



ZOLLERN

Solid metals. Fine solutions.



ZOLLERN Fair Play

Code of Conduct for the ZOLLERN Group

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This Code of Conduct applies worldwide, from employees to the Managing Director, for all company areas and affiliated companies (with a share of more than 50%) of ZOLLERN GmbH & Co. KG.



Dear Employees,

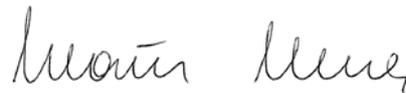
With a history stretching back over 300 years, ZOLLERN has evolved into an internationally recognised and successful company. The key to top performance, profitable growth and success is ultimately based on our corporate structure. Reputation and integrity – how we are perceived and how we conduct ourselves – those are the key components of our success.

The central values of ZOLLERN are laid down in binding terms in the “Code of Conduct for the ZOLLERN Group”. These principles are not exhaustive. Rather, they serve as a guide for proper and lawful conduct within our corporate group.

Unethical or fraudulent behaviour will never be tolerated by ZOLLERN.

If employees are in any doubt or have any questions concerning legally compliant conduct, they can get in touch with the relevant point of contact, first and foremost their superior.

ZOLLERN is committed to maintaining high standards and fair conduct – it is our shared duty to meet this obligation every single day.

A handwritten signature in black ink, appearing to read 'Klaus Erkes', written in a cursive style.

Dr. Klaus F. Erkes, Sole Managing Director of the ZOLLERN Group



Everyone must take responsibility

Compliance means adhering to rules and dealing with one another in a fair manner – fair play concerns us all.

Fair play is fundamentally important, not just in sports but also in business. Fair play demands not only the observing of rules, but also includes responsible behaviour:

- Fair play in dealings with business partners!
- Fair play in dealings with shareholders and our company!
- Fair play in dealings with employees and colleagues!
- Fair play with respect to the common good!

The responsibility of each individual employee in terms of fair play is the key element with which the fair play concept is firmly anchored at ZOLLERN. Each person has the responsibility to ensure that his/her actions and decisions are at all times in accordance with the appropriate legal provisions and internal rules. This Code of Conduct provides support along the way.

Laws and Regulations

Compliance with laws and regulations has top priority at ZOLLERN. All employees are required to know and adhere to the laws and internal guidelines relevant to their area of responsibility. Stricter provisions than those contained in the internal guidelines may apply in individual countries, divisions or markets, or indeed vis-à-vis business partners. In such cases, the stricter provisions shall apply without exception.



We adhere to laws
and regulations.«



Fair play in dealings with business partners

Protection against corruption

»» We refrain from all forms of corrupt behaviour.«

Corruption is forbidden by international conventions and national laws. ZOLLERN refrains from all forms of corrupt behaviour and also avoids even the slightest hint of such conduct. Contributions that may compromise our ability to make objective and fair business decisions shall not be offered, requested or accepted, neither directly nor through third parties. Contributions (e.g. money,

financial benefits in kind, and also intangible contributions such as honours/awards etc.) may only be granted or accepted within the legally permissible framework conditions and in compliance with the requirements of the relevant corporate guidelines.

// Examples



Bribing business partners to win business.

Assigning work to suppliers in return for donations.

Cartel and Competition Law



We are committed to fair competition where performance and quality are decisive.«

ZOLLERN is committed to the principles of the market economy and fair competition without restriction. Our corporate goals are pursued exclusively according to the principle of merit and in compliance with the applicable rules of competition. These include the applicable cartel and commercial laws and the corresponding laws on price-fixing, competition law and consumer protection. This is also expected of competitors and business partners.

// Examples



Discussions with competitors about price, customer and market sharing or tenders.

Abuse of dominant position in the market.

Anticompetitive agreements with suppliers and customers.

Product Quality and Safety



We place particular emphasis on the technical and legal conformity of our products and on the continuous improvement of quality and safety.«

The quality and safety of ZOLLERN products are crucial success factors. ZOLLERN therefore takes into account all related requirements and standards, from the purchasing of raw materials to the delivery of products. Every employee completes the tasks assigned to him/her to the highest standards of quality. Unresolved problems are only ever passed on to other parties if a reliable solution can be guaranteed. Appropriate action shall be taken if safety concerns are identified.

// Examples



Immediate correction of product characteristics that differ from the specification.

Any flaws in product safety are rejected.



