



CODE OF CONDUCT

Principles for compliant behaviour



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PREFACE

Our Code of Conduct represents the most important principles of behaviour to uphold ethical standards and the commitment of everyone to create a working environment characterised by integrity, respect, trust and sustainability. It sets out the guidelines and corporate goals of our group of companies in concrete terms and puts them into operation.

Sustainability and social responsibility are among the maxims of the Bauer Group companies. That is why our actions are also based on sustainable values and the principles of the ETI Base Code that we communicate to employees, customers and suppliers. In doing so, we have a positive impact on our environment and contribute to a social society.

We can achieve more with fewer resources in the future. This is our conviction and the basis for an effective sustainability strategy. This is based on the 17 Sustainable Development Goals (SDGs) of the United Nations, which we are constantly working to achieve.

The values represented by these goals are the framework and guideline for everything we do at our companies. In addition, we follow a set of principles for compliant behaviour in our daily work.

2. SCOPE

Internal:

The rules formulated in this Code of Conduct apply without exception to all owners, managers, employees and all other persons working in the company.

For ease of understanding, all the groups of people listed will be summarised under the term "employees" from this point onwards.

External:

The scope of application extends to all business units, all companies and all locations. This Code of Conduct does not replace any other guidelines, but instead complement them. We also apply the standards formulated in this Code of Conduct to our partners, suppliers and customers.



3. GENERAL REQUIREMENTS FOR BEHAVIOUR

3.1 Principles of dealing with each other

Our dealings with each other are characterised by respect and acceptance. We respect social manners and strive to be polite to each other. In doing so, we communicate clearly and openly and listen well. We always act with integrity and are aware of our capacity as role models.

3.2 Responsibility for the reputation of the company

All employees bear responsibility for the reputation of the entire company as well as for themselves. Therefore, every employee always behaves in public in such a way that their behaviour does not reflect negatively on the company.

3.3 Open communication and dealing with criticism

We communicate openly, goal-oriented and clearly. We encourage the open exchange of opinions, criticism and ideas. Conflicts are unavoidable in our daily interactions. However, they help us to look critically at our positions and learn from them. We see mistakes as opportunities. We explain and eliminate their causes and create a positive learning culture.

3.4 Encouraging people to act independently

We encourage our employees to act independently. At the same time, we also expect each employee to live up to the responsibility this entails and to work towards the common goals.

3.5 Working environment

We strive to create a working environment everywhere that enables every employee to perform at their best. We support the personal development of our employees, especially the expansion of their professional skills through further training. Vulnerable groups (young people, pregnant women, people with disabilities, etc.) receive special attention. We assess the performance and success of our employees according to objective criteria and try to minimise subjective factors.

3.6 Change as an opportunity

We regard changes as a matter of course and as an opportunity, regardless of whether they are necessary for commercial, technical or organisational reasons or due to customer wishes. We encourage all our employees to be positive and active in shaping changes.

4. SPECIAL REQUIREMENTS FOR BEHAVIOUR

4.1 Compliance with applicable law

We comply with applicable law. We respect relevant national and international laws regardless of our location or the place of business. Furthermore, we respect the international conventions recognised by us. We cooperate with all competent authorities in an open, constructive and reliable manner.

4.2 Preventing corruption and conflicts of interest

4.2.1 Prohibition of corruption and taking advantage

We condemn corruption, taking advantage and bribery. We respect the relevant laws and conventions. We do not offer gifts or benefits to business partners to influence a business decision, nor do we accept such gifts or benefits. Even the appearance of such influence must be prevented. We do not tolerate the use of unfair means.

4.2.2 Conflicts of interest

We do not accept advantages, gifts or invitations that could lead to a conflict of interest. We avoid situations that may lead to conflicts of interest between an employee's personal or financial interests and the interests of their company.

We do not procure personal benefits from suppliers, customers or others that arise from or are tied to affiliation with the company.

4.3 Fighting fraud

We do not tolerate fraudulent acts such as embezzlement, misappropriation or other fraud – neither in our company nor in our cooperation with business partners.

4.4 Respecting antitrust and competition law

We respect the laws and guidelines for maintaining fair competition, in particular antitrust and competition law. We do not tolerate any unjustified preference or discrimination.



4.5 Handling information

4.5.1 Handling internal knowledge

We do not disclose business information that has not been cleared for publication by the appropriate parties within the company. We protect business secrets, in particular process and production knowledge, patents, plans, business data and other information not released for publication, by handling them with care. We do not accept inaccurate reporting – either within our company or to the outside world.

4.5.2 Ensuring the confidentiality of data entrusted to us

We keep the secrets of our customers and suppliers. We do not use them to gain an unfair advantage for ourselves, nor do we pass them on to third parties. We use the information entrusted to us exclusively to carry out the tasks for which it has been entrusted to us.

4.5.3 Data protection and security

We comply with all guidelines, regulations and legal requirements on data protection and data security. Furthermore, we use the personal data of our employees and partners entrusted to us exclusively for the purposes for which they were provided to us and within the scope of what is legally permissible. We treat personal data in particular as confidential.

4.5.4 Documentation obligation and transparency requirement

We comply with the documentation obligations arising from legal provisions comprehensively and with the necessary care. If documentation obligations arise from other, operational requirements, we also comply with these comprehensively. All our reports, records and pronouncements are accurate, timely, understandable, comprehensive and true.

4. SPECIAL REQUIREMENTS FOR BEHAVIOUR

4.6 Occupational health and safety, Anti-discrimination

4.6.1 Compliance with legal and operational safety guidelines

We observe all legal, trade association and company safety regulations at all times.

