

INTRODUCTION

At schülke, we aim to operate in a way that reflects the highest ethical standards. We operate within a framework of principles, guidelines and policies particularly committed to respecting human and labour rights and to protecting the environment to maximize the long-term sustainability of our business and the communities in which we operate.

Accordingly, schülke strives to conduct business with third parties including suppliers, their parent companies, subsidiaries and affiliated entities, employees, temporary or not, suppliers' own suppliers and subcontractors, as well as anyone who has a business relationship with a schülke company, hereinafter referred to as "Suppliers", who share our commitment to high ethical standards and operate in a responsible and ethical manner complying with the principles described in this "Supplier's Code of Conduct".

schülke is committed to full compliance with the laws, rules, regulations, and schülke principles and policies governing our activities. To strengthen the standards to which we are committed, schülke developed this "Supplier's Code of Conduct" and expects our suppliers to:

- integrate, communicate and apply these principles;
- operate in full compliance with all applicable laws, rules, regulations, and schülke principles and policies;
- be aware of cultural differences and the challenges associated with interpreting and applying these principles globally, and understand the methods for meeting these expectations may vary and must be consistent with the laws, values and cultural expectations of the different societies of the world;
- integrate the principles into a continual improvement approach that advances supplier performance over time.

COMPLIANCE WITH LAWS AND REGULATIONS

schülke suppliers agree to comply without exception to all applicable laws, regulations and international treaties concerning in particular:

- Human, social and labour rights
- Respect for the environment and sustainability
- Business ethics practices including anti-corruption, competition law and international trade compliance
- Asset protection, including information and data.

HUMAN, SOCIAL AND LABOUR RIGHTS

In accordance with the Global Compact principles, the Universal Declaration of Human Rights, the International Labour Organization, and its own ethical principles, schülke expects its Suppliers to:

- support and respect the protection of internationally proclaimed human rights;
- make sure that they are not complicit in human rights abuses;
- uphold the freedom of association and the effective recognition of the right to collective bargaining;
- contribute to the elimination of all forms of forced and compulsory labour including involuntary prison work;

- contribute to the effective abolition of child labour. The age of admission to employment or the minimum working age may not be lower than the compulsory schooling age under applicable laws (generally 15 years of age);
- contribute to the elimination of discrimination in respect of employment and occupation;
- guarantee that all of their employees are able to work in an environment where they are free from the risk of harassment in any form.

Health and safety in the workplace: Considering that all employees have the right to a safe and healthy work environment, free of the risk of violations to their personal integrity, schülke Suppliers agree to enforce laws and regulations aimed at protecting the health and safety of their employees, and to ensure the safety of schülke personnel at their facilities.

Suppliers agree to put in place and maintain an occupational health and safety policy or when appropriate a safety management system. Each Supplier also agrees to track the number of lost time accidents and implements any and all measures aimed at reducing this number.

RESPECT FOR THE ENVIRONMENT

In the frame of the twenty-first session of the Conference of the Parties (COP21) Agreement, schülke strives to contribute to a more sustainable world, respectful of the environment while preserving natural resources.

Therefore, schülke expects its Suppliers to contribute to the efforts and commitments of schülke by complying with applicable environmental protection regulations and by identifying their societal and environmental risks.

Consequently, schülke Suppliers agree to preserve natural resources and biodiversity, structuring their activities and their supply chain, so as to avoid or minimize negative environmental impacts (greenhouse gas and pollutants emissions, wastes...) by endeavoring to continuously improve their products, processes and services with the goal of making them more environmentally friendly.

BUSINESS ETHICS PRACTICES

Avoiding conflicts of interest: Employees of schülke companies are expected to avoid any situation that involves a conflict between their personal interests and the interests of schülke. Working simultaneously for a customer, supplier, or competitor could constitute a conflict of interest for an employee, as could directly or indirectly holding significant interests in such companies. schülke expects its Suppliers to strictly respect these principles during their contact with schülke employees.

Preventing corruption: Employees of schülke companies are prohibited from directly or through an intermediary, allocating, offering or granting to a private individual or an employee or representative of a government entity or instrumentality in any country, unwarranted advantages in any form (including monies or other things of value) for the purpose of obtaining favorable treatment, an advantage in the conduct of business or influencing the outcome of a negotiation involving a schülke company.

