

## CODE OF CONDUCT

Treofan is committed to the lawful and ethical conduct of its business. This Code of Conduct is a key element of Treofan's corporate compliance system and shall help all employees and other stakeholders to meet their obligation to obey all applicable laws and corporate guidelines in their work for Treofan. However, this Code of Conduct cannot cover all conceivable situations and describe all the particular rules that must be followed. Stricter standards may apply under the laws of some countries. In cases of doubt, employees should contact the Compliance Officer, the legal department, Human Resources or Internal Audit for specific guidance.

### **Respectful Working Conditions: No Discrimination**

All Treofan employees have the right to work in an environment where each person is treated fairly and respectfully, and they have the obligation to create and maintain such a work environment. No person shall be disadvantaged or harassed because of race or ethnicity, colour, nationality, religion, ideology, gender, age, physical characteristics, appearance or sexual orientation.

### **Integrity in Business Dealings: No Corruption and Conflicts of Interest**

Treofan employees are strictly prohibited from attempting to unlawfully influence business partners or public officials. The granting or acceptance of any favour or gift (including entertainment and gifts given indirectly to friends, relatives or associations) must take place in compliance with the legal rules applicable to both parties. In case of doubt, the legal department should be contacted. Always unacceptable are gifts made in cash or cash equivalents and gifts made in connection with the negotiation, award or performance of a contract.

Treofan employees must not allow personal, private or outside interests to influence business decisions. Potential conflicts of interest must be reported to both the supervisor and the Compliance Officer. Conflicts of interest can arise in particular if an employee or a close relative of an employee serves or owns a major stake in a third-party organization that has a direct or indirect business relationship with Treofan, if an employee engages in an outside activity that is competitive with Treofan's business, or if an employee hires a spouse or other close relation.

## **Fair Competition: No Antitrust Violations**

The countries and regions in which Treofan does business have strict competition laws to prevent activities that could limit free trade. The major forms of antitrust violations are price fixing, allocating market shares, agreements on production capacities, allocating geographical markets, allocating customers, dictating a customer's resale price or tying distributors to restrict their sourcing. Treofan employees may therefore not have any direct or indirect discussions with competitors, share sales data or other commercially sensitive information, or enter into any express or implied agreements with a competitor regarding pricing, terms and conditions of sale, customers, markets, suppliers, employment conditions or any other important aspect of the company's business. If a Treofan employee is engaged in a conversation or meeting with a competitor where sensitive or inappropriate commercial information is discussed, he or she must end the conversation, leave the meeting immediately and report the incident to the Compliance Officer or the legal department.

Competition laws are complex and can involve more than one jurisdiction. All distribution, licensing and pricing agreements must therefore be reviewed by the legal department to ensure compliance with all applicable laws. Particular attention is required in those business segments in which Treofan possesses a high market share.

## **Trade Compliance**

Treofan, as an international company with suppliers and customers in numerous countries, is committed to complying with all applicable export, import and trade compliance laws. These laws are complex and include embargoes, trade sanctions, customs, and country of origin regulations. Treofan's employees must engage the legal department as needed to ensure compliance.

Treofan also requires strict compliance with national and international laws and regulations to prevent money laundering and criminal financial transactions. Its employees must perform the necessary "know your customer" checks and ask for the support of the legal department in case of doubt.

## **Accounting and Audit**

Treofan requires that all costs, receipts and disbursements must be promptly and accurately recorded and that its records disclose the nature and purpose of all transactions. Treofan fully cooperates with internal and external auditors and discloses to them all required information in a timely, complete and accurate fashion so that they can help to ensure compliance with these principles.

## **Data Protection**

The company respects the privacy of employees and contractual partners. Personal data may only be collected, processed or used if and to the extent that this is necessary for specific, clear and legal purposes. In addition, personal data must be safely stored and appropriately protected against unauthorized access. The use of personal data must be transparent for the affected person and the latter's right to obtain information, to object to the use of personal data and to demand their blockage and deletion must be respected.

