



DIRKRA Engineering UG

Code of Conduct

Guidelines for good conduct in the company

01.01.2021

Dear colleagues,

The success of our business is based on many factors. In addition to the excellent quality of our work and our team spirit, these factors also include the ethical responsibility of our company.

We would like to provide you with the certain knowledge that you work in a company which meets the ethical and legal requirements of the modern world. In order to achieve this goal, we need your support.

Our code of conduct should help you to understand what is required of you. This code represents not only the requirements we place on ourselves, it is at the same time also a promise to our business partners and other third parties who come into contact with our company's work.

Please consider this code of conduct to be basic guidance. It cannot act as a substitute for knowing precisely the legal requirements that apply specifically to your place of work. The same applies for special guidelines that apply in our company. Laws too are subject to constant change, and this might make an amendment to our code of conduct necessary.

You all contribute towards ensuring that our company is not enjoys economic success, but also acts in accordance with the law.

We thank you expressly for this!

Darius Krahe
Managing Partner

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1. General

1.1. Objective

The success of DIRKRA Sondermaschinenbau GmbH („DIRKRA“) depends greatly on all of its employees giving consideration to and implementing DIRKRA’s corporate values at all times, wherever they may be. This code therefore applies to all employees of DIRKRA.

The code should help us to implement the values and achieve the objectives of our company in our daily work. The code also includes standards for conduct and norms which should enable us to meet our legal and internal obligations.

It includes information on how we should deal with issues such as invitations, data protection, competitors, product quality and financial integrity.

We are all jointly responsible for ensuring that this code is implemented and complied with. We do not consider business results to be more important than behaving with integrity. If we do not bear this in mind, this can result in considerable losses for employees and for the company. This is why management monitors compliance with the code and its requirements.

1.2. Your points of contact

For all questions concerning this code and any other legal matter, you can contact the following:

1. your superior and/or
2. management and/or
3. the Compliance Hotline

You can ask the Compliance Hotline questions anonymously.

1.3. We accept responsibility!

- It is of utmost importance to our company that we know and comply with the laws,

regulations and company policies which are relevant for our area of responsibility.

- In cases of doubt, we will inform our contact (see **Fehler! Verweisquelle konnte nicht gefunden werden.**).
- If we notice any potential non-compliance or problems, we will inform our contact of this (see **Fehler! Verweisquelle konnte nicht gefunden werden.**).
- If someone asks us to behave in a manner which we consider to be wrong, we will inform our contact (see **Fehler! Verweisquelle konnte nicht gefunden werden.**).
- We take the greatest possible care when selecting and contracting third parties (agents, suppliers, business partners, etc.). We ensure that they comply with the laws, regulations and principles of this code in their business relationship with DIRKRA.

- DIRKRA will take appropriate disciplinary action, which may include dismissal, if an employee does not comply with this code, the company policies or legal obligations in respect of conduct or if an employee fails to obtain the necessary advice concerning this or fails to report any problems that arise to the responsible position. The same applies for superiors and the individual management levels in cases of a lack of care, supervision or help.

1.4. There is no such thing as a stupid question!

We do not hesitate to ask for advice in cases of doubt and report any identified cases of non-compliance of laws or company policies. We can report to a number of contacts (see **Fehler! Verweisquelle konnte nicht gefunden werden.**).

Persons who ask for advice or who report any suspicions do not have to fear any action being taken against them by DIRKRA. Our company is primarily concerned with ensuring that potential problems are addressed quickly. The main objective is to ensure laws are complied with and to protect the company.

1.5. Your conduct as a superior

- Be a role model and ensure that our customers trust us and that the company policies are reflected in your activities.

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- Provide your staff with the working environment that they need and provide them with the necessary training and resources to protect the company and yourself against breaches of the law. Always encourage your staff to ask for advice, both from yourself and the Compliance Hotline.
 - Create an open and encouraging working environment in which staff do not have the feeling that any non-compliance or the reporting of such will result in unforeseeable or unreasonable reprisals. Be reliable and predictable.
 - Report any cases of serious non-compliance that you notice immediately to management or the Compliance Hotline. Follow up shortly after doing so to check whether your query is being dealt with properly and whether it is being resolved appropriately.

