



**Rules that apply to all employees and managers of TRICOR.**

**Business Conduct Guidelines**  
**Code of Conduct for employees of the**  
**TRICOR Group**

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## A. Scope of application

The scope of the CoC extends to TRICOR Packaging & Logistics AG, TRICOR Packaging Systems GmbH and their affiliated companies within the meaning of Section 15 Stock Corporation Act (*Aktiengesetz*, "AktG") (hereinafter referred to as the "TRICOR Group").

## B. Principles and objectives

The public image of the TRICOR Group is essentially characterised by the appearance and behaviour of each individual employee. Therefore, every individual employee is also responsible for ensuring that their actions and omissions do not damage the environmental and social image of the TRICOR Group, but rather promote it.

Inappropriate behaviour, even by individuals, can damage the trust that we work hard to earn every day. The Business Conduct Guidelines therefore set out binding rules for responsible behaviour by employees<sup>1</sup> within the company and in dealings with external parties, particularly customers and business partners.

They are intended to help employees overcome ethical and legal challenges in their day-to-day work. Any employee can contact the relevant line manager at any time with questions and comments relating to the Business Conduct Guidelines.

The Business Conduct Guidelines apply to all employees of the TRICOR Group worldwide. The Business Conduct Guidelines are the globally uniform internal basis for our behaviour and business actions. Third parties cannot derive any rights from these Business Conduct Guidelines.

## C. Basic behavioural requirements

### 1. Law-abiding behaviour

Compliance with the law is a top priority for our company. Every employee must comply with the legal regulations of the legal system in which he or she is acting. Violations of the law must be avoided under all circumstances, especially offences punishable by imprisonment, fines or penalties. In the event of an offence, every employee must expect disciplinary consequences - irrespective of the sanctions provided for by law - for breach of their contractual obligations.

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<sup>1</sup> In order to simplify the provisions of the Business Conduct Guidelines, the word "employee" is used below as a neutral term for both men and women

## **2. Responsibility for the reputation of the TRICOR Group**

The reputation of the TRICOR Group is essentially characterised by the appearance, actions and behaviour of each employee. The inappropriate appearance, actions or behaviour of even just one employee can cause considerable damage to the company.

It is therefore a contractual obligation for every employee to take care of the public image of the TRICOR Group. The fulfilment of their duties must be guided by this in all respects.

## **3. Mutual respect, honesty and integrity**

Every employee respects the personal dignity, privacy and personal rights of everyone. We work together with employees and external business partners of different nationalities, ethnic backgrounds, skin colours, cultures, religions and beliefs. We do not tolerate discrimination, neither from these points of view nor because of gender, sexual identity, age or disability. We do not tolerate physical punishment and personal insults, nor do we tolerate physical, sexual, psychological or verbal harassment or abuse. We are open, honest and upright and we honour our responsibilities. We are reliable partners and only make promises that we can keep. These principles apply both to internal cooperation and to our behaviour towards external partners. We endeavour to ensure fair employment conditions, pay fair wages and take the needs of our employees into account when implementing operational measures.

## **4. Management, responsibility and supervision**

Integrity and compliance with legal provisions and the TRICOR Group's internal policies begin with the management of the company. Every line manager is responsible for the employees entrusted to them. They must earn their recognition through exemplary personal behaviour, performance, openness, reliability and social competence. This also means that the line manager must always address and emphasise the importance of correct behaviour in day-to-day business and set an example of integrity and compliance. He or she sets clear, ambitious and realistic goals, leads through trust and gives employees as much personal responsibility and freedom as possible. He or the HR department is also available to employees for professional and personal concerns.

Every line manager must fulfil organisational and supervisory duties. They are responsible for ensuring that no violations of laws, internal guidelines or these Business Conduct Guidelines occur in their area of responsibility that could have been prevented or made more difficult by appropriate supervision. The line manager also retains responsibility for delegating individual tasks.