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Fair play in dealings with shareholders and our company

Protection of company assets and property



We deal very carefully with ZOLLERN assets and protect them against any offences that might be damaging.«

Company assets and property are treated with the utmost care. Company assets may only be used for business purposes and never for illegal purposes. Company property and equipment may not be

used for private purposes unless expressly permitted by the relevant authority. Any offences that might be damaging (e.g. fraud, embezzlement, misappropriation or theft) and also misuse of assets are forbidden, irrespective of whether the matter concerns an asset belonging to the company or a third party.

// Examples



Intentional destruction of company property.

Deliberate compromise of work processes.

Theft of company property.

Avoiding conflicts of interest



We act
in the interests
of ZOLLERN.«

Every employee must ensure that his/her private interests do not conflict with those of the company. There is a conflict of interests where an employee is involved in activities that may impair his/her objectivity in the performance of his/her professional duties. Such activities include, in particular, secondary employment with business partners and competitors, significant financial interests or shares in or personal relationships with said companies.

The relevant superior must be informed in cases where a conflict of interests exists or could exist or where the appearance of a conflict of interests could be understood.

// Examples



Personnel decision influenced by private interests.

Participation in a selection process where a provider has close ties to a particular person or entity.

Information Security

 We guarantee an appropriate level of information protection.«

ZOLLERN places great importance on the confidential handling of information. Appropriate technical and organisational measures are therefore always taken to protect the confidentiality, availability and integrity of premises, plants and systems. Modern communication technology allows us to co-operate harmoniously with our staff in the company and when in contact with business partners.

However, information should only be made accessible to persons and bodies that need it to do their work.

// Examples



Protection of information through appropriate IT authorisations.

Encryption of confidential data.

Ensuring relevant rooms are protected against unauthorised access.

Data Protection



We observe
the applicable laws
when it comes
to handling
personal data.«

ZOLLERN collects, saves, processes and uses personal data only in accordance with the applicable data protection laws. Documents that contain personal data about employees and business partners are handled confidentially, stored carefully and only shared with authorised persons, provided that the necessary precautions are taken.

// Examples



Access to personnel records is restricted to persons with relevant authorisation or legitimate business interests.

Contact the Data Protection Officer if in doubt.

General Confidentiality

»» We maintain confidentiality with respect to sensitive information.«

In order to ensure the long-term success of the company, innovative developments and specialist knowledge are of particular importance. For this reason, relevant information must be kept confidential at all times and protected against unauthorised access by third parties.

Confidentiality also includes all other internal matters such as details concerning commercial transactions or company figures, unless such information is available to the public. Everyone is obliged to treat all sensitive information as confidential.

If third parties share confidential data with ZOLLERN, then this information shall be treated with the same care as confidential information belonging to ZOLLERN.

// Examples



Disclosure of confidential information to unauthorised third parties.

Inadequate protection of confidential information.



Fair play in dealings with employees and colleagues

Occupational Safety and Health Protection



We place great importance on occupational safety and look after the health of our employees.«

ZOLLERN is committed to health and safety in the workplace. All employees shall observe the relevant regulations on occupational safety and health protection. Preventative measures promote a safe and healthy working environment.

As well as complying with the relevant regulations on occupational safety and health protection, employees are also encouraged to prevent hazards through careful and safety-conscious behaviour.

// Examples



Shortcomings in occupational safety to be reported immediately.

Prompt removal of safety hazards.

Prohibition of unlawful employment, and fair working conditions

»» We observe the statutory provisions on employment and guarantee fair working conditions.«

Work activities through circumvention of statutory obligations to notify, disclose, contribute or keep records (e.g. illicit or illegal employment) are not tolerated at ZOLLERN. All forms of forced labour and child labour are rejected. At the same time, ZOLLERN advocates fair employment relationships.

// Examples



Employment of officially registered staff.

Intentional circumvention of dismissal provisions.

Protection against discrimination and harassment

»» We treat each other with respect and do not tolerate any form of discrimination.«

At ZOLLERN employees work in an environment free from discrimination and harassment. It is therefore not permitted to treat employees and colleagues differently from others due to their actual or supposed affiliation to a certain group or minority. Employees may not be harassed verbally or physically. Furthermore, no form of sexual harassment shall be tolerated.

// Examples



Fair treatment of all employees and colleagues.

Mutual respect in daily interactions.



Fair play with respect to the common good

Customs and foreign trade legislation

»» We adhere to the applicable export control and customs regulations.«

ZOLLERN observes all relevant export control and customs regulations. These include national and international trade control legislation as well as country-specific embargoes. Breaches of these

regulations can lead to severe penalties and damage the image of the company significantly. Even the suspicion of such a breach is therefore avoided.

