



BUSINESS PARTNER POLICY – October 2022

OBJECTIVE AND SCOPE

Baerlocher GmbH and its subsidiaries (collectively “Baerlocher” or “Baerlocher Group”) have developed and adopted a Code of Conduct (“CoC”). The regulations incorporated therein require every Baerlocher director, officer and employee of Baerlocher (“employees”) to observe the applicable laws and our high standards of business and personal ethics as they carry out their duties and responsibilities. Baerlocher expects all employees to adhere to the CoC and all policies set out therein, including this Business Partner Policy, and to assist Baerlocher in ensuring group-wide adherence to the highest standards of ethical behavior and to immediately report any suspected legal violations and any other breaches of compliance.

This Business Partner Policy is referred to in the CoC and establishes regulations that we expect our business partners to observe in order to continue conforming to our standards and high ethical values as well as the applicable standards and laws under which we conduct business with our partners worldwide. It applies to distributors, agents, suppliers and all other business partners (hereinafter referred to collectively as “Business Partners”). Our Business Partners are responsible for instructing their employees, representatives, officers and (sub)contractors accordingly and for actively ensuring compliance with the provisions of this Business Partner Policy.

This Business Partner Policy explains what Baerlocher expects from you as our Business Partner with regard to business ethics, human rights, business practices, employee relations, health and safety and other topics related to sustainable and responsible business practices. It forms part of Baerlocher’s compliance management system. We believe it is important to choose responsible Business Partners. We work closely with our Business Partners to make improvements with respect to our social and ethical performance.

REGULATIONS

We consider the following regulations to be essential requirements for conducting business with Baerlocher.

BUSINESS PARTNER PRACTICES

Integrity

Our Business Partners are expected to conduct their business in a professional manner at all times in accordance with the standards set forth in all applicable national and international laws and regulations, recognizing that Baerlocher’s requirements may sometimes exceed those standards. Our Business Partners and all persons acting on their behalf must act with integrity and fairness in all aspects of their business.

Fair competition

Our Business Partners and all persons acting on their behalf must comply with national and supranational antitrust and competition laws. They must not enter directly or indirectly into any illegal agreements with their competitors nor exchange sensitive information, e. g.



regarding markets, customers, strategies, prices and the like. Our Business Partners and all persons acting on their behalf must strictly follow the applicable laws and regulations when participating in public tenders and private sector bidding procedures.

Conflicts of interest

Our Business Partners must inform Baerlocher if any Baerlocher employee has, to the best of the Business Partner's knowledge, an interest in the Business Partner's business which might cause a conflict of interest. Our Business Partners and all persons acting on their behalf must avoid any conflicts of interest with respect to their private activities, any entities in which they or their close relatives or associates may have an interest, and any business activities with Baerlocher or other parties. Our Business Partners must inform Baerlocher about any conflicts of interest as soon as they become aware of them.

Anti-corruption and bribery

Our Business Partners and all persons acting on their behalf must comply with all applicable anti-corruption laws while conducting business with Baerlocher. Bribery and other forms of corrupt business practices are strictly prohibited. The direct or indirect offer, granting or acceptance of illegitimate benefits to generate, maintain or accelerate business is unacceptable. Our Business Partners must ensure that no such benefits are exchanged in the course of any business conducted by themselves and their subcontractors. Our Business Partners must conduct appropriate risk-based due diligence prior to commissioning any subcontractors to ensure that such third parties comply with all applicable laws.

Gifts and hospitality

Our Business Partners must not provide Baerlocher's employees with any gifts, meals or hospitality that might influence – or appear to influence – an employee's decision in relation to the business between Baerlocher and the Business Partner.

Baerlocher's representatives are not allowed to accept any gifts or hospitality that may influence or appear to influence their business decisions. Baerlocher's employees are expected to pay for their own travel and accommodation when visiting our Business Partners.

Books, records and tax

Keeping accurate books and records as well as declaring taxes and duties is part of running a lawful and transparent business in a sustainable way. Baerlocher expects its Business Partners to comply with all applicable laws and accounting rules in this respect.

Data protection

Our Business Partners must comply with all applicable data protection laws when collecting, processing, storing or otherwise handling the personal data of any individuals, including their own employees and the employees of their customers, suppliers and Business Partners.

OCCUPATIONAL HEALTH AND SAFETY

Our Business Partners must take the necessary steps to ensure a safe and healthy working environment for all their employees.



As part of this effort, our Business Partners must regularly monitor and improve their working environment. Every Business Partner must also have a senior manager within their organisation who is directly responsible for health and safety. All Business Partners are expected to provide relevant information to enable Baerlocher to fulfil its obligations regarding occupational health and safety.

FAIR LABOUR PRACTICES

Baerlocher expects its Business Partners to treat their employees and all persons acting on their behalf according to the highest ethical standards. Our Business Partners must adhere to national and international laws and conventions in the area of fundamental rights, including non-discrimination, freedom of association, the right to collective bargaining, protection of children and mothers and the right to form works councils. Furthermore, our Business Partners must not use or threaten to use corporal punishment or other forms of abuse.

