

Preamble

The Code of Conduct sets out the framework within which the companies of the Naue Group base all their decisions and actions. This Code of Conduct reflects Naue's basic understanding of socially responsible corporate behaviour and is to be regarded as a voluntary self-commitment. This Code of Conduct does not create any contractual or other rights in favour of third parties.

1. Basic Understanding and Application

We, the companies of the Naue Group (i.e. the companies over which Naue GmbH & Co. KG has a direct or indirect controlling influence), see ourselves as part of the communities in which we operate and are committed to socially responsible management, taking into account the direct and indirect impacts of our business activities on society and the environment. We shall continuously strive to achieve an appropriate balance between economic, social and environmental interests.

We act in accordance with generally accepted values and principles, such as integrity and legality, and in particular with internationally recognised human rights and labour standards, as set out in this Code of Conduct.

We will make all appropriate and reasonable efforts to comply with the content of this Code of Conduct on an ongoing basis at all of our domestic and international locations within the scope of our respective legal and actual capabilities. If existing national regulations are in conflict with the content of this Code of Conduct or if the national context makes it impossible to fully comply with these obligations, we shall seek ways to meet the requirements of this Code of Conduct as far as possible. Where reference is made in this Code of Conduct to German laws, etc., this is to be understood by Naue's foreign subsidiaries as a reference to the relevant national regulations.

2. Human Rights and Labour Standards

We respect human dignity and internationally recognised human rights, as set out in particular in the United Nations (UN) Universal Declaration of Human Rights¹ and addressed in the UN Guiding Principles on Business and Human Rights² and the OECD Guidelines for Multinational Enterprises³. We also comply with the internationally recognised labour standards of the International Labour Organization (ILO), as set out below in this Code of Conduct.

In all our business activities, we shall always endeavour not to cause or contribute to human rights abuses. We expect the same from our business partners. To the extent necessary and possible, we assist our suppliers in doing so.

2.1 Employment Relationships

We reject any form of unlawful punishment, abuse, harassment, intimidation or other degrading treatment of employees. We comply with applicable labour laws in all employment relationships and expect our contractual partners to do the same. At the beginning of the employment relationship, employees shall be provided with comprehensible information on the essential terms and conditions of employment, including their rights and obligations, as well as working hours, remuneration and methods of payment and settlement.

We respect and protect the right of our employees to terminate their employment in accordance with the applicable notice period.

2.2 Prohibition of Child Labour and Protection of Young Workers⁴

We do not tolerate the use of child labour and we comply with the applicable legal minimum age for employment. In any case, we shall not employ any person below the age at which compulsory education ends under the law of the place of employment and shall not employ any person below the age of 15.

We expect from our contractual partners that they shall have adequate means to determine the age of their employees in order to prevent child labour. If child labour is identified, they shall immediately take all necessary measures, focusing on the welfare, protection and development of the child.

In the case of persons under the age of 18, we shall respect the rights of young workers; they may be employed only if it is ensured that the working and employment conditions do not pose a risk to their health, safety, morals or development.

2.3 Prohibition of Forced Labour⁵

We condemn any form of forced or compulsory labour, including any form of debt bondage, peonage, slavery or slave-like practices, human trafficking or other involuntary labour and services that do not meet internationally accepted labour and social standards.

2.4 Remuneration⁶

We comply with the statutory or, where applicable, collective agreement provisions on remuneration for work performed. We ensure that the wages we pay are not less than the minimum wage set by law or collective agreement or customary in the industry. In countries or regions where there is no statutory or collectively agreed wage, we take particular care to ensure that the wages paid are sufficient for regular full-time work to meet the basic needs of the employees.

We do not tolerate inappropriate deductions from wages, including deductions as a disciplinary measure.

2.5 Working Hours⁷

We comply with the statutory or applicable collective agreement provisions on working hours (in particular those of any national working hours legislation), including overtime, rest breaks and annual leave. In any event, we will ensure that

- the regular working week does not exceed 48 hours plus a maximum of 12 hours overtime per week,
- the right to rest breaks is respected on each working day,
- six consecutive working days are regularly followed by a day off, and
- public or religious holidays and annual leave are observed, unless an official exemption has been granted.

Overtime shall be paid or remunerated at least in accordance with the statutory or collectively agreed provisions; it shall only be ordered in exceptional cases and on a statutory, collectively agreed or contractual basis.