1.6. Make the right decision

The following criteria should help us to make the right decisions in our everyday working lives:

- Have I complied with the laws and the company rules? Is the decision consistent with the company's values?
- Am I authorised to make such a decision?
- Is the decision solely in the interests of the company or do I have any conflicting interests?
- Do I have all of the information required to make such a decision?
- Can my decision result in damage to the company's reputation?
- Would a third person also consider my decision to be appropriate? How would my conduct come across in a newspaper report?

1.7. The Compliance Hotline

You can use the Compliance Hotline

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- to ask it questions
 - to report existing problems, breaches and cases of non-compliance.

The following circumstances must be reported:

- breaches of the law, accounting or control requirements,
- breaches of this code and
- any other conduct which appears to you to be dubious from an ethical, moral or commercial point of view.

The contact details for the Compliance Hotline are as follows:

Jesko Trahms, lawyer, 0211 88 29 29
trahms@mkrg.com

We can call anonymously to ensure absolute confidentiality. Even if we give our name when reporting to the Compliance Hotline, our query will be dealt with confidentially, unless mandatory legal regulations make it necessary to report our name in exceptional cases during for example a court case or an investigation by the public prosecution service. Reporting to the Compliance Hotline will under no circumstances result in any disadvantage in the workplace or any other reprisals.

Our call will be taken by a person who has received appropriate training for this. We will be given a case number, which we will be able to use later to enquire about the progress of the case. Action will be taken to ensure that the responsible member of staff or management will look into our report properly.

2. DIRKRA's business relationships

2.1. General

- We would like to be viewed by our business partners as the company which is best at meeting its requirements. For this purpose, each one of us will make the customer relationship and knowledge about the customer a priority. We will focus closely on the customer's needs and act in a results-oriented manner. We will always clearly define the

targets to be achieved with the business partner.

- Particularly when dealing with our business partners, we must also comply with all of the applicable laws, regulations, customs and practices as well as the requirements advised by the customer. Any breaches may harm DIRKRA's reputation.
- In particular when dealing with the public sector (official authorities such as the German armed forces) we must bear in mind that strict conditions apply here for business. Breaches of these may not only result in the invalidation of the contract, but also result in further financial consequences for DIRKRA.
- We document the business-related content of meetings with customers so that we and other authorised persons in the company have access to it.
- We only provide our business partners with truthful and full information about our products and services.
- If investigations are made by official authorities, we inform management immediately.

2.2. Corruption

The acceptance and granting of gifts within existing business relationships is customary and in principle allowed provided they are within certain limits. If these limits are exceeded, the persons involved will be suspected of bribery/accepting bribes (corruption).

Corruption represents a social problem in many industries and countries and is also a serious breach of the law in most countries which normally also results in long terms of **imprisonment**. DIRKRA **rejects and does not tolerate corruption**. This applies not only to the bribery of public officers, but also the employees of commercial companies who may commit the bribery offence or be the target of bribery.

Bribery is not only condemned by society, it also represents a massive economic problem for any company affected by this. In addition to the imprisonment of the employees involved and considerable fines for the company, it can also result in the company concerned being excluded from invitations to tender.

For our company the following applies:

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- We show through our conduct that we do not tolerate corruption.
 - We discourage any attempt of corruption.
 - If we suspect that someone will ask us for preferential treatment which is in breach of duty, we will take a witness to the meeting.
 - We separate our business and private lives.
 - We comply with the internal guideline on the granting and receiving of gifts.
 - If there is any doubt concerning the admissibility of the gift, we first consult our superior.

Gifts can also be considered to be a pecuniary benefit and therefore also have tax consequences.

2.3. Agreements with competitors

Laws worldwide prohibit competitors from making agreements with competitors to set certain conditions for the supply of work services, services or other products (so-called non-competition agreements). The same applies for the dividing up of customers or regions or even for the boycotting of certain customers. Here any form of agreement, whether in writing, verbal or tacit (so-called gentleman's agreement), is prohibited.

What this means for us:

- We do not make any anti-competitive agreements with competitors, suppliers or any other business partners.
- We take care when contacting competitors not to disclose information about ourselves or our contact partners which might allow conclusions to be drawn on present or future business activities. This includes in particular information about corporate strategies, pricing, costs and profits.
- If third parties should approach us with any such intention, even if this is only mentioned as an aside or indirectly, we must end the discussion about this issue immediately and inform the respective business partner that we will not discuss it. Any such incident must be reported to management immediately.
- We are also not allowed to discuss such issues in joint ventures or trade associations outside of the company or on industry committees. If such issues are addressed in associations, we refuse to take part in such discussions until it has been clarified that we are allowed to do so.

