



# Code of Conduct

# Message from our Management Board

Dear employees,

Dear business partners,

At Matikon, we assume responsibility towards our employees, our partners and the general public. For us, it goes without saying that this responsibility includes compliance with all laws and regulations that apply to us. This applies everywhere and all the time unconditionally. In addition, we always act fairly and respectfully toward third parties. We take this responsibility seriously and will continue to do so in the future.

The Code of Conduct is an integral part of our corporate culture worldwide. It is intended to help us live up to our responsibility and describes how our values play out in our day-to-day actions.

We ask all employees to read this Code of Conduct carefully and to internalize the basic values and actions defined herein. Each one of us shares the responsibility for acting with integrity at Matikon. We deal openly and respectfully with each other and with third parties. Together, we thus make our contribution to a healthy organization and to sustainable success.

Sincerely,



**Sascha Dressel**

CEO

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## Our values

Our vision is to be the most dynamic and preferred partner for kinematics and ventilation in existing and future vehicles. To achieve it, we are guided by our core values:

**Innovation.** We think and act in terms of continuous improvement and renewal in all areas, are open to new ideas, approaches and embrace change. This is how we create additional value for our customers and ourselves worldwide.

**Accountability.** Each of us makes an active contribution to the success of the company through our performance. We conduct our business with a focus on profitability, delivering value and serving our target groups and stand by the results of our efforts.

**Reliability.** We behave in an honourable and reflective manner, and we are trustworthy and reliable. We respect individual rights, standards and cultures and expect the same from our partners. We set rules for ourselves and adhere to them.

## Your responsibility

The Code of Conduct applies all Matikon employees, independent of their level or role in the company, to all business units and countries, as well as to all representatives, such as consultants, agents or subcontractors, together with anyone who is equivalent to an employee in functional terms (for example, temporary staff).

We expect all employees to act in accordance with the Code of Conduct. Violations of these requirements, legal provisions or internal rules and regulations can have serious consequences not only for individual employees, but also for our company. Therefore, we will consistently investigate indications of violations of this Code of Conduct. We will sanction any misconduct consequently, without exception and without regard to the rank and position of the acting or affected persons.

To promote reports of potential misconduct and violations, Matikon creates a corporate culture that allows to address questions and indications of potential misconduct without fear of retaliation and negative consequences. If there is concrete evidence of a breach and in every case where there is any doubt, employees can contact the Compliance Officer directly or by email ([compliance@matikon.com](mailto:compliance@matikon.com)) or via Matikon's Whistleblowing System (<https://matikon.integrityline.com>).

Matikon reserves the right to amend or withdraw the Code of Conduct at any time. The Code of Conduct does not explicitly refer to all the guidelines and regulations that are in use within Matikon, but these will also continue to apply.

**We are guided by our core  
values: innovation,  
accountability, and  
reliability.**

## Complying with the Law

As a global company, we comply with all laws and regulations in every location where we operate. Failure to comply with laws may result in civil and criminal penalties. Each and every one of us is responsible for complying with all applicable laws and internal rules and regulations. Certain laws require the attention of all of us. In the following, we describe relevant topics and risk areas and explain practical examples and recommendations.

### Competition and Antitrust Law

Matikon is committed to fair competition in all business relationships. It ensures that no agreements that restrict competition or are relevant under antitrust law (e.g. on prices or markets) are made in the course of the business activities. Matikon complies with applicable competition and anti-trust laws and avoid unlawful restrictions on competition in our dealings with competitors, customers or suppliers. Employees who are particularly exposed to such risks (e.g. in sales or purchasing) must familiarize themselves with the applicable competition and anti-trust laws.

### Money Laundering and Terrorist Financing

Matikon complies with the applicable regulations on the prevention of money laundering and terrorist financing. Money laundering occurs when funds, assets or substitute items for such assets derived from criminal acts are brought into the legal economic cycle. Terrorist financing occurs when funds or other assets are provided to support terrorist goals or associations.