Furthermore, no employee of a schülke company may offer or accept any form of payment or remuneration to or from a Supplier. Only those gifts, invitations, or benefits given to or received from a Supplier whose sole aim is to strengthen their brand image and maintain good business relationships may be accepted. Their value must be nominal and consistent with customary business practices, and must not violate the laws or regulations of the country.

Suppliers of schülke companies agree to comply with these principles as well as cause their sub-contractors and

suppliers to do so. They agree to implement a compliance program aiming at detecting and preventing corruption, including internal rules prohibiting and sanctioning corruption practices, instituting an employee awareness-raising campaign and third parties assessment and appropriate control systems.

International Trade Compliance: schülke expects its Suppliers to be compliant with applicable international trade regulations including export controls, embargoes and sanctions, and to disclose any restrictions that may be imposed on the export or re-export of their supplies of products or services. schülke requires its Suppliers to identify any part of the delivery or service that is subject to export regulations at the time of the signature of a contract or the receipt of an order, to provide amendment to such information in the event of a change in export regulations or classifications, and to provide schülke with all information concerning such applicable export regulations.

Suppliers agree to identify the source and trace the chain of custody, insofar as this is possible, of certain minerals such as tantalum, tin, tungsten, and gold used in the manufacture of products supplied to schülke. These control measures will be made available to schülke on request.

Competition law Compliance : schülke requires all of its Suppliers to adhere strictly to the fair trade/competition laws applicable in the countries in which they operate. As a general rule, these laws forbid understandings or maneuvers that could limit or distort competition or trade.

In particular, price-fixing agreements, the manipulation of tender processes, collusion with respect to markets, territories or clients between competitors, as well as the boycotting or unequal treatment of certain clients or suppliers without valid cause. Moreover, the exchange or disclosure of sensitive business information concerning competitors, clients, or suppliers is forbidden.

ASSETS PROTECTION

Protecting Intellectual Property: schülke requires each of its Suppliers to respect all national laws and international treaties in force pertaining to intellectual property and to respect the intellectual property rights of schülke and third parties.

Use of the name or brands of schülke: Suppliers may not make their involvement with schülke public or use the brand SCHÜLKE or other brands owned by schülke, without the prior written consent of schülke. If consent is given, Suppliers must comply with all related instructions and directions.

Protecting Information and Data: schülke requires its Suppliers to respect the confidentiality of shared non-public information/data, which includes, without limitation, respect of non-disclosure agreements in effect, and to properly protect and refrain from disclosing any strategic, financial, technical, or commercial data or documents communicated by schülke and not in the public domain. In particular, schülke Suppliers commit to protect schülke information with a level of security proportionate to the value of the information for schülke. Likewise, any nominative, professional or private information pertaining to individuals must be protected by all necessary precautions to prevent alteration or disclosure and in respect of the local and international regulations. The obligation of confidentiality also applies to information provided in confidence by the partners and customers of schülke. In case of an incident impacting schülke, its partners, or its customers information in terms of confidentiality and/or integrity, the Supplier must inform schülke promptly without delay. These obligations remain in effect even in the event that business relations between the Supplier and schülke are terminated.

Protecting assets and resources: schülke Suppliers are responsible for protecting the assets and resources provided to them by schülke. These assets and resources must be used in accordance with their business purpose and within the framework established by schülke. They may not be used for other purposes without the prior consent

of schülke. It is up to each Supplier to protect the assets and resources of schülke against any and all deterioration, fraud, loss, or theft.

COMPLIANCE WITH THE SCHÜLKE SUPPLIER'S CODE OF CONDUCT AND AUDIT

For avoidance of doubt, it is required that Suppliers cause their own suppliers and subcontractors to comply with the principles and concepts of schülke Supplier's Code of Conduct.

schülke reserves the right to verify compliance with the rules set forth in this code of conduct with each Supplier in any form it chooses: a questionnaire or an audit by schülke or a third party. schülke expects its Suppliers to provide complete and accurate information, including access to their documentation, notably relevant financial documentation.

In case of non-compliance by a Supplier with any of the terms of this Code of Conduct, and in particular as concerns obligations concerning anti-corruption, schülke reserves the right to terminate at its sole discretion any business relationship with the Supplier.