Any deviations from this are only allowed with management's consent.

2.4. Company and business secrets

Confidential information is any information about DIRKRA, customers and business partners of DIRKRA which is not known to the public or has been disclosed to our company on a confidential basis.

This can even include the existence of a contractual relationship with a customer. The disclosure of confidential information is prohibited during and after the termination of the contract of employment and in cases of doubt is only allowed with the approval of the relevant superior. Even with the superior's approval, information is only allowed to be disclosed persons who have a justified and appropriate interest in the disclosure of this information (need-to-know basis).

The obtaining of the confidential information of third parties (e.g. competitors and customers) without the consent of these parties may even result in prosecution. This would be the case for example if we request an employee recruited from a competitor to obtain its customer or costing data before he leaves the competitor. In cases of doubt, we will inform our contact (see **Fehler! Verweisquelle konnte nicht gefunden werden.**).

2.5. Export control

In the international exchange of goods there are many restrictions. Often security reasons are behind these.

When we export products, we check whether they might possibly be subject to export controls. In cases of doubt, we have to obtain advice. We will ask for this from our contact (see **Fehler! Verweisquelle konnte nicht gefunden werden.**).

Particularly with exports, management must be informed immediately of any anomalies (e.g. manipulated packaging, suspected deviations of the product from its description), illegal or suspicious activities. Management will then decide whether the responsible customs authorities and any other government agencies should be involved.

3. Internal conduct in the company

3.1. Prevention of discrimination

DIRKRA is part of a global world and an international and multicultural society. We stand for equal opportunities and against any form of discrimination due to race, religion, skin colour, ethnic or national origin, age, disability, gender, sexual orientation, marital status or similar factors. We bear this in mind not only in our work, but also when selecting applicants.

DIRKRA undertakes to offer its employees and freelance workers a place of work where they do not have to fear any harassment or abuse. Every employee or freelance worker is required to contribute towards this.

3.2. Health and safety in the workplace

Every employee has the right to a safe workplace. This helps DIRKRA to prevent accidents at work and protects the health of our employees. We are vigilant and will inform our contact immediately (see **Fehler! Verweisquelle konnte nicht gefunden werden.**) if we notice any risks.

3.3. Data protection

DIRKRA is aware of the particular importance of data protection and data security. The company continually reviews the application of its data protection and data security rules and their practical implementation and updates them when necessary.

Personal data is only collected, stored, processed or used in any other way if this is permitted by law or with the consent of the person concerned.

DIRKRA stores the personal data of employees (including freelance workers) and natural persons who are employed at customers and other business partners to the extent permitted by law.

Every employee of DIRKRA must ensure, in addition to complying with other internal rules, that personal data is processed properly and in accordance with the law. In cases of doubt the Data Protection Officer is to be involved.

3.4. Our obligation towards our shareholders

All employees of DIRKRA have an obligation towards the shareholders to protect their investments and to always act in the interests of the company.

Management has an obligation as part of its responsibilities to identify and assess risks. This also includes protecting the company's assets and ensuring the accounting is performed correctly.

Every employee shares responsibility for this. Internal controls are to be supported by every employee unconditionally.

3.5. Handling of business documents

Every employee should only allow information which to the best of their knowledge and belief is correct to appear in business documents.

Business documents include among other things:

- product information,
- accounting and financial records,
- contracts and
- any other documents and data relating to the company's business

regardless of whether they are in paper or electronic form.

The same applies for information which is presented to auditors, regulatory authorities or other third parties in order to meet private or legal obligations. Such information must not be misleading or manipulated in any way.

3.6. Protection of assets and intellectual property

Everyone is required to be vigilant and prevent theft, misappropriation, fraud, deception and other crimes of a financial nature. This rule applies equally to the assets of DIRKRA as well as the assets of third parties.