## **Information Security and Ownership of Intellectual Property**

All business-related information that has not been officially published by Treofan must be protected against unauthorized access by third parties. This applies in particular to trade secrets, technical know-how and new knowledge. Proper legal protection through non-disclosure agreements or, if possible and appropriate, patent applications must be assured with the support of the legal and patents departments before information is passed on in any form. Existing guidelines, for example on the handling and storage of product recipes and on the secure use of IT equipment, must be followed at all times.

As an innovation-driven company Treofan values the results of research and development work highly. Treofan's employees are expected to respect the valid and legally recognized property rights of third parties and must not use them without permission. Treofan supports initiatives to prevent the manufacture and sale of counterfeit products.

## **Use of Corporate Assets and IT Systems**

The assets of the company (machines and equipment, inventories, vehicles, office supplies, documents, files, electronic storage media) may only be used for business purposes unless their use for other purposes is expressly approved. Employees permitted to dispose of corporate assets must assure that such disposals are made exclusively in the best interest of the company.

An improper use of email and the internet through the company's IT systems that may damage Treofan's reputation and cause financial losses is not permitted.

## **Sustainability: Environment, Health, Safety (EHS) and Social Responsibility**

Sustainability is an integral part of Treofan's business strategy. Treofan can only achieve lasting commercial success and create long-term value for its stakeholders if economic growth is balanced with ecological and social responsibility in all corporate activities.

As part of its commitment to sustainability Treofan will provide a safe and healthy workplace for all of its employees, contractors and visitors. Treofan respects internationally recognized employment standards and will not use child labour or forced labour. Minors will only be employed if such employment is for their benefit (internships, apprenticeships). Treofan recognizes and respects the employees' freedom of association and their rights to collective bargaining and to elect their representatives. It is Treofan's policy to only work with suppliers who are committed to the same standards.

Treofan is also conducting its business in strict compliance with all rules and regulations that protect the environment. The company is committed to minimize the consumption of water and energy. It has implemented an audited energy management system.

Treofan's employees are bound to follow the EHS policies that have been established at its various plant and office locations. These include a general duty of care to protect their own health and safety as well as that of other employees and contractors, the obligation to minimize harm to the environment and the use of water and energy and strict rules on the reporting of accidents and unsafe conditions and behaviours.

Treofan is aware that respect for the social needs of present and future generations are an essential part of a sustainable development. Treofan's employees are encouraged to be involved in community activities in the areas in which they live and work.

## **External Communication**

Any business-relevant information to public media may only be communicated by authorized employees. Whenever information is communicated to any person outside the company, the principles of transparency, timeliness, openness and clarity must be observed.

## **Violations**

Each violation of compliance ultimately harms the company which may be subject to criminal or administrative penalties, civil damages, a seizure of profits, an exclusion from contract and business relationships and reputational harm as a consequence. Employees who violate the principles set out in this Code of Conduct face serious consequences. Depending on the facts and the seriousness of the infringement, these may include personal charges and fines or sanctions under labour law like the possible termination of employment.

## **Reporting**

If an employee becomes aware of a potential compliance violation, he or she is encouraged to report the pertinent facts to his or her supervisor, the Compliance Officer, the legal department, Human Resources or Internal Audit. The company will ensure that no

employee suffers any disadvantage because he or she reported a possible compliance violation in good faith. The identity of the reporting person will not be unnecessarily revealed. If the reporting employee is himself/herself involved in a violation, any timely assistance given to investigate the matter and to avert further damage to the company will be considered in determining any action to be taken against that employee.

## **Scope**

As from 1 September 2017, this Code of Conduct is applicable to all directors, officers and employees of all Treofan Group companies. Each individual will be asked to acknowledge the Code and the obligations it clarifies in writing.

Raunheim, 18 August 2017

Dr. Walter Bickel  
CEO Treofan Group

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General Counsel and Compliance Officer