## Conflicts of interest

We communicate honestly and transparently. We disclose potential or actual conflicts of interest in the workplace in a timely manner for review and definition of mitigation measures. A conflict of interest exists when a private interest of an employee could collide with the interests of Matikon. This may also include that a partner or close relative has conflicting interests, for example working in a relevant position for a competitor. Business decisions may only be made based on objective business criteria and not under the potential influence of personal interests or relationships.

## Political and social engagements

All employees are free to become politically and socially involved in their communities during their free time. As an active member of society, Matikon engages with its communities as well. However, we remain politically neutral and therefore do not make financial contributions such as donations and sponsoring measures with political objectives. This means that we do not make donations or comparable contributions to political parties, other political organizations, individual elected officials or candidates for political offices.

## Bribery and Corruption

We condemn any form of bribery and corruption whether active or passive, direct or indirect. We do not offer or grant personal benefits to representatives or employees of other companies or public administrations in connection with official activities. We also do not accept any personal benefits in connection with our business activities for Matikon in particular, gifts or invitations in an inappropriate form or amount.

We only offer or accept gifts (legally allowed small everyday gifts) and hospitality (e.g., invitations to business dinners or events) that are adequate in terms of the value and that don't result in any expectation of compensatory measures by anyone involved. We already prevent the appearance of undue advantages. Gifts and hospitality must therefore only be reasonable, occasional, and modest. Especially gifts to and invitations of public officials and employees of state-owned businesses need to be handled with greatest caution.

Even the appearance of bribery and corruption must be avoided at all costs.



We communicate honestly  
and transparently.

## Use of Company Resources

Matikon's tangible and intangible assets and respect third parties' assets are to be protected at any time. We reject any form of extortion, fraud, theft or embezzlement, regardless of whether our company assets (e.g., work equipment, IT equipment) or third-party assets are involved. The private use of company property is only permitted if individual law, collective law, company rules or company practice provide for this. We expect all employees to observe this in their day-to-day work.

## Rules of Accounting and Finance

We are committed to accurate accounting and record keeping and to maintaining a system of internal controls. In addition, we conduct our financial reporting and our businesses generally with integrity and transparency. We prepare our periodic financial statements in accordance with applicable national and international accounting principles. No secret accounts and/or ledgers are created that are not recorded in the accounting system.

## Tax laws and custom duties

We are aware of our legal obligation to comply with tax and customs duties. Every employee involved in tax or customs issues must therefore ensure that the taxes and duties payable by the respective company are determined, recorded, declared if necessary and paid to the relevant tax authorities correctly and on time. Occupational health and safety, environmental laws and other regulations.

## Export controls and sanctioned parties

Certain goods, services and information are subject to restrictions for export to or import from certain countries. In the context of international business transactions, we comply with all export control regulations, and, in the case of cross-border transactions, we carefully check whether any export control restrictions apply to goods, services or information.

In addition, countries, or potential business partners (companies and individuals) could be on embargo or sanctions lists. Before entering a business transaction, we ensure to comply with sanctions regulations when executing the transaction.

Doing business with sanctioned individuals and countries or goods and services regulated by export control laws can have serious consequences for Matikon and responsible employees.



**As a global company, we comply with all laws and regulations in every location where we operate.**

## Protecting Information and Data

To remain competitive, it is essential that internal company matters and sensitive information from business partners and customers are treated as confidential and protected against unauthorized access and loss. The obligation to keep the information confidential shall continue after the end of the working relationship.

### **Data Privacy**

*Personal data is particularly sensitive and must be processed with care and in accordance with legal requirements by the employees of Matikon. We commit to protect the personal data of employees and third parties. We collect, store, use and transfer personal data and information only in accordance with applicable laws and regulations. In doing so, we make sure that collecting, storing, processing and other use of personal data may only happen with the consent of the person concerned or based on a contractual or legal requirement.*

Global networked information systems are an integral part of the Matikon's business around the world. The risks involved in using these systems, such as cyber attacks, require every user to make responsible use of information systems and data. Every employee needs to be aware of the risks associated with the use of external information systems and data.

