

# Code of Conduct

for companies of the noventic group

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This Code of Conduct is binding on all companies of the noventic group, represented by the holding company noventic GmbH and all its affiliated companies. Based on this Code of Conduct, where necessary subsidiaries have implemented their own supplementary codes of conduct.

# Foreword

Dear colleagues,

What are the factors contributing to our success? Alongside the quality of our products and services, our success or failure is also determined by our attitudes and values, as well as our day-to-day actions. How we achieve business success is therefore just as important as the business success itself. We all bear direct responsibility for our success as a group of companies and for our contribution to sustainable, positive development.

Our Code of Conduct forms the framework by which we orient ourselves in this respect. Specifically, it combines two central aspects: on the one hand the requirement to comply with the law, and on the other hand the specific requirements for conducting ourselves with integrity. At one and the same time it therefore constitutes our internal expectation of ourselves and our undertaking towards the outside world. It ensures that the conduct of all noventic group companies is and remains transparent and comprehensible for everyone.

The Code of Conduct applies to all managing directors, executives and employees of noventic group companies. It describes the conduct expected of all employees. Where necessary it is set out in greater detail through internal guidelines and regulations.

However, formulating the Code of Conduct as an orientation framework is not enough. It must be accompanied and supported by role models. First and foremost, the managing directors and executives of noventic group companies perform this role model function by credibly exemplifying legally impeccable and honest conduct, while at the same time ensuring that employees know and understand the Code of Conduct and the behavioural requirements laid down therein.

With this in mind we, the companies of the noventic group, have set forth the following content and rules for our Code of Conduct. Let us work together to ensure that, as responsible employers, we are known not only for excellent products and services but also for integrity and fairness.

We would like to thank you for the contribution your personal conduct has made to the compliance culture in your team, in your company and in the noventic group.

Your noventic group management



Stephan Bause



Dr. Dirk Then

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# General guidelines within the noventic group

## 1. Law and order

The companies of the noventic group as well as all employees comply with all applicable national and international laws and are bound by them.

We comply with all applicable laws and regulations as a matter of course. This ensures our business success. Violations of applicable laws or regulations may have serious consequences for both the company and employees. We investigate any evidence of violations and put an end to them without delay. In particular, managers (persons with budgetary or personnel responsibilities) are obliged to be aware of the basic laws, regulations and internal company rules and guidelines relevant to their area of responsibility.

This ensures that we create trust among customers and business partners, as well as contributing to upholding the good name of noventic group companies.

## 2. Employment and equal treatment

Companies of the noventic group respect and safeguard the personal dignity of each individual employee and cultivate a corporate culture of fairness and mutual respect.

Equal opportunities are promoted in the companies of the noventic group, and no discrimination or harassment, for example on the basis of gender, ethnic, social or national origin, religion, age, illness or disability, sexual orientation, political opinion or other personal characteristics, is permitted or tolerated.

## 3. Human rights, working conditions and social standards

All companies of the noventic group respect the human rights, personal rights and dignity of our employees and all third parties.

We respect, protect, promote and comply with applicable labour laws and international standards, such as those laid down in the United Nations Universal Declaration of Human Rights, the ILO Conventions, the European Convention for the Protection of Human Rights and the German Basic Law (*Grundgesetz*). Specifically, these include the prohibition of discrimination and bullying, compliance with safety regulations and occupational safety at work, compliance with statutory working time regulations, fair pay and the freedom to join trade unions and participate in employee representation. Naturally child labour, forced labour, modern slavery, human trafficking and physical disciplinary measures are prohibited as a matter of course. This applies not only to working relationships within our company but also to conduct forming the criteria governing our collaboration with business partners and third parties.\*

## 4. Personal responsibility of each employee

Every noventic group employee must be aware of his/her responsibility towards the group of companies and his/her social responsibility, in particular for the well-being of people and the environment, and ensure that our group of companies contributes to sustainable development.

## 5. Leadership, responsibility and supervision

Each and every supervisor bears responsibility for the employees entrusted to him/her. The noventic group attaches great importance to the fact that the supervisor in question typifies the noventic group's leadership model through exemplary personal conduct, performance, reliability and social competence, thereby gaining the respect and recognition of his/her colleagues.

Managers formulate clear, ambitious and realistic goals. Trust towards employees is an essential part of management practice, and employees are given as much personal responsibility and freedom as possible. Managers are always approachable for employees, including when it comes to their professional and personal concerns.