In detail, the following applies with regard to management, responsibility and supervision:

1. The line manager must carefully select employees according to their personal and professional suitability. The selection must not be influenced by private interests or relationships (selection obligation).

2. The supervisor must set the tasks precisely, completely and bindingly, in particular with regard to compliance with legal provisions and internal regulations (e.g. work instructions) (duty to issue instructions).
3. The line manager must ensure that compliance with the statutory provisions is monitored on an ongoing basis (duty to monitor).
4. The line manager must make employees aware of the importance of integrity and compliance with legal provisions and in day-to-day business and clearly communicate that violations will not be tolerated and will have consequences under labour law (duty of communication and disapproval).

## **5. Quality of products and services**

The market success of our products and services is inextricably linked to their consistently high quality. The TRICOR Group's quality policy aims to supply products of outstanding quality that meet our high standards and the high demands of our customers in terms of functionality, handling, product safety, reliability and cost-effectiveness and to safeguard their processes. Every employee, not just those involved in production, is committed to these goals in their work. In addition, every employee is obliged to eliminate and report quality defects. Promoting quality awareness is a permanent management task.

## **D. Dealing with business partners and third parties**

### **1. Compliance with competition and antitrust law**

Fair and free competition is protected by global antitrust regulations and competition laws. Compliance with these laws is intended to ensure that unauthorised distortions of competition do not occur. Anti-competitive behaviour can be punished with severe fines, penalties and compensation payments and can also significantly damage a company's reputation.

It is our business policy to promote fair competition. Compliance with all regulations for the protection of fair competition is mandatory. All agreements or behaviour that have the purpose or cause of impairing or even preventing free or fair competition are strictly prohibited. In particular, employees may not enter into any agreements with other competitors regarding pricing or capacity. Agreements relating to a waiver of competition, the abuse of a dominant market position or the submission of sham bids for tenders are also prohibited. In cases of doubt, the responsible legal department should be contacted at an early stage.

To support fair competition, suppliers must always be granted fair contractual conditions and appropriate consideration.

Suppliers are expected to uphold this principle themselves and to comply with and implement it vis-à-vis employees and suppliers.

## 2. Offering and granting benefits

Business is conducted exclusively according to the principle of performance and on the basis of free and fair competition. Our endeavours to be commercially successful and to obtain orders should be based solely on the high quality of our innovative products and services and on fair prices. Every employee is prohibited from granting direct, indirect or unauthorised benefits relating to business activities. This includes both monetary payments and other benefits. This principle applies equally to all natural and legal persons and in particular to all public officials. All benefits must comply with the applicable laws and internal guidelines.

Benefits given to employees by business partners in the form of promotional gifts must be selected according to their nature so as to avoid any appearance of dishonesty or impropriety on the part of the recipient. If there is any doubt, confirmation of receipt by a supervisor is requested. All donations must be kept within reasonable limits and must not violate internal or legal regulations. Attempts to influence third parties through donations are also strictly prohibited.

If contracts are concluded with consultants, intermediaries, agents or comparable third parties, care must always be taken to ensure that no unauthorised benefits are offered, accepted or granted.

## 3. Requesting and accepting benefits

No employee may use their official position to demand, accept, obtain or be promised personal benefits for themselves, family members or third parties that they would not receive without such benefits. This does not include the acceptance of occasional gifts of low value. Invitations to meals or events from business partners may only be accepted if the occasion and scope of the invitation are appropriate and refusing the invitation would be contrary to the principle of courtesy. A superior must be informed of the receipt of disproportionate gifts, which must always be refused or returned.

## 4. Special rules for the awarding of contracts

When selecting a contractor, a fair and unbiased examination of the respective offer is mandatory. Suppliers are to be selected solely on the basis of competitive comparison principles. This includes the prices, quality, performance and suitability of the products or services offered.