If required by local law, all employees of our Business Partners must have an employment contract. Our Business Partners' working hours must comply with national laws and local industry standards; their wages / salaries and other benefits must be fair and at least equal to the minimum relevant legal and industry standards.

CHILD LABOUR AND FORCED LABOUR

Our Business Partners must take measures to ensure they do not engage in or support the use of child, forced or bonded labour. This includes all forms of human trafficking and working against one's own will or choice. No employee must be forced to lodge deposits or identity papers when commencing employment. If a Business Partner uses a staffing recruiter or agency, under no circumstances must workers be charged fees or expenses related to their recruitment. Our Business Partners must also proactively prevent all forms of child labour or exploitation in their sphere of influence.

DISCRIMINATION

Baerlocher expects its Business Partners to adopt and enforce policies that effectively prohibit discrimination or harassment on the grounds of gender, marital or parental status, ethnic or national origin, sexual orientation, religious belief, political affiliation, age, disability, or membership in a trade union or employee organisation.

REPORTING MECHANISMS

Baerlocher expects its Business Partners to have effective reporting channels in place through which their employees can report complaints and grievances about their working conditions without fear of retaliation.



ENVIRONMENTAL PROTECTION

Baerlocher expects its Business Partners to act in an environmentally responsible manner at all times, and to at least fully respect all applicable provisions under environmental law and ideally to go above and beyond such legislation. Baerlocher requires its Business Partners to make continuous improvements with regard to environmental protection and to minimise the environmental impact and pollution generated by their activities.

CONFIDENTIAL INFORMATION

Any confidential information belonging to Baerlocher that is not publicly accessible must not be disclosed to anyone other than those for whom it is intended. Our Business Partners must ensure that confidential information is not obtained by unauthorised parties.

LEGAL COMPLIANCE

All our Business Partners are obliged to comply with all laws and other regulations within the applicable legal systems.

Baerlocher has issued a policy statement with respect to human rights (**Policy Statement with respect to Human Rights**) and a policy statement with respect to environment (**Policy Statement with respect to Environment**) that are available in their newest version at the Baerlocher website.

REPORTING OF DEVIATIONS

All our Business Partners must report any suspected or actual material breach of their duties under this Business Partner Policy by reaching out to their contact at Baerlocher or using the contact details provided in this Business Partner Policy. The same applies to any suspected or actual breach of duty by their (sub)contractors. If our Business Partners or any of their (sub)contractors fail to comply with the requirements set forth in this Business Partner Policy, the Business Partner in question must take the appropriate action to remedy the breach and prevent a recurrence of such breach in the future.

VERIFYING COMPLIANCE WITH THIS POLICY

Baerlocher or an external auditing company selected by Baerlocher shall have the right to assess the Business Partner's compliance with this Business Partner Policy, especially but not limited to compliance with the rules on Human Rights and Environment and gain access to all relevant documents, information and premises without delay. Baerlocher will inform Business Partner on date, time, location and modalities of such audits beforehand, taking due consideration of each Business Partner's commercial interest.



CONSEQUENCES OF DEVIATIONS AND BREACHES

Subject to applicable law, any underlying contract and this Baerlocher Business Partner Policy, any Business Partner found in violation may be subject to legal action, up to and including termination of the underlying contract. Baerlocher reserves the right to terminate the business relationship with the Business Partner in the event of (repeated) breaches or deviations from this Business Partner Policy.

REPORTING SUSPECTED BREACHES

If you become aware of a suspected or actual violation of the law, the CoC or any other Baerlocher policy, or if you suspect such a breach (“breach of compliance”), we expect you to immediately report the suspected breach of compliance to us. Reporting any suspected breaches of compliance in good time, helps to protect Baerlocher, its employees and our community from financial loss and other significant forms of damage and injury, thereby ensuring the long-term success of our company.

You can do this by contacting the Group Head of Compliance at Baerlocher or by entering the relevant information in our electronic whistleblowing system (“EQS Integrity Line”), which you can access on the Baerlocher website.

CONTACT DETAILS

Group Head of Compliance:
Michaela Fröschl, LL.M.
Freisinger Str. 1, 85716 Unterschleißheim, GERMANY
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EFFECTIVE DATE AND PREVIOUS DIRECTIVES

This directive enters into force on October 1, 2022 and replaces all other directives.



CONFIRMATION OF COMPLIANCE BY THE BUSINESS PARTNER

We, the undersigned, hereby confirm that:

- We have received the Business Partner Policy and acknowledged its contents.
- We are familiar with all the relevant laws and other regulations in the countries in which our company operates.
- We have understood the Business Partner Policy and will ensure compliance.

(Place / date)

(Company stamp & signature of Business Partner's management)