During the exercise of their organisational and supervisory duties, all supervisors are responsible for ensuring that no violations of the law or of the guidelines laid down in the Code of Conduct occur within their respective areas of responsibility, provided said violations can be prevented via due and proper supervision. Even when delegating individual tasks, the superior in question retains overall responsibility.

## 6. Confidentiality

Employees of noventic group companies undertake not to pass on any information about internal company matters that have not been publicly disclosed, thereby ensuring that secrecy is maintained.

This includes, for example, details relating to the organisation of the company and its facilities, as well as figures given in internal reports. Especially in public places, employees are required not to discuss confidential internal topics.

This obligation to maintain secrecy remains in force even after termination of the employment relationship.

## 7. Data security, data protection and inside information

All personal data of our customers, business partners and employees are treated with the utmost care. This includes details such as names, addresses and telephone numbers, as well as dates of birth or information about their current state of health. All employees of the noventic group are obliged to protect operational matters and uphold the confidentiality of information. Accordingly, information from the noventic group is communicated exclusively to authorized recipients, both internally and externally.

### a) Data security

The security of data is of paramount importance to the companies of the noventic group. Data security influences both business success and public esteem. In view of this, noventic group companies protect both company data and data received from customers, business partners, owners and employees, by all available, suitable and appropriate technical and organizational means, from unauthorized access, illegitimate and abusive use, loss and premature destruction.

To protect data, employees of noventic group companies are obliged to take all measures suitable for the protection of IT systems against both internal and external data theft. This includes actions such as the unauthorized downloading of files, in particular

inappropriate material from the Internet. All the above is done in compliance with the relevant legal framework, national and European laws and any applicable internal guidelines and regulations.

#### **b) Data protection**

The companies of the noventic group are aware that the personal data entrusted to them by their customers, business partners, employees and shareholders is highly sensitive. Employees of noventic group companies adhere rigorously to data protection regulations, in particular respecting and observing the comprehensive rights of the persons whose data they collect, process and use. They protect said rights through careful and responsible data handling. High standards of both data quality and technical protection against unauthorised access must be guaranteed. Accordingly, companies of the noventic group adopt a wide range of technical and organizational measures designed to ensure the confidentiality of personal data. Within the scope of his/her duties, each individual is responsible for ensuring a high level of protection within noventic group companies. When using data, transparency for the data subjects is observed, their rights to information and rectification and, where applicable, to objection, blocking and erasure are preserved.

#### **c) Inside information**

In order to protect investors' confidence in the functioning of the capital market, employees of noventic group companies adhere to the rules governing the handling of inside information, in particular the obligations to secrecy, the prohibition of recommendations and the prohibition of insider dealing.

## **8. Product safety and quality**

The companies of the noventic group regard the excellent quality and safety of their products and services as one of the cornerstones of their success. All products and services must meet legal quality and safety criteria and satisfy legal requirements. When developing and manufacturing products and providing services, companies of the noventic group orient themselves to the expectations of their customers and partners and in so doing constantly upgrade their quality standards. Meeting our own strict quality standards is mandatory for all employees, no matter where they work. We are responsible for ensuring that potential security issues are identified, reported and dealt with promptly. If necessary, we report shortcomings to the responsible authorities and take all measures necessary to ensure the safety of our products.

## **9. Protection of company assets**

The property and resources of noventic group companies are used properly and sparingly and protected against loss, theft and misuse. Any unauthorized access by third parties is prevented by all available means.

The Company's resources and property are used solely for lawful business purposes rather than for personal purposes, except where this has been expressly authorised,

Data, contracts and know-how also form part of the company's assets and must be protected against misuse and loss.





# Conduct in the business environment

## 1. Avoidance of conflicts of interest

The noventic group attaches great importance to ensuring that its employees do not become involved in conflicts of interest or loyalty during the course of their working activities. Employees and managers do not use their professional positions to gain personal benefits for themselves, their family members or third parties.

This also means that employees of noventic group companies do not accept any rewards from suppliers or business partners in return for receiving preference over competitors. In the case of invitations to events or dinner invitations, care must be taken to ensure that these remain within normal bounds, for example lunch after a meeting. Otherwise, such invitations may not be accepted. In case of doubt, the relevant management personnel should be consulted. The same applies to gifts offered in a business setting, such as spirits, vouchers, admission tickets or electronic goods):. These may only be accepted if their value does not exceed the maximum tax limit, which is currently 35 EUR.

Employees of noventic group companies and contractual partners in field sales are not allowed to compete with the companies of their own group.

