



COMPLIANCE MANAGEMENT SYSTEM

CODE OF CONDUCT FOR THE METALL-CHEMIE GROUP

METALL-CHEMIE GROUP
METALL-CHEMIE HOLDING GMBH
KAISER-WILHELM-STR. 93
20355 HAMBURG
GERMANY

Scope of application and basic understanding

This Code of Conduct (hereinafter referred to as "**CoC**") contains the requirements with regard to lawful and responsible entrepreneurial action, which is a matter of course for the Metall-Chemie Group. This CoC applies to the entire Metall-Chemie Group. The following companies are part of the Metall-Chemie Group:

Metall-Chemie Holding GmbH, Hamburg
Metall-Chemie GmbH & Co. KG, Hamburg
Metall-Chemie Technologies GmbH, Hamburg
Märtens Transportbänder GmbH, Flensburg
Metall-Chemie Oberflächentechnik GmbH, Hamburg
ALSTAB Oberflächentechnik GmbH, Osterwieck
L&P Beschichtungen GmbH, Hilkenbrook
Timm Lackierungen GmbH, Kiel
MC Metallhandel GmbH, Frankfurt
Zimmer Schrott- und Metallhandel GmbH, Hürth
Metall-Chemie Grundstücksgesellschaft mbH & Co. KG, Hamburg
Metall-Chemie China Company Ltd., Shanghai/China
Sudametal SA, Buenos Aires/Argentinien

The CoC is addressed to all employees of the Metall-Chemie Group, but also to their suppliers, customers and other business partners (hereinafter collectively referred to as "**Business Partners**"). All employees are obliged to comply with the laws of the legal systems with which the Metall-Chemie Group comes into contact. Moreover, consequences in economic, social and ecological terms must be considered in connection with all business decisions and a reasonable balance of interests must be achieved in this respect. The Metall-Chemie Group helps to develop society on a sustainable basis while protecting environmental resources in the best possible manner. Business Partners are treated fairly. In addition, the highest quality of services and products is the professed goal of all companies of the Metall-Chemie Group. However, universal human rights according to the Universal Declaration of Human Rights of the UN, the Conventions on the Right of the Child of the United Nations (UN), the International Labour Organisation (ILO) and the World Health Organisation (WHO) are considered.

General principles of conduct

Each employee of the Metall-Chemie Group is obliged to comply with the laws applicable in his or her area of responsibility as well as to meet internal requirements. Employees must behave in a fair and credible manner in all business matters and respect and promote the reputation of the company and the entire Metall-Chemie Group. In doing so, conflicts of interest must be avoided, if possible, otherwise they must be discussed with the superior senior management. If employees notice any contraventions or other violations of this CoC, they are obliged to notify their superior senior management or – if this is not possible – the external Compliance Advisor (V. Clasen, e-mail: compliance@mittelstein.de) thereof without delay. Moreover, in addition to their exemplary function, executives are obliged to monitor compliance with this CoC in their area of responsibility.

Sustainability, environmental protection

The Metall-Chemie Group complies with the applicable provisions about environmental protection and acts in an environmentally conscious manner at all business locations. This is the

only way to maintain natural resources also for future generations and ensure economic efficiency and competitiveness in the long term. Environmental impact is avoided as far as possible, and any unavoidable production residue or waste is disposed of in a competent and environmentally friendly manner.

Fair competition

Rules to protect free and genuine competition must be observed by all companies of the Metall-Chemie Group and their Business Partners. Violations of antitrust and competition law such as internal price agreements, allocations of territories and customers or other agreements concerning output, terms or other illegal, restrictive practices in the supply chain or with regard to competitors are prohibited and will not be tolerated. A dominant position in the market must not be abused. Moreover, benefits must not be offered or granted to third parties in connection with the business activities, neither in cash nor in any other form. This shall also apply to countries that have different regulations or customs. If there are different regulations on fair trade in different countries, the rules of the country that are stricter shall apply.