4.6.2 Working conditions

We base our actions on at least the principles of the ETI Base Code. We stand for freely chosen and regular employment. We pay fair wages, in any case the legal and collectively agreed standards, and respect the applicable legal and collectively bargaining agreements on working hours, time off and public holidays. We rigorously condemn child and forced labour and encourage our business partners to do the same.

We promote equal opportunities and firmly reject any form of discrimination. We respect the legal right to freedom of association and co-determination rights.

4.6.3 Equal opportunities and anti-discrimination

We consider a pluralistic personnel structure as an enrichment. Discrimination in any form is expressly condemned by us – regardless of whether it is because of the person, their behaviour or their actions.

4.7 Protecting the environment

4.7.1 Compliance with legal and company environmental protection standards

We comply with legal environmental regulations or exceed these.

4.7.2 Consideration of environmental impacts in all operational decisions

When making operational decisions, we consider the impact on the environment and, where economically viable, choose the most environmentally-friendly alternative.

4.7.3. Environmental activities

We are committed to sustainable management and actively pursue internal and external projects for environmental protection as part of our energy and environmental policy.

4.8 Dealing with company property

We treat the company's property properly and with care. Every employee takes responsibility for this. We independently report damage, misuse, loss, theft, misappropriation or destruction of company property.



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5. IMPLEMENTATION

5.1 Responsibilities and assistance

5.1.1 Individual responsibility of each employee

Everyone is responsible for following the behavioural guidelines in day-to-day matters and for keeping themselves regularly informed about changes. Ignorance does not protect against consequences. The company management makes the currently valid version of the Code of Conduct available at appropriate places and informs employees about changes.

New employees are familiarised with the principles of behaviour in writing at the latest upon conclusion of the employment contract.

5.1.2 Contact persons for the clarification of questions

In case of questions regarding the application of the Code of Conduct, the respective supervisor, the Compliance staff as well as the works council of the respective company are available. If the questions cannot be clarified satisfactorily, the site management as well as the management of the group of companies can be approached.

5.2 Reporting violations

5.2.1 Violations of the code of conduct

We all work towards compliance with the Code of Conduct in direct contact with our colleagues. If a violation of the **General Requirements** of conduct cannot be satisfactorily resolved in direct contact or through the supervisor, the case can be brought to the attention of the Compliance staff or the management for clarification.

Violations of **Special Requirements** of conduct are reported immediately to the direct supervisor. If this does not seem appropriate to us due to the facts of the case, we can also directly contact the Compliance staff, the management of our company or the management of the group of companies. If there is a suspicion of criminal conduct, a member of the Compliance staff must be informed in all cases.

Contact information for compliance bodies/ responsible compliance staff:

this can be found on the information boards at your location and on the website of the company concerned.

5.2.2 Confidentiality

As a matter of principle, we treat the reporting of violations confidentially. Nevertheless, in individual cases it may be unavoidable to disclose this information to third parties, for example when opening an investigation where the whistleblower is to be heard as a witness. We can also report violations anonymously.



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5.2.3 Right to information

Anyone who reports a violation of the Code of Conduct is entitled to be informed of the outcome of the investigation. This shall not apply if there are legal reasons, in particular data protection reasons, to the contrary.

5.2.4 Protection against reprisals when reporting in good faith

We do not tolerate reprisals against employees who report a violation in good faith.

5.2.5 Works council

Every employee has the right to have a works council member present at meetings with superiors in connection with the reporting of violations of the Code of Conduct.

5.2.6 Anonymous whistleblower system

Violations of the Code of Conduct or general law can also be reported digitally. For this purpose, access to an external whistleblower system is available on the website of every Bauer Group company.

The direct link to the anonymous whistleblower system is: **<https://division.hinweisgeber-systeme.de>**

Reports made through this system can be made with the name of the whistleblower or anonymously to the Compliance staff. If a report is made anonymously, it is not possible to trace the whistleblower.

5.3 Sanctioning of violations

Reported violations of the Code of Conduct are clarified by the responsible supervisors or investigated by the Compliance staff. If this raises suspicions of criminal behaviour, we report this to the authorities. A violation can therefore have consequences under personnel law as well as under civil and criminal law.

APPENDIX

BRC British Retail Consortium/Food

<https://brc.org.uk>

Deutscher Corporate Governance Kodex

www.dcgk.de/de/kodex.html

ETHICAL TRADING INITIATIVE (ETI)

<https://www.ethicaltrade.org/eti-base-code>

IDW PS 980: Prüfung von Compliance Management Systemen

<https://shop.idw-verlag.de/IDW-Pruefungsstandard-Grundsaeetze-ordnungsmaessiger-Pruefung-von-Compliance-Management-Systemen-IDW-PS-980-n.F.-09-2022/206666>

IFS – International Featured Standards

https://www.ifs-certification.com/images/ifs_documents/IFS_Food_fact_sheet_EN.pdf

ISO 50001 Energiemanagementsystem

<https://www.iso.org/standard/69426.html>

ISO 45001 Arbeitssicherheitsmanagement

<https://www.iso.org/standard/63787.html>

ISO 37301:2021 Compliance Management Systems

<https://www.iso.org/standard/75080.html>

ISO 14001 Umweltmanagementsystem

<https://www.iso.org/standard/60857.html>

ISO 27001 Informationssicherheits-Managementsysteme (ISMS)

<https://www.iso.org/standard/88435.html>

Rainforest Alliance

<https://www.rainforest-alliance.org/de>

SMETA Sedex Members Ethical Trade Audit

<http://www.sedexglobal.com/ethical-audits/smeta/>

United Nations Sustainable Development Goals

<https://sdgs.un.org/goals>

ZNU: Standard Nachhaltiger Wirtschaften

<https://www.znu-standard.com>



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