If in doubt, about requirements for protecting information and data or risks, we encourage you to reach out to your manager, HR or the according IT department.

### **Confidential Information**

*We protect confidential information from unauthorized disclosure and use. We use sensitive or confidential data, information, and documents of Matikon's or third parties only in connection with our professional obligations. We observe any restrictions on use by the owner of the information. Employees will not disclose confidential information to third parties unless they have express permission for such disclosure from the owner of the information or a clear legal obligation. Inquiries from media representatives should always be referred to the management.*

## Dealing with Colleagues and Business Partners

We always act with integrity. We treat colleagues and business partners fairly and respectfully.

We don't tolerate any form of bullying or harassment. Neither on a sexual nor on a physical, psychological, or other level. Matikon is committed to providing equal opportunities to all qualified employees and applicants.

As an employee, you must comply with all laws and regulations that prohibit discrimination with respect to age, physical appearance, gender, ethnic origin, nationality, religion, medical condition, disability, marital status, sexual orientation, political or philosophical views, union membership or any other characteristic protected by laws or regulations.

If you observe or suffer any form of bullying or harassment, you should report it to HR or anonymously via the Matikon Whistleblower Portal (<https://matikon.integrityline.com>).

We also expect our business partners to comply with the according laws and regulations. Suppliers must observe the principles of fair competition. Respect for others means respect for their dignity and personal integrity, their self-respect, their property, and their contribution to the overall success of Matikon. We protect our company's reputation in our public statements.

We conduct our business responsibly and do not engage in practices that harm Matikon's reputation or are contrary to our values. We meet the highest standards of ethical business conduct.

Even when performing actions that are lawful or not regulated by law, we always ensure that our actions are honest and in good faith. Matikon's assets may only be used for their intended business purposes and not for improper personal, illegal, or other unauthorized purposes.

## Ecological Sustainability and Social Responsibility

Respect for human rights as well as the protection of health, safety and the environment are essential components of our corporate responsibility. We reject any form of forced labor and child labor. We recognize the right of all employees to form unions and employee representatives on a democratic basis within the framework of applicable legislation. We recognize the right to adequate remuneration for all employees. Remuneration and other benefits correspond at least to the respective national and local legal standards or the level of the national economic sectors and regions.

We offer equal opportunities for all and prevent discrimination in the hiring of employees as well as in the promotion or granting of training and development measures. We treat everyone fairly and with dignity. We treat each other with respect and trust. We create a work environment that is free from discrimination and harassment.

We have made it our mission to create a healthy and safe working environment. Each one of us must comply with the applicable safety standards. We ascribe a high priority to safety in the workplace and strive for an accident rate of zero. Pollution must be prevented or reduced as much as possible. We strive to improve environmental protection in our business activities, to minimize our use of resources (in terms of energy, water, etc.) and to conserve natural resources.

We and our suppliers must be aware of the source and origin of the raw materials used in our products. For this reason, we also oblige our contractual partners to comply with the "Code of Conduct for Suppliers and Business Partners".

This primarily involves compliance with the OECD Due Diligence Guidance on the Procurement, Extraction and Handling of Tantalum, Tin, Tungsten, Gold and Cobalt. In addition, the contractual partner must reliably identify the source and origin of these minerals in order to ensure that the procurement of these materials does not directly or indirectly finance or otherwise support armed groups, directly or indirectly violate human rights or harm the environment.

If private or public security forces are commissioned to protect business operations, the Matikon provides appropriate instruction and monitoring to ensure that human rights violations are prevented.

## **Decarbonization, emissions and renewable energies**

The energy used in the necessary company processes is an essential and important resource that should be used as sparingly and economically as possible from an economic and ecological point of view. The continuous improvement process aims, among other things, to increase energy efficiency and the use of renewable energies.

