

# Code of Conduct

for

## Schwerter Profile GmbH

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## 1. SCOPE OF APPLICATION

This Code of Conduct applies to Schwerter Profile GmbH and its affiliated companies as defined in §§ 15 ff. of the German Stock Corporation Act (AktG). It applies worldwide to all employees of Schwerter Profile GmbH, including managers and executives. The Code of Conduct is also directed at all members of boards and all participants in committee meetings and other gatherings and activities of Schwerter Profile, even if there is no employment relationship.

## 2. VISION AND MISSION STATEMENT

Safety, quality, sustainability, and social responsibility are the core values of Schwerter Profile GmbH. Schwerter Profile GmbH strives to deliver the highest quality and meet market demands.

We view sustainability throughout the entire value chain, meaning it is an essential prerequisite for cooperation that suppliers also strictly adhere to applicable laws and regulations. Particularly noteworthy is the prohibition of child labor, inhumane treatment, workplace discrimination, and the strict compliance with national laws and regulations.

Schwerter Profile GmbH aims to meet the needs of the present generation without compromising the ability of future generations to meet their own needs.

Continuous improvement of quality and environmental performance, avoidance of environmental impacts, and compliance with applicable legal obligations and other requirements are self-evident to Schwerter Profile GmbH. This also includes fundamental principles such as the protection of human rights, job protection, and environmental protection.

Schwerter Profile GmbH makes every effort to ensure that all jobs within the company are safe and that employees are protected from hazards. Occupational safety, health protection, and health prevention are integral parts of the company's policy and are subject to continuous improvement.

Key criteria for selecting suppliers, service providers, and other third parties are their performance and quality awareness. Schwerter Profile GmbH expects suppliers, service providers, and other third parties to pursue the same high standards as those enshrined in this Code of Conduct.

Schwerter Profile GmbH consistently enforces the fundamental values of human rights, labor standards, environmental protection, and anti-corruption within its sphere of influence.

## 3. COMPLIANCE WITH LAWS

Schwerter Profile GmbH and its employees hold themselves to a high standard of integrity in their actions.

Schwerter Profile GmbH and its employees are obligated to comply with applicable legal regulations. This includes, in addition to antitrust and competition law, regulations on the prevention of bribery, illegal money transfers, and corruption, as well as relevant labor, data protection, and environmental laws.

The principle of legal compliance applies explicitly even when legal violations might seem to provide apparent advantages to Schwerter Profile GmbH.

## 4. FAIR COMPETITION / PROHIBITION OF CARTELS

The relevant provisions for fair competition and the provisions of antitrust and competition law must be observed.

Schwerter Profile GmbH and its employees are obligated to adhere to the rules of fair competition and must refrain from any actions aimed at unlawfully restricting competition and/or violating legal regulations. Schwerter Profile GmbH does not tolerate violations of antitrust regulations in the context of committee meetings and other gatherings.

In principle, all agreements between competitors and decisions by associations of companies aimed at or resulting in preventing competition are prohibited. Agreements include formal agreements, decisions, and coordinated behaviors that arise tacitly.

Prohibited are in particular:

- Agreements on prices and/or capacities with competitors
- Agreements to refrain from competition
- Submission of sham bids
- Allocation of customers, regions, production programs, or other segmentation criteria
- Agreements on sales conditions

All statements, whether written or oral, should be made in such a way that they cannot be misunderstood and thus give the impression of being related to prohibited antitrust topics.

## 5. ANTI-CORRUPTION

Schwerter Profile GmbH and its employees do not tolerate unethical business practices and condemn all forms of corruption, bribery, and dishonest advantage-taking. Corruption means exploiting a position to gain unjustified advantages. Typically, this advantage is granted in an exchange relationship (active and passive corruption). The term "advantage" covers everything that improves the recipient's or a third party's situation and to which they are not entitled. Advantages are not only monetary payments but all material or immaterial benefits.

This prohibition applies to all countries in which Schwerter Profile GmbH operates, even if corrupt behavior is common or not considered unethical or reprehensible by business partners in those countries.

### 5.1 Requesting, Promising, and Accepting Benefits

When purchasing supplies, materials, services, or other third-party services, it must be ensured that the procurement process is based solely on quality, performance, and cost.

Requesting, promising, and accepting gifts and benefits of any kind for the personal benefit of Schwerter Profile GmbH employees or third parties, especially from customers, suppliers, service providers, or interested standardization or other professional circles, is prohibited.

The acceptance of cash gifts is prohibited. Material gifts may only be accepted under the exceptions listed below. Exceptions apply to generally customary occasional and/or promotional gifts of reasonable value and material gifts that correspond to usual practice or custom. The value of material gifts should not exceed 50 euros and may not be accepted as consideration for preferential treatment or to

circumvent legal regulations. Material gifts also include other benefits, particularly invitations to non-business events (concerts, theater, sports, and other evening events or trips), services, gratuities, commission payments, or other favors. When accepting products or services in the private sector, the market price must be paid, and the payment must be documented.

These provisions regarding the acceptance of cash and material gifts must not be circumvented by involving third parties or other measures (e.g., organizing a company party, contributing to the "coffee fund").

In case of doubt, advice or approval must be sought from the disciplinary supervisor.

## **5.2 Offering, Granting, and Promising Benefits**

It must be ensured that Schwerter Profile GmbH is not favored during the initiation, awarding, or execution of a contract through the offering, promising, or granting of personal benefits (gifts, invitations, hospitality, other favors). Schwerter Profile employees are prohibited from offering or granting personal benefits to officials or decision-makers, customers, potential customers, suppliers, or competitors.