2.6 Freedom of Association⁸

We respect the right of our employees to freedom of association and assembly and the right to collective bargaining and wage negotiations, to the extent permitted by law and possible in the country of employment. Where this is not permitted, we will seek appropriate compromises for our employees.

2.7 Diversity and Inclusion; Non-Discrimination⁹

We promote a work environment that is inclusive and values the diversity of our employees. We are committed to equal opportunities and reject any form of discrimination or unjustified unequal treatment in employment, for example on the basis of national and ethnic origin, social background, health status, disability, sexual orientation, age, gender, political opinion, religion or belief.

We also respect the principle of equal pay for men and women for work of equal value.

2.8 Occupational Health and Safety¹⁰

We comply with national and international occupational health and safety standards and provide a safe and healthy working environment to maintain the safety and health of our employees, protect third parties and prevent accidents, injuries and work-related illnesses. This includes regular risk assessments of the workplace and the implementation of appropriate safety measures and precautions, including the provision of appropriate personal protective equipment.

We ensure that our employees are trained on all relevant health and safety issues.

3. Environmental Responsibility

The protection and conservation of natural resources is a concern and obligation for all of us. With this in mind, we conduct our business in an environmentally responsible manner and are committed to the goals of a climate-neutral future.

3.1 Environmental and Climate Protection

We assume our environmental responsibility by complying with applicable legal requirements and recognised standards for the protection of the environment and climate, and by striving to continuously improve the environmental and climate impact of our business activities.

We have in place appropriate measures based on legal standards and internationally recognised standards, including but not limited to the following:

- Handling of hazardous substances and other chemicals and waste, including disposal, in a professional and responsible manner;
- Efforts to reduce or eliminate waste and minimise emissions from operations (e.g. waste water, air emissions, noise, greenhouse gases);
- Conservation of natural resources, for example through measures to conserve water, chemicals and other raw materials;
- Promotion of the use of recycling and other climate and environmental technologies, processes, raw materials and products;
- Efforts to increase energy efficiency and the share of green or renewable energy in energy consumption at our sites.

Among other things, we undertake to optimise our energy use in a sustainable manner by setting annual energy targets at senior management level, based on historical consumption and production data, and taking into account economic efficiency.

3.2 Conservation of Species

We respect the principles of biodiversity and align our business policies accordingly.

4. Ethical Business Practices and Integrity

We pursue only legitimate business objectives and practices and deal only with reputable partners.

We deal fairly and respectfully with our business partners and customers. We respect the different legal, economic, social and cultural backgrounds and circumstances of the countries and regions in which we operate. We always base our business activities on universal ethical values and principles, including integrity and respect for human dignity.

We support free and fair world trade and comply with the laws and regulations of the countries and regions in which we operate.

We are aware of our social responsibility and act accordingly (e.g. training activities, social partnerships).

4.1 Corruption¹¹, Trade Controls, Money Laundering

We reject all forms of bribery and corruption, and shall avoid even the appearance thereof, whether in the form of giving or receiving unfair advantage.

We act in accordance with applicable import and export control regulations and comply with legal requirements for the prevention of money laundering.

4.2 Fair Competition

We support free and fair competition. We do not tolerate any anti-competitive agreements and ensure that we act in accordance with applicable antitrust laws. We do not seek competitive advantage through unfair business practices.

4.3 Personal Data; Protection of Confidential Information and Intellectual Property

We respect the privacy rights of our employees, business partners and customers, and comply with applicable statutory and official data protection and security requirements and regulations when handling personal data.

We take great care to ensure that trade secrets and other confidential information entrusted to us by our business partners and customers are adequately protected against unauthorised acquisition, use and disclosure, at least in accordance with the relevant statutory provisions on the protection of trade secrets.

We respect the intellectual property of our business partners, customers and other third parties. We ensure that adequate precautions are taken to protect intellectual property rights when transferring know-how and technology.

The confidentiality of proprietary information is also important to Naue companies. Therefore, all employees must take the utmost care to ensure that trade secrets and new knowledge (e.g. inventions, patents and other intellectual property) are protected from access by third parties and that Naue's ownership rights to them are protected. Publication and/or disclosure to third parties without appropriate legal protection is prohibited.

