of the company.

Internal Procedures

FAIR CONDITIONS

We pay our employees fair and appropriate remuneration and offer them equitable development and career opportunities within the company. This also includes providing women with the same employment opportunities as men and affirming our corporate responsibility to promote gender equality.
In return, we expect a high level of commitment and performance from our employees. As an internationally oriented company, we welcome the employment of women and men of all nationalities, cultures, and religions.
We are committed to providing equal pay for equal or equivalent work, regardless of gender, origin, religion, ethnic background, or sexual identity.
We strive to grant our employees as much personal responsibility and autonomy as possible. Managers are expected to support the professional development of their employees and involve them in decision making processes. All employees can expect fair treatment and recognition from their superiors.

COMPLIANCE WITH PROTECTIVE REGULATIONS

Occupational health and safety are governed by numerous laws, regulations, and internal guidelines. These must be strictly adhered to.

We brief all members of staff continuously on existing and changed regulations. All members of staff must for example wear the prescribed personal protective equipment. This applies specifically to safety boots, safety goggles, gloves, helmet, ear protectors, etc.

Environmental Protection

VULNERABLE MEMBERS OF STAFF

We respect the legal regulations for the protection of minors, maternity protection and the protection of employees with a disability.

We take our responsibility for vulnerable members of staff very seriously.

INTOXICANTS

We comply with all applicable legal regulations relating to intoxicants.

The use of illegal narcotics and alcohol in connection with work at the Schwarzmüller Group is not tolerated.

The consumption of alcohol and other intoxicants is prohibited during working hours and immediately before the start of work in the interests of occupational safety.
On special occasions, such as business dinners with customers or company events, alcohol may only be consumed in moderation, and employees are expected to act responsibly.

COMMITMENT TO ENVIRONMENTAL PROTECTION

To us, the protection of the environment and the conservation of natural resources are company goals of the utmost priority. Every member of staff can contribute to these objectives through his or her own conduct. Environmental sustainability, technical safety, and health protection are established objectives in the development of our products from the very beginning.

We want to restrict air, water, and soil pollution to an absolute minimum.

Production materials with hazardous potential are substituted with less hazardous substances wherever possible. Emissions to air and water are minimized, waste is avoided wherever feasible or recycled, and in any case disposed of properly.
We strive to design our business and production processes in a way that continuously reduces the consumption of raw materials and energy. Furthermore, we design our products so that they conserve resources during their use by our customers.

PERMITS AND APPROVALS

We ensure that all environmental protection regulations applicable to the installation and running of our production and service units are complied with within our company.

We obtain permits and approvals in due time and respect the requirements and terms under which they were granted.

Confidentiality and Protection of Business Secrets

CONFIDENTIALITY

Confidential information obtained through your work, including information outside your direct area of responsibility, must not be used for personal benefit or disclosed to benefit third parties. Such information may only be shared or transferred in accordance with authorized company procedures.

It must be strictly ensured that all forms of corporate information (documents, files, drawings, plans etc.) are stored securely regardless of their format, whether digital or paper-based.

In the event that such information is taken out of the company for official reasons, these should be stored securely and protected from third party access.

Strict confidentiality must be maintained regarding all corporate information.

Information from which trade and business secrets are discernible should also be treated with confidentiality and should only be made accessible to employees that require this information in the course of their work activities.

This duty of secrecy remains in place without restriction even after the employment relationship has ended. The relevant confidentiality provisions in the respective employment contracts also apply.

PROTECTION OF INFORMATION – TECHNICAL AND ORGANISATIONAL PRECAUTIONS

As a company, we empoly technical and organizational measures to protect our data and information.

This protection can only be effective if you use the technical solutions made available to you. This is how we protect our data from loss or access by unauthorised parties.

The security of data (both our data and that of our customers) is of the utmost importance to the Schwarzmüller Group. This topic is closely related to the secure use of IT. Secure IT usage involves keeping pace with technological advances – a fast-moving process in a state of constant change.

We are dedicated to staying abreast of these technological advances, thereby continually revising, and developing the area of secure IT usage.

The General Security Guidelines on IT usage in the Schwarzmüller Group are therefore subject to constant change and ongoing development and actively practiced and observed by staff.

ARTIFICIAL INTELLIGENCE

Schwarzmüller permits the use of generative artificial intelligence (AI) within the applicable legal framework, while at the same time setting ethical boundaries. For this reason, Schwarzmüller has developed a policy governing the use of generative AI. The purpose of this policy is, on the one hand, to raise the necessary awareness of the risks associated with generative AI. On the other hand, it provides clear principles for its responsible use. Furthermore, the policy aims to prevent potential harm that could arise from the uncontrolled use of generative AI to the Schwarzmüller Group, its business partners, employees, or other individuals.

COMPANY INTERESTS

Our capital and our strengths lie in our business information. Careful use of this secures our commercial success and jobs too.

Use this knowledge solely for the purpose of your work and act in the interests of the company.

Use of Company Property

Machinery, vehicles, equipment, computers, inventory, raw materials, auxiliary materials, operating supplies and office supplies serve as a means of fulfilling our commercial goals. This applies to all assets and resources of the company. They should therefore only be used in pursuit of our commercial goals.

We handle both financial resources and all other business assets sparingly and responsibly.

Company property must be used responsibly and only for its intended purpose. While normal wear and tear cannot be avoided, it can be minimized through careful handling and proper maintenance. Use of company property for private interests requires prior approval. The approval process is regulated at each respective site. If company property is damaged during private use, the user may be obligated to pay damages.

BUSINESS TRAVEL

When travelling on business, employees are required to handle company resources in a cost conscious manner. Each employee is responsible for the complete and accurate documentation of their business related expenses. Travel and hospitality expenses must be supported by appropriate receipts.
When selecting a means of transportation, economic efficiency must be taken into account.

Conclusion

As employees, you have numerous obligations related to compliance. At the same time, you have the right to expect that all principles and rules set out in the Schwarzmüller Code of Conduct are complied with in dealings with you. If this should not be the case, please contact the responsible Compliance Officers. Even if it later turns out that no violation has occurred, you will not suffer any disadvantages as a result.

These Compliance Guidelines and the Code of Conduct are intended for employees within the Schwarzmüller Group, and third parties may not derive any rights from these.

CONTACTS

For any questions or suggestions regarding the Code of Conduct, everyone may contact the following points of contact:

- Compliance Officer of the Schwarzmüller Group (see the Legal and Compliance Network policy)
- Local Compliance Officers in the individual group companies (see the Legal and Compliance Network policy)
- Email-Address compliance@schwarzmueller.com
- Whistleblowing platform on the company website :

  https://schwarzmueller.com/de/hinweisgeber-plattform/
  https://schwarzmueller.com/cs/oznamovaci-platforma/
  https://schwarzmueller.com/hu/bejelento-platform/
  https://schwarzmueller.com/pl/platforma-dla-sygnalistow/
  https://schwarzmueller.com/en/whistleblower-platform/
  https://hueffermann.de/de/hinweisgeber-plattform/

In addition, you will find an up to date overview of all applicable and supplementary policies on the intranet page of the Schwarzmüller Management System.

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