## 2. Competition and antitrust law

The companies of the noventic group act on the market as fair and responsible competitors. Every employee is obliged to comply with the rules of fair competition. In particular, employees are not allowed to hold discussions with competitors in which arrangements are made concerning prices, product strategies or capacities. Manipulation, concealment or misuse of information that could harm customers or business partners are not permitted.

## 3. Prevention of money laundering

The noventic group complies with its legal obligations to prevent money laundering and does not participate in money laundering activities.

In case of doubt, every employee is called upon to have unusual financial transactions, in particular ones involving cash, which may give rise to a suspicion of money laundering, checked by the responsible finance, legal or compliance department.

## 4. Communication

In order to maintain the trust of customers, investors and other stakeholders, we set great store by uniform, transparent and clear communications, both analogue and digital. All business information relevant to these stakeholders is made available to them. Before approving and executing planned communication and marketing measures, we coordinate them with the relevant subsidiary or the department concerned.

When using social media, we are aware of our responsibility for the reputation of the noventic group. We do not pass on any confidential or sensitive company information, and we respect the privacy of other personnel both within our group of companies and among our business partners.

## 5. Donations

The noventic group takes its social responsibilities seriously in line with the applicable legal systems and any relevant internal guidelines and regulations, and as far as its economic resources allow, the group is able to provide wide-ranging support for educational, scientific, cultural and social initiatives, as well as in the fields of sport and environmental protection.\* Support may take the form of collaborative efforts, cash donations, contributions in kind or services. The noventic group does not make donations in order to gain business benefits. Donations will not be made to individuals, private accounts or to persons or organizations where doing so may harm the interests or reputation of the noventic group. Moreover, donations are only given to institutions that are recognized as being non-profit or are authorized to accept donations under special regulations. All donations are made only as part of a transparent approval process, and after due approval by the management of the company in question.

## 6. Sponsorship

Sponsoring is used by the noventic group as a communication tool. Sponsorship measures focus on the fields of environmental and climate protection as well as on activities in keeping with our social responsibilities. All sponsorship activities must comply with the relevant legal system and any applicable internal sponsorship policy. Each individual sponsorship activity demands appropriate and demonstrable communication and marketing services from the sponsoring partner or organizer, and is handled transparently within the company concerned after due approval by management.

## 7. Political advocacy

We represent political interests centrally, openly and transparently, both through membership of associations and independently. We adhere to legal provisions governing lobbying, and under all circumstances avoid exerting undue influence on the political and legislative spheres. We do not make any payments to public officials or elected representatives.

# III.

## Responsibility for society and the environment

Sustainable environmental and climate protection, coupled with resource efficiency, form integral parts of the noventic group's corporate identity at all our locations. Both in the development of new products and services and in our business operations, care is taken to keep adverse effects on environment and climate to an absolute minimum. Our products and services are founded on environmentally friendly, advanced and efficient technologies. We respect the life cycle and circular economy concepts. In addition, we constantly evaluate the environmental compatibility of our products and manufacturing processes, optimising them wherever necessary. Each and every employee is responsible for treating natural resources sparingly and contributing to environmental and climate protection through his/her conduct. We are a responsible member of society and a partner of politics. We seek dialogue with both concerning future operating and control concepts for buildings and regarding the structuring of ecologically sustainable development.

# IV.

## Compliance with the Code of Conduct

Every single employee of the noventic group is responsible for compliance with the Code of Conduct. The Code of Conduct's importance and impact depend on its principles being put into practice by all employees.

Failure to comply with this Code may have disciplinary, civil and possibly even criminal consequences.

Compliance with the laws and compliance with the provisions of this Code of Conduct must be regularly monitored in all organizational units of the noventic group.

In order to constantly develop all employees' awareness of appropriate corporate conduct, we conduct training and information events on the Code of Conduct and make the information presented there available on our Intranet.



## Questions and contact persons

This Code of Conduct provides guiding principles and some examples of their implementation. During our daily work, questions will arise that cannot be answered simply by consulting the Code of Conduct. If an employee has doubts in a specific case about how to apply the Code, for instance whether conduct falls within the scope of the Code of Conduct, the respective manager, HR department and/or the legal or compliance department must be consulted if necessary.

Violations of the law or of this Code of Conduct may be reported to the appropriate manager, the legal department or the compliance department. The manager will then likewise pass on the report to the Compliance Officer. These employee reports may also be made anonymously. However, as no further details can be obtained from the person making it, any anonymous report should contain sufficient information to allow the matter to be investigated properly.

## Contacting the Compliance Department

Compliance Department: Karl Richter

Email: [compliance@noventic.com](mailto:compliance@noventic.com)

Phone: +49 40 237 75-747