We are committed to actively contributing to decarbonization and conducting our business activities in a way that has the least possible impact on climate change. We will constantly look for ways to reduce our energy consumption, promote renewable energy sources and minimize our CO2 emissions. This includes promoting environmentally friendly transportation and reducing waste in our operations. We are determined to fulfil our responsibility to future generations by adopting a sustainable, low-carbon approach in our business environment.

## **Water quality, consumption and management**

Our aim is to organize our water balance in such a way that

- the ecological balance is preserved and restored,
- the direct and indirect consumption of energy and resources is minimized and
- measures introduced or taken are as flexible and modifiable as possible and the possible consequences are reversible.

Our commitment aims to reduce energy consumption and greenhouse gases as well as impairments to water and air quality to the absolute minimum and to promote good water and air quality.

## **Responsible handling of chemicals**

Responsible chemicals management is an essential focus for all companies that work with hazardous substances or use them in production. Compliance with laws and standards is the minimum requirement. Our aim is to substitute hazardous substances with less dangerous ones and adapt processes accordingly.

Key points for safety when handling hazardous substances are the handling, development, production, transportation, storage, use, recycling and disposal of waste, waste gases, wastewater, chemicals and hazardous substances in accordance with the laws, regulations, provisions and ordinances.

## **Waste prevention, reuse and recycling**

When designing our processes and procedures, as well as in purchasing, we must ensure that we conserve resources and avoid waste at an early stage, both from an economic and an ecological point of view. The Closed Substance Cycle Waste Management Act (KrWG) and its waste hierarchy (Section 6) serve as a guideline:

- Waste avoidance
- Reuse
- Recycling
- Other utilization of waste
- Waste disposal.

## **Animal welfare**

We are committed to the responsible treatment of living creatures and expect all employees to comply with national and international legal standards on animal welfare.

## **Biodiversity, land use and deforestation**

The issues of biodiversity, land use and deforestation are closely interlinked and Matikon will work towards ensuring the sustainable use of resources and the preservation of biodiversity as far as possible. The protection of ecosystems, sustainable forestry and agriculture as well as the creation and safeguarding of protected areas are essential prerequisites for an intact environment. Matikon promotes these goals through the responsible and careful use of resources and the minimization of emissions and waste. Matikon also respects the rights of local communities to decent living conditions, education, employment, social activities, and the right to Free, Prior, and informed Consent (FPIC) to developments that affect them and the lands on which they live, with particular consideration for the presence of vulnerable groups.

## **Soil quality**

Matikon ensures that the materials and procedures used in its business activities do not adversely affect soil quality.