// Examples



Selling listed goods in embargo countries or to customers on terrorist lists.

Incorrect import or export declarations during cross-border movement of goods.

Accounting regulations



We adhere
to the principles
of orderly bookkeeping
and accounting.«

Transparent financial reporting is a matter of course for ZOLLERN. This applies equally to authorities, in the public arena and in the commercial environment. Records and reports are clear, correct, up to date and complete. They are in conformity with the applicable accounting principles. A high standard of care is expected here.

// Examples



Posting fictitious transactions to boost goal attainment.

False details about revenues, stocks, fixed assets or other, financially relevant information.

Setting up slush funds.

Money laundering

»» We only accept money
from reliable sources.«

Money laundering occurs when financial assets (not only cash) resulting from criminal offences are absorbed into legal financial circulation. Money laundering is an offence in almost all countries where ZOLLERN does business. ZOLLERN therefore takes all necessary measures to prevent money laundering. That is why, for example, sufficient information about the business environment of the business partner, the business partner themselves and the purpose of their intended business must be collected before any transactions are allowed.

// Examples



Notify your superior if you suspect money laundering (e.g. unusual payment methods or unclear beneficiary).

Environmental protection



We protect
the environment and
treat natural resources
responsibly.«

As a responsible company, ZOLLERN advocates environmental protection and works continuously on improving environmental protection and energy saving within the company. To this end, all employees are encouraged to act in a responsible and resource-friendly manner. Furthermore, the provisions on the handling of waste and hazardous substances are observed.

// Examples



Reducing pollutant emissions and saving energy and water.

Proper disposal of waste.

Donating and sponsoring



We make donations and organise sponsoring activities only in accordance with the internal regulations.«

In principle, ZOLLERN only makes donations to organisations that serve a social purpose, are located in close geographical proximity and are not a political party. Donating must not be tied to any quid pro quo.

Sponsoring activities are carried out by ZOLLERN as an instrument of communication. In contrast to donations, the sponsoring partner is expected to reciprocate in such cases.

All donations and sponsoring activities are properly documented and handled in a transparent manner.

// Examples



Donating money to a political party to gain an advantage.

Sponsoring activities alongside organisations with questionable reputations.



Guidelines on decision-making



We also take time in our daily routine to identify and scrutinise critical situations.«

You should ask yourself the following questions if you are confronted with a difficult situation:

- Do my actions and decisions correspond with the relevant legal provisions and internal regulations at ZOLLERN?
- Do I always act and make decisions in an appropriate way and free of any conflicts of interest?
- Do my decisions stand up to critical examination by the public? How would my decisions appear in a newspaper story?
- Do my actions ever cause me any remorse?

Who do I speak to if I have any questions?

In addition to the code of conduct, the corporate guidelines provide further guidance for the interpretation of individual compliance provisions. Should any questions still remain unanswered or if you are in doubt, you should first contact your superior. He/she generally best knows his/her area of responsibility.

Queries on a particular specialist area may be addressed to the specialists in the area in question. The compliance organisation is at your disposal concerning any other questions on compliance at +49 7571 70-733 or compliance@zollern.com.

Where can I report any concerns?

In the event of known or suspected violations of legislation, the code of conduct and corporate guidelines, you can contact your superior or the compliance organisation at +49 7571 70-733 or compliance@zollern.com. In addition to that, you can also consult an external and independent lawyer of trust (ROXIN Rechtsanwälte LLP, Munich office, +49 89 244438600, muenchen@roxin.de) who guarantees your anonymity where desired, even in relation to ZOLLERN.

ZOLLERN takes any piece of information seriously which is given in a person's best knowledge and belief. People who report information in good faith shall not be penalised as long as they themselves have not committed the violation.

How are violations dealt with?

Violations against legal provisions and internal rules can have serious consequences, not just for each individual but also for ZOLLERN. We therefore do not tolerate any misconduct.

Deliberate, unlawful misconduct will be appropriately penalised according to the terms of the applicable laws and company regulations. In each individual case it will be assessed what consequences are appropriate and necessary. This also applies to the implementation of actions for the elimination of weak points.

Where can I find further information?

You can find further information on compliance on ZOLLERN's Intranet at Services/Compliance. The latest version of this code of conduct is available there. The corporate guidelines are available on ZOLLERN's Intranet at Services/Corporate Guidelines.

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www.zollern.com

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