



delfort

Version March 2017

delfort Code of Conduct

Preface from Management Board

delfortgroup AG and its subsidiaries (delfort) conduct their business on the basis of the key principles of

- Excellence,
- Respect,
- Responsibility,
- Integrity and
- Transparency.

We believe that the strength and the future growth and development of delfort will be driven by our commitment to good corporate governance and our customers' appreciation of delfort's business performance.

To develop a uniform understanding of these key principles of good corporate governance we have enacted this Code of Conduct.

This Conduct applies to all persons representing delfort, including board members, general managers, senior officers, employees, agents and business partners.

Principles of conduct

The Code of Conduct contains binding rules on the most important issues. The Code will, wherever required, be given greater depth by the issuing of detailed Group directives or other internal general instructions. The Code not only operates as a guideline for the business conduct of all delfort employees, but it should also be brought to the attention of our business partners.

Any orders from superiors which contravene the Code are not binding, and can not be used to justify misconduct.

Excellence and sustainable company development

- Delfort stands for the excellence of its products and processes. Goods and services comply with the highest standards in terms of quality, innovation and customer orientation.
- Delfort expects its employees to accomplish their professional responsibilities to the highest professional standards of diligence, accuracy and completeness.
- Delfort stands for sustainability as defined by long term value creation and growth. Core elements are innovation, quality and long-term partnerships with



suppliers, customers and other business partners.

Compliance with laws and internal directives

Delfort complies with all applicable laws and regulations of the such countries where it conducts business and respects local social standards. Furthermore, we observe all internal group and company policies which are updated constantly. Any conflict with legal regulations and necessary adjustments must be reported immediately to the direct supervisor, in case of doubts the legal regulation shall prevail.

Human resources

- Delfort aims to provide all employees a secure and inspiring working environment. All employees are required to perform their tasks without endangering working safety. We do not tolerate any form of child labour or forced labour.
- We respect the rights of our employees to freedom of association. We aim to establish a long-term and constructive working relationship with employee representatives at local, national and international level.
- Delfort encourages its employees to engage in their own professional development and personal growth. Delfort is committed to treating all its employees fairly, impartially and equally.

Diversity

- We are dedicated to provide equal opportunities to all our employees to ensure a safe, healthy and professional workplace with room for diversity. There is no disadvantage and unfair discrimination on the basis of gender, age, religion, race, social background, disability, ethnic or national origin, nationality, political affiliation and sexual orientation. We are committed to this principle in recruitment, development, advancement or retirement of any employee. This is the basis for our culture that allows different views and creative collaboration.

Conflicts of interest

- Conflicts of interest are circumstances in which personal interests and those of delfort oppose each other.
- Conflicts of interest or any activities which could create the appearance of a conflict of interest or could be interpreted as such must be avoided, or if such activity cannot be avoided it shall be disclosed to the supervisor immediately. For example, conflicts of interest may arise in the following situations:
 - Business transaction with a business partner of delfort in which direct or indirect (through family members or other related persons) participations are held.



- Business transaction with a business partner of delfort which employs a family member or a related person as a managing director, senior officer or regular employee or, respectively, transactions directly entered into with family members or other related persons.

Gifts and/or granting of benefits

- Delfort does not tolerate any form of corruption and bribery.
 - In the context of his/her professional activity employees of delfort shall not demand or accept direct or indirect benefits for themselves or for the benefit of others, respectively, shall not promise or grant such benefits to third parties that are conducive to influencing business transactions in an impermissible way. We also do not allow the appearance of such to come into being.

Gifts and hospitalities of negligible value are only permissible within the bounds imposed by normal business customs and in cases in which they do not breach the laws of the respective country. In case of doubt, the direct supervisor shall be consulted.
 - The offering or accepting of money or similar benefits (such as gift certificates) is, in any case, impermissible.

Fair competition

- Delfort commits itself to fair competition vis-à-vis its competitors, business partners and other market participants. We take special care to observe the following principles:
 - Agreements and concerted practices having the object or effect of preventing or restricting competition are strictly prohibited.
 - When communicating with competitors no information shall be exchanged that would be conducive to impairing fair competition.
 - The membership of associations related to the business areas of delfort and the participation in their events shall not result in any activities impairing fair competition or contravening trading or antitrust laws and require prior approval by the respective superior.
 - In the case of receipt of documents, participation in discussions or engagement in other forms of communications that appear to be problematic from a competition law perspective, the communication has to be terminated immediately and the supervisor shall be informed.
- We further the interest of fair competition by refraining from unfair business practices. These include statements relating to our products that could lead to the misleading of customers. We do not disparage competitors or engage in impermissible advertising.



Respecting property

- Delfort respects the intellectual property of third parties. For that reason we keep our know-how strictly confidential as well as the confidential information of our business partners.
- Within their scope of responsibility, employees of delfort shall protect tangible and intangible assets of delfort, our suppliers, customers and other business partners.
- Delfort employees are expected to handle and treat equipment, machinery, tools, company cars and other items which are in the ownership of delfort with due care. It is the duty of each delfort employee to use resources and assets owned by delfort in a responsible manner and for business-related purposes only.

Dealing with confidential information

- Employees shall keep confidential all matters relating to delfort which are not specifically intended for the public and shall not disclose this information to competitors or other persons whose knowledge of the confidential information is not in the interest of delfort. This also applies to information which has been received in confidence by a third party.
- Delfort ensures that personal data shall only be used within the legal bounds and that affected parties' interests in protecting the confidentiality of their data are not infringed upon.

Environmental practices

- Environmental protection and ecologically responsible production methods have a high priority for delfort.
- Delfort focuses on sustainability, the use of environmentally friendly technologies and the continuous systematic improvement of the environmental foot print of its operations.
- In order to develop and implement best practices throughout the whole supply chain, we closely cooperate with our business partners on environmental issues and support initiatives promoting environmental responsibility.

Implementation of the Code of Conduct

- Considering the common interest of delfort and its employees to implement and ensure compliance with the rules as set forth in this Code of Conduct, violations or potential violations shall be reported immediately to the respective direct superior. In case of concerns regarding informing the direct superior, any member of the local top management or the Legal Department shall be informed.
- Person(s) reporting (potential) violations shall not suffer disadvantages as a result of such reporting. Upon request the identity of the reporting person(s) will



delfort

be kept confidential.

Consequences of misconduct

- It is expressly forbidden to breach the rules of conduct as set forth in this Code of Conduct. In case of misconduct delfort reserves the right to take adequate legal actions. These legal actions will be in accordance with nationally applicable laws, corporate agreements, labour and penal laws and the individual employment contracts.