

# Principles of Conduct for Suppliers

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## 1. Objective and Scope

Proemion GmbH („Proemion“) aspires to be a modern and future-oriented company, providing excellent products and services and feeling committed to the fundamental values of society. Proemion bears the responsibility of creating and preserving a corporate culture in which compliance with applicable laws, rules and regulations as well as ethical principles are maintained to the fullest extent possible.

This Code of Conduct defines general standards of conduct regarding business in a legal and ethical sense and is the measure for dealing with all business associates and suppliers and is also provided by our own customers for the total supply chain.

This Code of Conduct shall be observed in all business activities and decisions of our suppliers, even in the event applicable laws or regulations are less extensive. Please note, however, that more stringent laws and regulations than established in this Code of Conduct may apply. In such event, the more stringent laws and regulations take precedence.

## 2. Discrimination- and Harassment-Free Workplace

All humans shall have the right to fair, respectful, dignified, courteous and indiscriminate treatment. The Supplier feels committed to this principle and guarantees this right in his company.

The Supplier observes the principles of equal opportunities in employment. Personnel decisions (e.g. in regards to recruitment, selection, training, promotion and remuneration) are based on qualifications, experience and other work-related criteria. Discrimination based on gender, race, ethnic origin, religion or beliefs, disability, age or sexual orientation is strictly forbidden.

It is the Supplier's responsibility to protect the right of employees to a workplace free of sexual harassment or other unlawful discrimination. Any form of sexual harassment or other unlawful discrimination based on gender, race or ethnic origin, religion or beliefs, disability, age or sexual orientation will not be tolerated and must be avoided.

Sexual harassment is an undesirable conduct of a sexual nature intended to infringe upon the dignity of a person, especially when it creates an offensive environment of intimidation, hostility and humiliation. Sexual harassment is against the law.

### 3. Employment and Labour Practices

The Supplier rejects every form of forced or compulsory labour. Employees shall be free to leave employment after reasonable notice.

The Supplier respects the regulations of the United Nations on human rights and children's rights. In particular, the Supplier commits to complying with the Convention concerning the minimum age for admission to employment (Convention No 138 of the International Labour Organization) as well as the Convention concerning the prohibition and immediate action for the elimination of the worst forms of child labour (Convention No 182 of the International Labour Organization).

If a national regulation concerning child labour provides for stricter measures, these shall have precedence.

### 4. Fair Competition

The supplier undertakes to comply with the applicable antitrust and competition regulations.

The conclusion of any agreements or concerted practice (i.e. informal cooperation) with competitors or with clients who seek to restrict competition or have an anti-competitive effect, are considered in violation of antitrust law.

Managers and employees operating in business fields involving antitrust and competition law aspects have to be trained accordingly.

### 5. Protection of Intellectual Property of Third Parties

The Supplier undertakes to respect the intellectual property rights of third parties (i.e. copyright, trademark, design, patent) and may not use unauthorized foreign rights. Copyright law especially prohibits copying, publishing, circulating, licensing or representing copyrighted works without prior copyright holder permission. Permission is also required from the copyright holder for creating derivative works. Trademark laws protect names, logos and other company brand symbols.

The Supplier must ensure a copyright holder agreement was concluded if he intends to use the intellectual property of a third party.

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## 6. Law Compliance to Combat Money Laundering

The Supplier is required to comply with applicable laws to combat money laundering. In accordance to such there is the obligation, among others, to identify the contracting partner, choose acceptable forms of payment and identify ways in which potential money laundering transactions may be detected.

## 7. Gifts and Gratuities

The Supplier is obliged to ensure transparency when dealing with clients, own suppliers and authorities. International anti-corruption standards and national and local legislation for combating corruption and bribery will be complied with.

Business decisions and contracts shall be agreed solely on the basis of verifiable, efficient and quality-related criteria. The offering of gifts of any kind to persons or companies with whom the Supplier maintains or wishes to build a business relationship, which may possibly affect a business decision of the person or company, is prohibited. Likewise, accepting or demanding of gifts of any kind is prohibited.

## 8. Health and Safety Practices

The Supplier guarantees protection of workers in the workplace and workplace health protection at least within the scope of national provisions. The Supplier supports continuous advancement of occupational safety procedures and systems.

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## 9. Environment

The Supplier is committed to strictly uphold the goal of environmental protection. He has to instruct and monitor its employees in the responsible handling of waste and emissions of all kinds, in particular with hazardous substances. The law on protection of the environment is to be obeyed.