To protect Naue Group's network, we have taken appropriate cyber security measures and keep them up to date at all times. Employees shall comply with all internal rules (e.g. password rules, etc.).

In case of doubt or violation of the specifications in this section, the employee must contact his or her supervisor / the Data Protection Officer, or make use of the whistleblower system.

4.4 No Conflicts of Interest

Our employees shall keep personal interests separate from the interests of Naue companies and shall represent the business interests of Naue, especially during working hours. They shall inform their superior of any circumstances that may affect their professional obligations. If employees wish to cover their personal needs with a natural or legal person with whom Naue already has a business relationship, and if these employees are in a position that enables them to influence the business relationship with Naue, the employees must inform their superior and obtain his or her consent before entering into an agreement with the third party.

The same applies if a business relationship is to be established with a customer/competitor of Naue.

4.5 Handling of Gifts

Gifts from business partner to our employees or their family members are prohibited if they are likely to influence the employee's judgement. Naue considers the acceptance of gifts up to a value in kind of €35 per calendar year and business partner to be uncritical. Employees must inform their superior of any gifts exceeding this value that they cannot refuse (e.g. for reasons of courtesy).

The same applies to gifts that Naue's business partners receive from employees of Naue companies.

4.6 Handling of Hospitality Costs

Hospitality costs must be reasonable in terms of scope, amount and frequency. Naue considers hospitality costs of up to 80 euros per business meal to be uncritical.

If this amount is (expected to be) exceeded and a business partner of Naue bears the costs of entertaining the Naue employee, the Naue employee being invited must inform his superior.

The aforementioned rule applies equally to hospitality expenses that Naue assumes in relation to an employee of a business partner.

5. Implementation

We make appropriate and reasonable efforts to comply with the content of the Code of Conduct at all our business locations on an ongoing basis. We have implemented appropriate measures and processes and adequately document their implementation within the company. The company management is regularly informed about the implementation and the work of the responsible bodies and persons.

5.1 Communication and Training

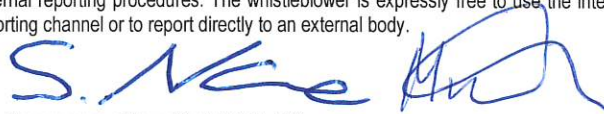
We communicate the content of this Code of Conduct to our employees, business partners and other key stakeholders, and train our employees on relevant aspects of this Code of Conduct as required. We expect our employees to comply with this Code of Conduct.

5.2 Expectations of our Supply Chains; Control Measures

The content of this Code of Conduct also reflects our expectations towards our suppliers and any other contractual partners involved in our supply chains. We therefore expect them to comply with the content of this Code of Conduct or to apply a comparable Code of Conduct. We encourage them to demand this expectation from the contractual partners in their supply chain.

5.3 Reporting Violations (Whistleblower System)

We take very seriously any report of a breach or alleged threatened breach of this Code of Conduct. In the event of such reports, we will take steps to properly and confidentially investigate and, if necessary, take appropriate corrective or preventive action. In order to be able to receive reports, Naue – together with the Central Works Council – has established an internal body to which suspected (threatened) violations of the principles contained herein can be reported. The employees at the internal reporting office (including at least one member of the Works Council of Naue GmbH & Co. KG) who receive reports can be contacted at "whistleblower@naue.com". All reports will be treated confidentially in accordance with the provisions of the applicable Whistleblower Protection Act. The internal reporting office also provides information on existing external reporting procedures. The whistleblower is expressly free to use the internal reporting channel or to report directly to an external body.



The Management of Naue GmbH & Co. KG

The Central Works Council of Naue GmbH & Co. KG

¹ Universal Declaration of Human Rights

² UN Guiding Principles on Business and Human Rights

³ OECD Guidelines for Multinational Enterprises

⁴ ILO Convention Nos. 138 and 182

⁵ ILO Convention Nos. 29 and 105

⁶ ILO Convention Nos. 26 and 131

⁷ ILO Convention No. 1; ILO Recommendation No. 110

⁸ ILO Convention Nos. 11, 87, 98, 135 and 141

⁹ ILO Convention Nos. 100, 111 and 159; ILO-Recommendation No. 165

¹⁰ ILO Convention Nos. 155, 183 and 184; ILO-Recommendation No. 164

¹¹ United Nations Convention against Corruption