
AUSTROCEL HALLEIN GMBH

CODE OF CONDUCT



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1. COMPANY PHILOSOPHY

AustroCel Hallein GmbH ("**AustroCel**", the "**Company**" or "**we**") undertakes to conduct business exclusively in accordance with the applicable legal provisions and in compliance with all internal and external rules and regulations. We commit ourselves not only to comply with the law, but also to uphold our corporate principles. Our corporate philosophy is to maintain an organizational culture that promotes and supports ethical behaviour and the obligation to comply with laws, while at the same time ensuring that criminal behaviour and other violations of our Code of Conduct are detected and prevented in the future.

The basic values of our corporate philosophy form the basis of our Code of Conduct:

- Reliability;
- Openness;
- Fairness;
- Consistent action.

2. SCOPE AND BASIC RULES

- This Code of Conduct applies to all AustroCel¹ employees and to all other persons working for or on behalf of our company (collectively, the "**Employees**"). For all terms relating to persons, the chosen wording refers to both sexes, even if the masculine form is used for reasons of concision and readability.
- Always ask your finance department for advice if you are unsure whether a planned procedure is compatible with our code of conduct (*better safe than sorry!*).
- We encourage all employees to report suspected violations of our Code of Conduct to their supervisors or the finance department.
- AustroCel will not tolerate retaliation against employees who, in good faith, have reported a serious suspected violation of our Code of Conduct.
- Failure to comply with our Code of Conduct may have consequences under employment law and may even result in termination of employment.
- The obligation to comply with our Code of Conduct should also be included in our contracts with business partners where necessary or appropriate to protect AustroCel's interests.
- If a violation of this Code of Conduct causes damage to the Company, AustroCel may seek damages from the employees responsible.

¹ Irrespective of the type of employment relationship or position within the company hierarchy ("from the interns to the members of the management and supervisory board").

3. OUR GENERAL PRINCIPLES OF BUSINESS CONDUCT

All forms of misconduct could cause serious damage to our company's interests and lead to serious legal, economic, and social consequences for AustroCel.

AustroCel therefore expects all employees to comply with the following principles:

- Excellence, outstanding achievement and best possible results for our customers and our company;
- Regulatory compliance;
- Fair and appropriate conduct towards customers, suppliers and colleagues;
- Fostering of personal skills and development
- Careful handling of confidential information

4. CONFLICTS OF INTEREST

In everyday business, AustroCel employees may be confronted with decision-making situations in which the interests of the company conflict with their personal interests, activities or relationships. Conflicts of interest can lead to decisions no longer being taken in an impartial and loyal manner in the interests of the company.

Employees affected by a potential or actual conflict of interest are required to disclose the conflict of interest to superiors or the finance department in order to clarify the situation straight away.²

5. RESPONSIBLE HANDLING OF CORPORATE PROPERTY

Our employees must make a clear distinction between their own finances and those of the company.

The assets of the company may only be used for the business purposes they are intended for. Misuse of the Company's resources for other, in particular inappropriate personal, illegal or other unauthorized purposes is prohibited. Employees shall treat the Company's resources with care and shall protect AustroCel's property from misuse or loss.

6. COMBATING BRIBERY AND CORRUPTION

Corruption leads to serious social, moral, economic and political problems, undermines good corporate governance, hinders economic development and distorts competition. AustroCel's reputation depends largely on how we behave towards our business partners. The Employees of AustroCel comply with the relevant legal requirements in the areas of anti-corruption and bribery. Business decisions must not be guided or influenced by private interests or personal advantages.

6.1 Prohibition of bribery

² If supervisors or the finance department are also affected by the same conflict of interest, this must be disclosed to another person who is not himself affected by the conflict of interest.

When dealing with business partners, customers, suppliers and authorities, all Employees are prohibited, without exception, from offering, promising, granting or approving financial or other advantages, directly or indirectly, if it should lead to an act or omission by the recipient in breach of his duties. Such offers, promises, gifts, donations and invitations also may not be made if they could be misconstrued as an attempt to unfairly influence a public official or business partner. Any appearance of inappropriateness or dishonesty must be strictly avoided.

6.2 Prohibition of corruption

Employees make their business decisions exclusively in the interest of the company and put private and other interests aside. Employees are not permitted to offer or promise unfair advantages or to accept such advantages from suppliers or other business partners.

6.3 Prohibition of corruption by third parties

AustroCel Employees are prohibited from granting financial or other advantages to a business partner, consultant, agent, mediator or other third party or from approving such an advantage if circumstances indicate that all or part of these advantages are to be used, directly or indirectly, to obtain an act or omission of the recipient in breach of his duties or for any other unauthorized influence.

When selecting our business partners, a risk-based and documented integrity check is carried out.

6.4 Gifts, entertainment, hospitality, travel, and expenses

In many countries and cultures, gifts, entertainment, catering, travel invitations or the assumption of other costs from business partners are part of normal business life. In doing so, our Employees must observe the following principles:

AustroCel prohibits the acceptance of gifts, entertainment, gastronomy, travel or other leisure invitations or other advantages which could actually have an improper effect on the result of a procurement measure or other business transaction, or which could give the impression of an improper influence, insofar as these do not represent reasonable expenditures.