Gifts, invitations, or other favors may only be granted to third parties if all the following criteria are met:

- They correspond to usual practice, custom, and courtesy.
- They are not granted or accepted in exchange for preferential treatment or to circumvent legal regulations.
- The gift to a third party is of sufficiently limited value (courtesy gifts and customary promotional gifts).
- They do not violate applicable law and do not conflict with the recipient's compliance regulations.
- Public disclosure of the benefits, including the recipient's identity, would not embarrass Schwerter Profile GmbH or the recipient.

The granting of benefits that do not meet these criteria is not permitted.

These provisions regarding the offering and granting of benefits must not be circumvented by involving third parties or other measures. In case of doubt, consultation with the disciplinary supervisor or the legal department is required.

## **5.3 Business Meals**

Inviting and accepting invitations to a business meal is a customary practice in the workday and is generally permissible, as long as it is appropriate. This does not apply if they are accepted or granted as a consideration for preferential treatment or to circumvent legal regulations. Otherwise, the provisions under section 5.2 apply accordingly.

## **5.4 Business with Family Members**

Contractual relationships with family members (spouses, parents, children, and other relatives—this also includes life partners) are generally not permitted, as such transactions carry the latent risk of a conflict of interest and may impair the neutrality required in the procurement process. Exceptions to this principle are only possible if approved by the management of Schwerter Profile GmbH.

## **5.5 Public Officials**

Benefits to a public official are particularly sensitive and must not be granted if they are related to the performance of their duties. In case of doubt, the consent or approval of their supervisor must be obtained according to § 331 Abs. 3 of the German Penal Code (StGB).

## **5.6 Donations and Sponsorships**

Donations and sponsorship funds, especially for culture, sports, or other social causes, may only be granted with prior written approval from the management.

# **6. EQUAL OPPORTUNITY AND NON-DISCRIMINATION**

No one shall be harassed, discriminated against, or disadvantaged based on their nationality, ethnic origin, gender, religion or belief, disability, age, or sexual identity.

# **7. DATA PROTECTION**

Personal data may only be processed with the knowledge and consent of the person concerned, unless processing is required by law. The applicable data protection laws and company regulations regarding the processing and use of personal data must be observed. In particular, no personal data may be collected, processed, or used without the knowledge and consent of the person concerned unless this is required by law.

# **8. AVOIDANCE OF CONFLICTS OF INTEREST**

All employees are obliged to separate their private interests from the interests of Schwerter Profile GmbH. Situations in which private or financial interests conflict with those of Schwerter Profile GmbH must be avoided.

An employee's secondary employment or self-employment, if it interferes with their work at Schwerter Profile GmbH, must be disclosed to the Human Resources department. The performance of secondary employment, particularly for a competitor, requires prior written consent from the HR department. Conflicts of interest must be reported immediately to the employee's supervisor or the HR department.

# **9. PUBLIC CONDUCT**

Employees of Schwerter Profile GmbH must always behave in a manner that does not damage the company's reputation. This obligation applies both within and outside working hours. Particularly when dealing with the media or in public discussions, it must be ensured that no misstatements are made or misleading information is given that could harm the reputation or public perception of Schwerter Profile GmbH.

## **10. PROTECTION OF ASSETS AND CONFIDENTIALITY OBLIGATIONS**

Employees are responsible for protecting Schwerter Profile GmbH's property against loss, damage, misuse, theft, misappropriation, or destruction.

The intellectual property of Schwerter Profile GmbH, including trade secrets, know-how, and other proprietary information, must be protected. Employees must maintain confidentiality regarding this information and may not disclose it to unauthorized persons or use it for purposes other than work-related activities.

The obligation to maintain confidentiality continues to apply even after the employment relationship ends.

## **11. ACQUISITION OF SHARES AND INSIDER TRADING PROHIBITION**

Employees may not use insider information for their own benefit or that of third parties or disclose it to unauthorized persons. Insider information refers to non-public information that could significantly influence the stock price or the market value of a company or its securities. This includes, but is not limited to, financial results, major contract awards, mergers, acquisitions, or other significant corporate transactions.

## **12. PRINCIPLE OF PROPER ACCOUNTING**

The accuracy and completeness of all business transactions must be documented in accordance with legal requirements and internal guidelines.

Schwerter Profile GmbH is committed to maintaining proper and transparent accounting practices, ensuring that financial statements and reports accurately reflect the company's financial position and performance.

## **13. COMPLIANCE MANAGEMENT SYSTEM**

Schwerter Profile GmbH has established a compliance management system to ensure that the rules and guidelines outlined in this Code of Conduct are consistently observed.

### **13.1 Compliance Organization**

A designated compliance officer or department is responsible for overseeing and implementing the compliance management system. This includes providing guidance on compliance-related issues, conducting training sessions, and ensuring that employees are aware of their obligations under the Code of Conduct.

### **13.2 Consultation and Reporting of Compliance Incidents**

Employees are encouraged to seek advice from the compliance officer or department when in doubt about the appropriate course of action. Additionally, employees must report any violations of the Code of Conduct or other legal requirements to the compliance officer, department, or their supervisor. Reports can be made anonymously if necessary.

### 13.3 Consequences of Misconduct

Violations of the Code of Conduct or other legal obligations may result in disciplinary action, including termination of employment, as well as legal consequences. The severity of the consequences will depend on the nature and extent of the misconduct.

Schwerter Profile GmbH is committed to upholding the principles and guidelines outlined in this Code of Conduct and expects all employees to act with integrity and in accordance with these standards.

This Code of Conduct enters into force on 26.08.2024.

  
Schwerter Profile GmbH