## 10. Concluding Comments

It is expected that Proemion's direct suppliers will take responsibility to require adherence to these principles from their own suppliers and exercise diligence in verifying that these principles are adhered to in their supply chains. A breach of the principles of the Code of Conduct of Suppliers may result in the termination of contractual relationships with Proemion.

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Supplier:

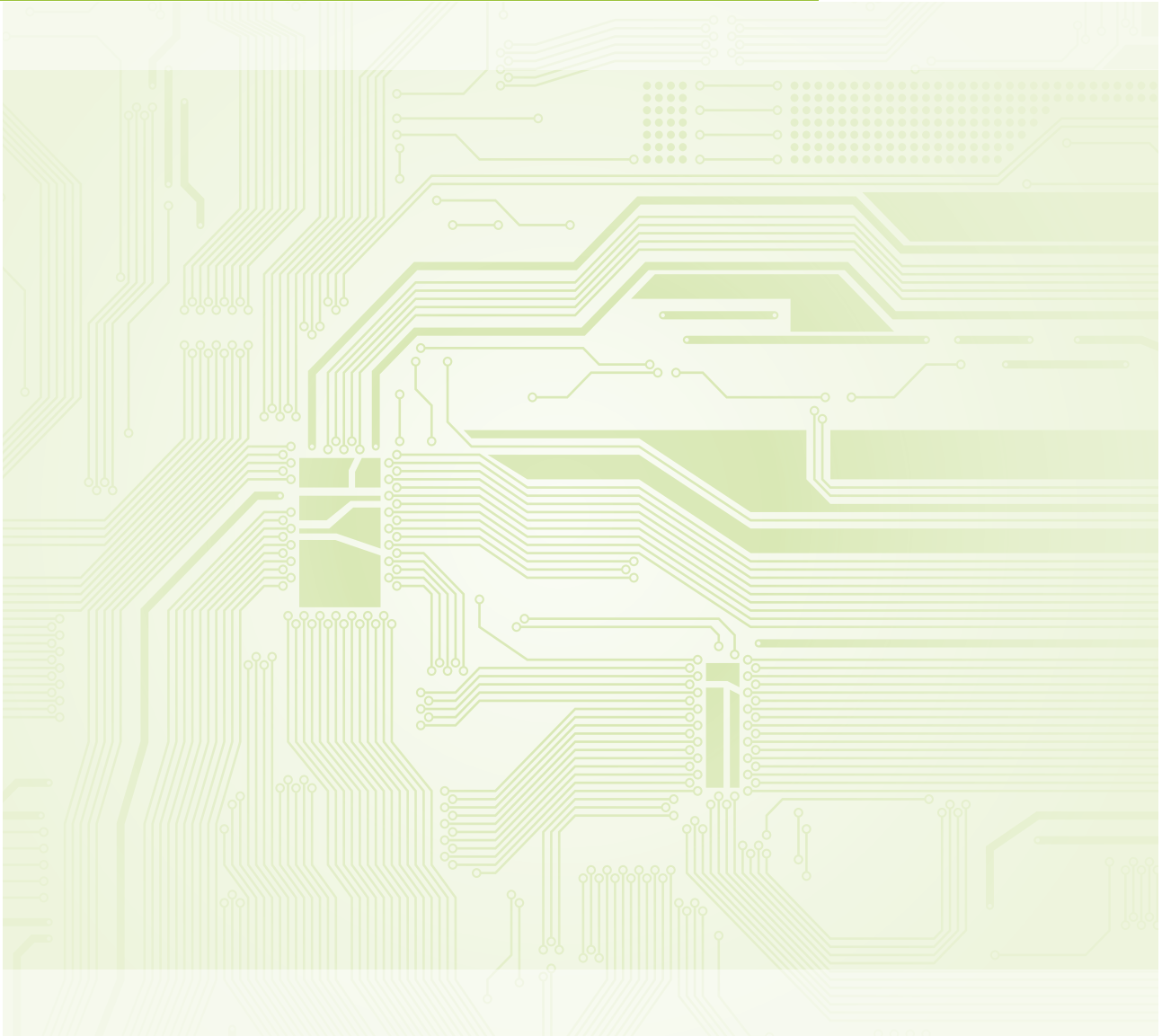
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Date / Signature:

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Title:

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