AustroCel has its own Anti-Corruption and Trade Control Compliance Policy, which contains further information and support on issues related to corruption, bribery, gifts and the integrity review of business partners. All Employees are obliged to comply with the anti-corruption guidelines. This forms an integral part of our Code of Conduct.

7. CASH PAYMENTS

Employees are prohibited from making cash payments of any kind as part of their business activities for AustroCel. Excluded from this are payments up to a maximum of EUR 1,000.00 per transaction or up to a maximum total of EUR 5,000.00 for recurring or related transactions.

8. ANTITRUST LAW AND FAIR COMPETITION

AustroCel is committed to honest and fair competition and complies with the competition and antitrust laws of all countries (and markets) in which it operates. Compliance with these competition and antitrust laws is important to our business success, because they promote properly functioning, fair and open markets, and ensure that contracts are awarded on the basis of quality and performance rather

than due to improper conduct. In addition, non-compliance with competition and antitrust laws can lead to extremely high costs and severe sanctions.

To ensure that all Employees comply strictly with competition and antitrust regulations, AustroCel regularly conducts antitrust compliance training and courses. In addition, AustroCel has its own antitrust compliance guidelines, which form an integral part of our Code of Conduct. All Employees are obliged to comply with the antitrust compliance directive.

9. COMMUNICATION

AustroCel promotes open and respectful communication. All Employees should be able to seek advice or express objective concerns without having to fear any negative consequences. If Employees have concerns or are not sure how to behave in a particular situation, they can always contact their supervisors or the finance department. All questions and concerns are taken seriously, treated confidentially, and investigated quickly.

10. DATA PROTECTION AND INFORMATION SECURITY

AustroCel respects the rights of its Employees and the rights of third parties regarding their personal data. The company takes the necessary precautions to ensure that personal data is only collected, processed and used in strict compliance with the applicable regulations and the collection, processing and use are necessary for defined, clear and legitimate purposes.

When using data, AustroCel ensures that the use is transparent for the persons concerned and that their rights to information and correction and, if necessary, to objection or deletion are preserved.

AustroCel is committed to ensuring an appropriate standard of information-processing security to ensure the confidentiality, integrity and traceability of sensitive information and to prevent unauthorized use.

11. HEALTH AND SAFETY IN THE WORKPLACE, AND ENVIRONMENTAL PROTECTION

Every employee should be familiar with and comply with the applicable laws, regulations and internal company guidelines on occupational safety, health and environmental protection. All Employees are called upon to be constantly vigilant in order to be aware of possible dangers in their work and working environment—both in their own interest and in the interest of their colleagues.

Safety in the workplace is a top priority for AustroCel. We ensure safe working conditions that comply with the applicable regulations for occupational safety and health. We comply with occupational safety regulations and regularly review safety standards to ensure safe operation and avoid health and environmental risks. Our Employees are informed about the relevant regulations and instructed to observe said regulations.

Compliance with the laws and regulations applicable to environmental protection is a task and obligation for all of us. We therefore pay particular attention to the responsible use of energy, water, materials and raw materials.

Sustainable growth, which guarantees the protection of the environment, the conservation of the natural resources and respect for the living conditions of future generations, has a high priority for AustroCel.

12. WORKPLACE BEHAVIOUR AND COMPLIANCE WITH SOCIAL STANDARDS

AustroCel supports the objectives of the International Labour Organisation (ILO) Declaration of Principles. These include freedom of association, the right to collective bargaining, the elimination of forced and child labour and the prohibition of discrimination in employment and occupation. AustroCel is committed to upholding the principles of equal opportunity in the hiring and promotion of Employees as required by the relevant law. In addition, we respect the rights of Employees to equal treatment regardless of parentage and nationality, religion and belief, gender and sexual orientation, political or trade union activity, age, illness or disability or other personal characteristics. Discrimination is not tolerated at AustroCel.

13. PREVENTION OF FRAUD

Fraud is a deliberate deception or misrepresentation of information to obtain a pecuniary advantage. AustroCel does not accept fraudulent actions under any circumstances.

Fraudulent acts can usually be avoided by complying with the systems and controls that AustroCel has introduced so that no person has sole control over funds, deliveries or records. If a team member learns of a possible fraud case, this must be reported immediately in order to enable a rapid intervention. No attempt should be made to cover up or ignore possible cases of fraud. For the company, early recognition and elimination of the problem is always better than discovery at a later point in time.

Fraud and similar criminal offences will be reported to the appropriate authorities without exception.

14. OFFENCES

All Employees must ensure that they understand this Code of Conduct and that their conduct and that of their subordinates is always in accordance with it and the other rules and guidelines applicable in our company. Violations of the Code of Conduct or other regulations and guidelines applicable in our company can have serious consequences for our company's reputation, business relationships and financial situation. If the circumstances justify it, AustroCel may be required to initiate civil or criminal proceedings and to take measures under labour law even including the termination of the employment relationship.