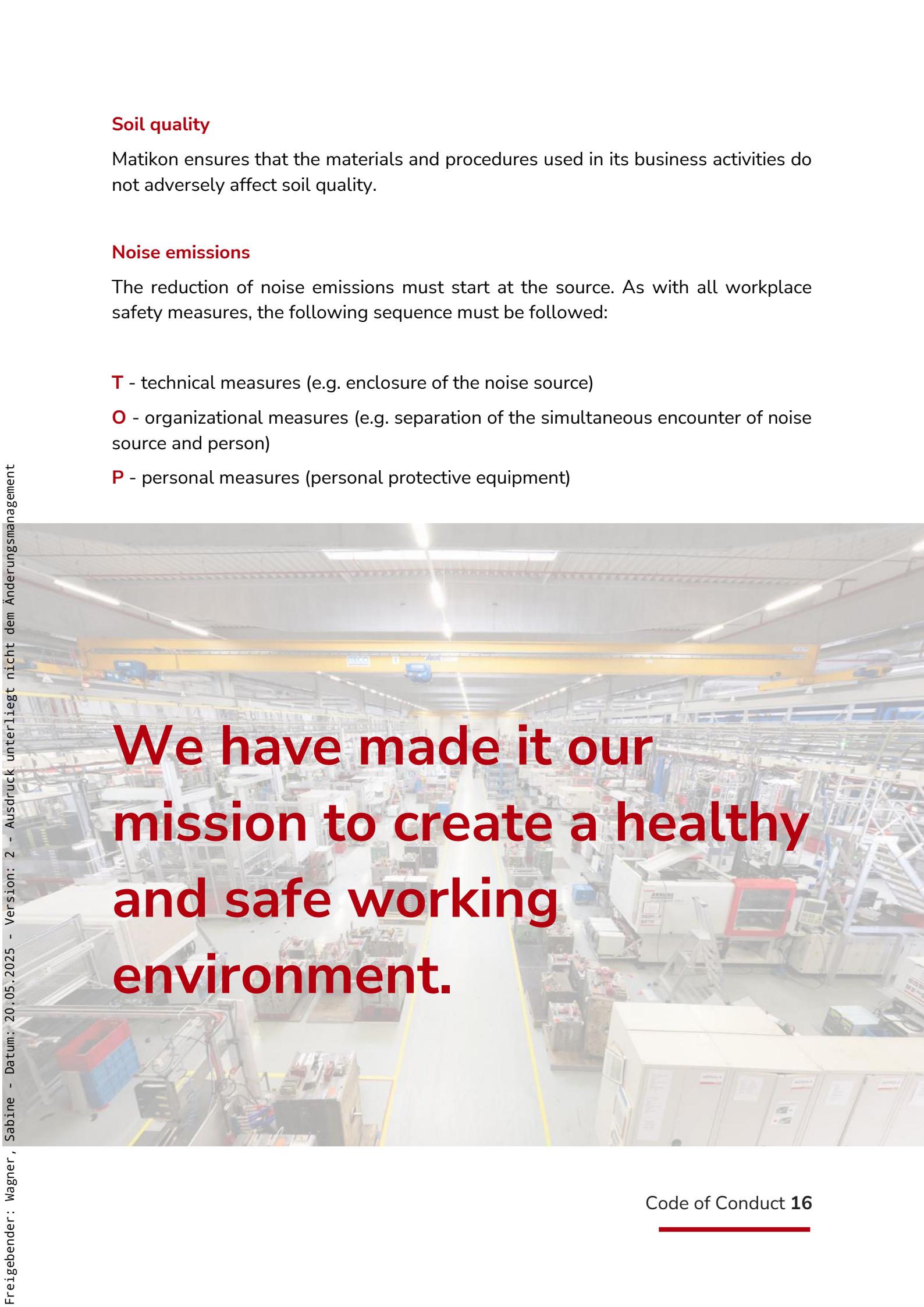
## **Noise emissions**

The reduction of noise emissions must start at the source. As with all workplace safety measures, the following sequence must be followed:

**T** - technical measures (e.g. enclosure of the noise source)

**O** - organizational measures (e.g. separation of the simultaneous encounter of noise source and person)

**P** - personal measures (personal protective equipment)



**We have made it our  
mission to create a healthy  
and safe working  
environment.**

# Implementation

## Guiding Questions

If you are unsure whether a decision would be in line with the expectations defined in this Code of Conduct, the following questions may help:

- Is my action legal and have I checked relevant internal policies?
- Can I make an impartial decision that is in the best interest of Matikon and free from any competing personal interests?
- Can I make the decision in good conscience?
- Can I stand by my decision should it become public?
- Would my decision stand up to scrutiny by a third party?

If your answer is yes to each of these questions, it is likely you are taking the right decision. If you are still in doubt, you can always reach out to your manager or HR.

## Reporting violations

Any employee or third party who witnesses possible violations of this Code of Conduct or otherwise becomes aware of violations, harmful conduct or risks that threaten the company should report them. Therefore, the line manager should always be the first contact to ask questions and raise concerns.

In addition, you can use Matikon's Whistleblowing System, a confidential communication channel to report potential misconduct by Matikon's employees. It provides for an anonymous means to raise concerns and report potential misconduct. It is available under following link:

<https://matikon.integrityline.com>