Prohibition of bribery and corruption, dealing with gifts

No personal benefits must be demanded, accepted, offered or granted within the Metall-Chemie Group in connection with business activities throughout the Group and with regard to Business Partners. If an employee is confronted with such an offer or request, his or her superior senior manager must be informed immediately. No support must be provided for unlawful acts of other persons. As a matter of principle, gifts, invitations and entertainment must not be provided or accepted. The only exceptions are occasional or promotional gifts that are common practice as well as gifts that are in accordance with the customs and courtesies of a country. One must not give the impression that a consideration is expected. The same goes for invitations. Any cases of doubt must be agreed with the superior senior manager.

Fight against money laundering, international trade

The Metall-Chemie Group only cooperates with Business Partners that act within the framework of legal provisions and do not use funds that come from illegal transactions. In this respect, the Metall-Chemie Group reserves the right to carry out an identity and authority check on Business Partners before starting a business relationship and also thereafter. Any suspicious circumstances that could be indicative of money laundering must be reported to the superior or the external Compliance Advisor without delay.

The companies of the Metall-Chemie Group that engage in international trade strictly comply with the relevant regulations governing the import and export of their products.

Equal treatment, protection of employees

Working conditions that conflict with human rights and other fundamental social standards are not acceptable to the Metall-Chemie Group. This applies both within the group of companies and in the cooperation with Business Partners. Nobody may be discriminated against because of their race, origin, sex, religion or ideology, age, physical constitution, sexual identity, appearance or other personal characteristics. This shall apply while dealing with colleagues, employees, Business Partners at any time during the business or work relationship.

Moreover, each employee has a right to safety and prevention of health risks at work, especially where the risk potential is high. The Metall-Chemie Group undertakes to take health and safety

measures to prevent accidents, injuries and adverse health effects at work and expects all Business Partners in the supply chain to do the same. Moreover, the Metall-Chemie Group commits itself to respecting individual and collective employee rights. The statutory maximum working time is observed. In addition, the Metall-Chemie Group takes it for granted that the Group itself and its suppliers pay the minimum wage to employees within the area of application of the statutory minimum wage.

Product safety

In addition to safety at work, product safety is given top priority within the Metall-Chemie Group; the underlying regulations are strictly observed, and observance is closely monitored. This applies particularly to products that are used in connection with foodstuffs or may encounter them.

Avoidance of conflicts of interest, protection of company assets

Employees must strictly separate their private interests from the business interests. Personal interests must not affect the commercial decisions of the business of the Metall-Chemie Group. Each employee is responsible for this in his or her field of activity. It is not permitted to award contracts to related persons or enterprises where related persons work; secondary activities for or interests in competing enterprises or Business Partners are also not permitted.

All employees must exclusively use the assets and objects pertaining to the company property – including correspondence and electronic data – for business purposes for the Metall-Chemie Group and protect them from loss and misuse.

Data protection, confidentiality

The protection of Personal data of employees and business partners that we are entrusted with is very important to us. Personal data may therefore only be collected, used and stored within the legally permitted frame according to the applicable data protection laws. The security of data is protected by suitable technical and organisational measures. Company and business-related data must be treated as strictly confidential by employees and Business Partners and may only be used within the assigned area of activity in the business. Moreover, the requirement of absolute confidentiality shall apply to all information received and processed as part of the work for the Metall-Chemie Group, in whatever form, and especially also to the intellectual property of the relevant company of the Metall-Chemie Group.

Consequences in the event of breach of compliance

Employees must inform their superior senior management or – if this is not possible – the external Compliance Advisor of any violation of compliance or any justified suspicion of a violation of compliance. No employee must fear any disadvantages because of reporting such cases. If an employee violates this CoC, this may have consequences under labour law. Moreover, third-party claims for damages, a fine or imprisonment may arise as a result. Any violation of compliance may also result in serious damage to the company itself, such as expensive court proceedings and proceedings concerning administrative fines, third-party claims for damages and considerable damage to the company's reputation.

If you have any questions or concerns, please do not hesitate to contact your superior senior management or, on a confidential basis, the external Compliance Advisor: V. Clasen, *e-mail: compliance@mittelstein.de*