



CODE OF CONDUCT OF GMH GRUPPE



CODE OF CONDUCT OF THE GMH GROUP OF COMPANIES

PREAMBLE

1. With this Code of Conduct, we as the GMH Group establish a binding set of rules for the way we want to work and what we as the GMH Group want to represent. Our Code of Conduct is compulsory for all of our employees, all managers, and all directors. It serves as guidance toward our goal of a corporate culture characterized by integrity, respect, and fair, responsible comportment.
2. We comply with the current laws of the individual legal systems in which the GMH Group operates. Beyond that, we transport the guiding principles of the GMH Group and its individual companies into our daily work. Many of the following principles of conduct are therefore a matter of course and we have long practiced them in our everyday activities.
3. The Code of Conduct ("**CODE OF CONDUCT**") of the GMH Group is supplemented by your COMPLIANCE-DIRECTIVE, as well as our ANTI-CORRUPTION GUIDELINE and our ANTI-TRUST GUIDELINE.
4. If you have any questions, please do not hesitate to contact the GMH Group's Compliance Manager, Dr. Geert Rehberg. You can reach him as follows:

Dr. Geert Rehberg

E-mail: geert.rehberg@gmh-gruppe.de

Phone: +49 (5401) 394438

**1. PRINCIPLES OF CONDUCT****1.1 Work environment**

- 1.1.1 Respect of human and employee rights: We do not tolerate violations of human rights. The GMH Group rejects child labour and any form of forced labour.

We respect our employees' rights of freedom of assembly and freedom of association. Trusting and close cooperation with employee representatives is an established part of our corporate policy. We comply with minimum wage legislation.

- 1.1.2 Equal treatment and non-discrimination: We embrace diversity and clearly commit never to discriminate against any person, be it because of gender, nationality, skin colour or origin, religion or ideology, union activities, age, sexual identity, or disability.

We treat our employees with fairness and equality and expect them to treat one another the same way. Harassment and bullying have no place in our corporation; we expect our employees to be respectful and cooperative in their interactions with each other.

- 1.1.3 Work safety and health protection: The safety and health of our employees is a key priority in all of our corporate activities. All employees ensure that safety regulations are complied with in their working environment, and their prudent, proactive, and safety-conscious conduct prevents hazards to themselves or others.

- 1.1.4 Environmental protection: We commit to using natural resources responsibly and as conservatively as possible. The protection of the environment and climate protection are important to us. We want to conserve raw materials and fuels and keep our consumption of water and energy as low as possible. To that end, we continuously adapt our production conditions in ways that contribute to the protection of the environment and the associated continuous improvement of living conditions in the regions where the GMH Group operates and maintains business locations.

1.2 Business relationships

- 1.2.1 Fair competition: We believe in fair competition, where we intend to persevere on the merits of our high product quality. We therefore strictly comply with legislation protecting and promoting competition, particularly applicable antitrust law. This means first and foremost that we do not engage in price fixing or any other agreements with competitors that would result in the division of sales markets or customers or any unlawful interference in free and open competition.

- 1.2.2 Prevention of corruption: Corrupt behaviour by our employees, managers, or directors is not tolerated. In our interactions with customers, suppliers, or authorities in Germany or abroad, business partners or public officials may not be granted material benefits in return for unlawful preferential treatment. Our business partners as well may not accept such benefits. These rules are incontrovertible, even if compliance means that we as a group of companies cannot enter into a particular business relationship.



- 1.2.3 Prevention of money laundering: The companies of the GMH Group fulfil their obligations regarding prevention of money laundering. Every employee helps to ensure that no third parties are given the opportunity to use business relationships with a company of the GMH Group for the purpose of money laundering.

1.3 Information

- 1.3.1 Information handling: Operational and business secrets are preserved and protected under all circumstances. We undertake all necessary measures to protect particularly our IT systems from external access. We do not allow external persons to access our premises without supervision or grant them uncontrolled electronic access to our data.

It is a matter of course that any information that is closely related to companies of the GMH Group is kept confidential even after the end of an employment relationship.

- 1.3.2 Data protection: The protection of personal data, particularly that of our employees, customers, and suppliers, is very important to us. We only collect and process personal data when it is legally required or necessary for completing a particular task. No personal data is collected or processed without the consent of the affected person or where legally permissible.

1.4 Conflicts of interest

- 1.4.1 Conflicts of interest: Business decisions are principally taken in the best interest of our respective group companies. Conflicts between the private interests of individuals, including family members or other persons or organizations close to the individual, and those of the GMH Group are avoided. When such conflicts occur, we disclose them and take appropriate measures to solve them.

- 1.4.2 Lobbying and association work: We always comply with the legal requirements for admissible lobbying work. We do not exert undue influence on legislation or politics, and in our work with business associations we strictly observe the rules of impeccable behaviour and in particular compliance with competition regulations.

2. CONSEQUENCES OF VIOLATIONS

We do not tolerate violations of the above listed principles of conduct!

This CODE OF CONDUCT is binding for all employees. Failure to comply with the above rules of conduct can result in serious consequences under criminal and civil law, as well as labour law, up to and including termination of employment. We expect every employee to behave in accordance with the GMH Group's guiding philosophy, this CODE OF CONDUCT, applicable guidelines and directives of supplements/versions of this CODE OF CONDUCT, and with the ethical standards of the GMH Group.

All of our employees must be aware that any violation can also have further severe consequences for the companies of the GMH Group.



3. REPORTING MISCONDUCT

Violation of the principles set forth in this CODE OF CONDUCT may be reported at any time to the GMH Group's Compliance Manager:

Dr. Geert Rehberg
E-mail: geert.rehberg@gmh-gruppe.de
Phone: +49 (5401) 394438

If desired, **all** reports of misconduct can be made **anonymously**. In this case the reporting person / party is asked to establish a possibility for the recipient of the report to contact her anonymously, in particular for the purpose of asking expedient follow-up questions. This may be accomplished, for instance, by setting up a neutral e-mail address with one of the commonly used e-mail providers.

4. FINAL REGULATIONS

This CODE OF CONDUCT is effective as of 16th January 2017. The GMH Group's Compliance Manager is responsible for regularly reviewing the CODE OF CONDUCT re updates or amendments.

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