DIRKRA has many company and business secrets as well as extensive technical know-how. We treat DIRKRA's intellectual property with care. We take care to ensure that this does not fall into

the hands of third parties due to carelessness. We will immediately inform our contact (see **Fehler! Verweisquelle konnte nicht gefunden werden.**) if we think that our company's intellectual property rights are being infringed by a third party.

3.7. Conflicts of interest

All employees of DIRKRA have a duty of complete loyalty towards the company. A breach of this duty occurs if we act in a way which is in conflict with the interests of the company or at least might result with a certain degree of probability in such a conflict of interest. Even only potential conflicts are to be disclosed promptly. Any such activities may only be continued after the responsible persons in the company have been consulted.

A conflict of interest may arise if an employee performs an act with the intention of achieving a profit for himself or a related party and these activities may result in a conflict with existing obligations towards DIRKRA. The following are examples of possible conflicts of interest (this is not a conclusive list):

- Services for a customer or a potential customer or for its employees.
- Acceptance of a job at a customer or supplier of DIRKRA.
- Acquisition of a significant interest in customers or other business partners (including suppliers) of DIRKRA.
- Activities which are in competition with the business activities of DIRKRA.
- The unauthorised use of DIRKRA's property or business secrets.
- The acceptance of benefits or gifts from third parties which can no longer be described as reasonable.
- The acceptance of one of the aforementioned jobs by a family of the employee concerned.

Basically, we voluntarily disclose conflicts of interest involving ourselves or our family members and do not wait until we are specifically asked to do so.

3.8. IT security

Our modern everyday working life is immersed in IT. This makes it easier for us to handle information, but it also creates new risks. It can often be abused and cause damage to the company. Risks include viruses, Trojan horses and spam to name just a few.

We familiarise ourselves with and comply with the applicable data protection regulations. We

always ensure in particular that the IT systems used by us are adequately protected against access by third parties.

We are aware that email is not a secure means of communication. Confidential information should therefore only be sent by email in exceptional cases.

All employees use the IT systems provided by DIRKRA. In particular we do not store any content from the internet or other third systems in DIRKRA's network for non-work-related reasons. We refrain from any illegal use of our IT systems.

If we are active in social networks, we take care to ensure that as little information as possible concerning our working environment can be identified in these social networks by third parties not known to us. Most social networks provide appropriate settings for this purpose. We also do not disclose our contacts in these networks to third parties in order to protect us from any fishing for or misuse of data.

4. DIRKRA's social responsibilities

4.1. Human rights

Ethical conduct is a cornerstone of our activity. DIRKRA respects human rights worldwide, as laid down in the Universal Declaration of Human Rights of the United Nations and the European Convention for the Protection of Human Rights. We reject in particular any form of forced labour and illegal child labour.

4.2. Protection of the environment

The environment is the essential resource for all of us. Its protection is important to our company. It is our constant goal to reduce emissions and fuel consumption and to improve production methods.

The environment is also protected by numerous laws. Pollution of the environment may result in significant losses for the company. We are therefore expected to always use substances and materials carefully. If we should notice anything here, we will immediately inform our contact (see **Fehler! Verweisquelle konnte nicht gefunden werden.**).

4.3. Product safety

People regularly come into contact with our products. Product defects may therefore in a worst-case scenario result in serious injury to life and limb as well as material damage. It is our duty as a company to work to prevent such injuries.

We take into account all legal and technical requirements and standards relating to product safety. We routinely keep up to date with the latest technological developments. It is also our duty to anticipate the incorrect use of our products. We therefore always question product safety, risk warnings and whether the product information is complete and understandable.

We do not compromise when it comes to product safety! If we subsequently think of any product risks, we will inform our contact immediately (see **Fehler! Verweisquelle konnte nicht gefunden werden.**). A decision will then need to be made as to whether a product recall takes place or whether other measures are to be implemented.

4.4. Corporate communication

DIRKRA places importance on precise and uniform communication. Public relations work is solely the responsibility of management. Management must therefore always be informed before any public relations work is performed or if interview questions are asked. You must under no circumstances give opinions independently.

4.5. Investigations by official authorities

In cases of doubt, we inform representatives of official authorities or representatives of the public prosecution service during their investigations that we first of all need to consult with management or an external consultant before we provide the information they desire.

We are not allowed to make statements directly and without legal advice in the event of investigations by official authorities. In any event, management must be consulted beforehand.