

Code of Conduct of tmax Holding GmbH



28. April 2020

Preliminary Statement

As holding company of the tmax holding with medium-sized subsidiaries both in Germany and abroad it is our responsibility to manage and coordinate their activities and to align them with the prevailing market requirements. This also includes ensuring that the products manufactured and distributed by the subsidiary companies satisfy the economic and environmental requirements of our business partners. Our subsidiaries are obliged to treat their employees, business partners and their own resources responsibly in compliance with the legal standards and ethical principles, which is why we have developed the following code of conduct. This code of conduct applies to the tmax holding and defines the basic principles. The subsidiaries are free to issue their own code of conduct, providing that such does not contradict the code of conduct of the holding company, tmax Holding GmbH. The Management upholds the above code of conduct and will consistently strive for compliance therewith.

Management

Thorsten Thom

Chief Executive Officer

Dirk Nunn

Chief Financial Officer

(In the following “employee“ is used as a neutral term to include both men and women)

General Principles

Our business conduct is based on observance of the law and those legal provisions relevant to our activity. We respect the basic social rights and principles which are established in internationally recognized human rights and reject therefore any form of forced or unfree labour as well as child labour. We strictly adhere to the respective national legal standards with respect to minimum pay for employees and advocate performance-related pay. We guarantee equal opportunities and equal treatment for all our employees and strive to support all employees in line with their skills and performance, without discrimination. Observance of anti-discrimination laws is particularly important to us. We categorically repudiate all forms of discrimination based on ethnic origin, culture, religion, age, disability, colour, sexual orientation, ideology or gender, both with respect to collaboration within the company and conduct towards external partners. All employees within the group are representatives of the group. The managers of the individual departments hereby bear special responsibility. By providing regular information and explanation they must make sure that their staff acts in compliance with the rules and that any misconduct with respect to the code of conduct is not tolerated. Acting as a role model, the manager is particularly required to align his/her own actions with our code of conduct.

Cooperation with Business Partners and Third Parties

Fair business practices

We conduct and support fair and undistorted competition as under the applicable law and in compliance with the competition and antitrust law. There shall be no written or unwritten agreements with competitors or business partners that are able to determine or influence the behaviour of the market in an undue manner. Our suppliers and business partners are carefully selected taking into consideration their performance with respect to quality, pricing and reliability. We examine each offer in a fair and unbiased manner. In this spirit, we expect of our business partners that on their own responsibility they act in such a way as to ensure fair competition.

Donation und sponsoring

Our donation budget only pursues charitable, non-profit purposes and is used exclusively to support such organizations. Donations are made on a voluntary basis, without the expectation of service in return or reciprocal consideration. Sponsorship payments are approved by Management only within a very limited scope and in compliance with the applicable internal policy.

Avoiding Conflicts of Interests

Conflict of interests

Situations in which the employee's private interests could collide with the execution of his/her business duties, thus causing a conflict of interest for the employee, must be avoided. There are binding internal rules and regulations in this respect that provide clarity on the conduct expected of the employee. If a conflict of interests exists or if there are any questions in this respect the employees must contact Management, the Works Council or the compliance officer directly.

Secondary employment

All secondary employment must be reported to the company. Secondary jobs that take up so much time and effort that the employee is not able to provide the working capacity agreed in his/her employment contract are prohibited. Any volunteer work is in principal appreciated and will be supported by us.

Anticorruption

Accepting/demanding or granting/promising any advantages or benefits by staff members of the company, either of an indirect or a direct, private nature, in business transactions with customers, suppliers or other third parties shall be strictly prohibited. There are internal rules and regulations to this respect, and employees are expected to familiarize themselves with these rules and regulations on their own initiative. If an employee has reason to suspect cases of corruption he/she must notify one of the aforesaid contacts.

Handling Information and Corporate Property

Data protection

Protecting all and any data obtained by the company and relating to the relations with customers, suppliers, employees and other groups of people is of special importance to us. The employees undertake to comply with all data protection regulations and must take all reasonable steps in order to protect confidential information. Any security deficiencies detected must be reported to Management. Suitably qualified personnel is in charge of ensuring that we collect, process and use personal data for legitimate purposes only. Any business or trade know-how disclosed or communicated to us under the business activity are treated as secret and confidential.

Company property

Each employee undertakes to use company property solely for company-related purposes. Any private use, if intended, shall be agreed with the employee by contract. Company property must be treated with care and be protected against destruction, theft, misappropriation and improper use.

Environmental Protection, Health and Safety at Work

Environmental protection, occupational health and safety of our employees are key aspects of our business activity.

Environmental protection

For environmental protection we use environmental management systems which contribute to the conservation of natural resources and are in accordance with the specified ISO standards. Compliance with the relevant national environmental laws and provisions is monitored internally.

Occupational health and safety

Our work places are designed and equipped in accordance with national requirements provided by law as regards guidelines on safety and occupational medicine. A whole range of occupational safety measures are constantly updated and adapted. Each employee undertakes to comply with the occupational health and safety regulations and accordingly contributes to such compliance.

Scope and Implementation of Code of Conduct

Compliance with the code of conduct is binding for all employees of the tmax holding. For the purpose of clarification or supplementation, the subsidiaries of the holding company tmax Holding GmbH may issue their own internal regulations which shall be binding upon them but which must be in line with the code of conduct of the holding company. tmax Holding GmbH uses its best efforts to ensure that the code of conduct is complied with and takes care that in the implementation thereof no employee will suffer any disadvantage on account of such compliance and that adequate action is taken in case of violation. However, it lies within the responsibility of the managers in the subsidiaries to ensure that employees assigned to them know and adhere to these principles. Any employee who does not comply with the rules must face appropriate consequences within the scope of the company and legal provisions. The employee's manager is the first contact regarding queries or information if it is not clear how the principles of conduct are to be applied. In addition to this, the Works Council and/or the compliance officer can also be contacted. We guarantee that all matters in connection with the code of conduct are treated confidentially.

Mannheim, 28 April 2020

Thorsten Thom
Chief Executive Officer

Dirk Nunn
Chief Financial Officer