## 5. Donations

As a responsible member of society, the TRICOR Group makes donations in cash and in kind for education and science, art, culture, sport and social causes. Our company receives requests for donations from a wide variety of organisations, institutions and associations. The following rules apply to the allocation of donations:

- Requests for donations from individuals must always be rejected
- Payments to private accounts are not permitted

- Under no circumstances may a contribution be granted to persons or organisations that do not enjoy an impeccable reputation or whose objectives are not compatible with those of the TRICOR Group
- All circumstances relating to the donation must be transparent so that the recipient of the donation and the specific use are known. The reason for the donation and the intended use must be able to be reasonably justified at all times
- The donations should be tax-deductible
- Requests for donations are generally subject to the decision of the Board of Directors.

## **6. Combating money laundering and preventing terrorist financing**

It is the declared aim of the TRICOR Group to only maintain business relationships with customers, consultants and business partners whose business activities comply with legal regulations and whose financial resources are of legitimate origin. The aim is to prevent funds or other assets originating directly or indirectly from criminal offences from being brought into the legal economic cycle. All employees are obliged to strictly comply with anti-money laundering laws. Suspicious behaviour by customers, consultants or business partners must be reported. All applicable regulations regarding the recording and accounting of cash and other transactions and contracts must be complied with.

## **7. Trade controls**

The TRICOR Group complies with all export control and customs laws and regulations applicable in the countries in which the TRICOR Group operates. Such regulations may apply in connection with direct or indirect exports and imports from or to sanctioned countries or in connection with third parties that are suspected of being involved in national security or criminal activities, for example. Violations of these regulations and laws can lead to drastic penalties, including exclusion from simplified import and export procedures and thus the interruption of the seamless supply chain.

All employees involved in the import and export of goods and services are required to comply with all applicable economic sanctions, export control and import laws and regulations, as well as all policies and processes related to their business activities.

## **E. Avoidance of conflicts of interest**

All employees are obliged to make their business decisions in the best interests of the TRICOR Group and not on the basis of personal interests. The following rules apply to avoid conflicts of interest or loyalty:

### **1. Disclosure obligation**

Upon request, personal interests, including those of family members, if there is a suspicion that these could be related to the performance of the employee's official duties, must be



disclosed to the manager. If any misconduct on the part of business partners is detected or if they attempt to influence TRICOR employees, their family members or close personal friends by providing benefits, this must be reported immediately.

## **2. Transparent awarding of contracts**

No employee may give an order or arrange for an order to be given to family members without the prior written consent of the responsible superior.

## **3. Private commissioning of TRICOR business partners**

No employee may have private orders carried out by companies with which he/she has dealings in his/her business activities for the TRICOR Group if this could give him/her advantages that are not customary in the market. This applies in particular if the employee has direct or indirect influence on the commissioning of the company by the TRICOR Group or can exert influence or if he is involved in the processing of orders by this company on official business.

## **4. Use of TRICOR employees for private purposes**

It is not permissible for supervisors or managers to misuse the work performance of TRICOR employees for private purposes by abusing their right to direct.

## **5. Non-compete clause**

An employee may not operate, manage or work for a company that competes with the TRICOR Group in whole or in part.

## **6. Participation in third-party companies**

Furthermore, direct or indirect participation in an unlisted company that competes with the TRICOR Group in whole or in part is not permitted. Prior written authorisation is required for an investment in an unlisted company that is a business partner of the TRICOR Group. Authorisation is granted by the Executive Board and documented in the personnel file. Permission is not granted or can be withdrawn if the employee is involved with the company in question on official business.

The employee must notify the HR department in writing and document in the personnel file any involvement by family members in a competitor company or another of the companies described above if he/she is aware of this.

## **7. Secondary activities**

The employee shall devote his full labour to the TRICOR Group and promote its interests. The TRICOR Group must be notified in writing in advance of any secondary employment for remuneration. Secondary employment may be prohibited if it leads to an impairment of operational interests or work performance, contradicts duties within the company or if there is a risk of a

conflict of interests. Occasional writing activities, lectures and comparable occasional activities are excluded.

## **F. Dealing with facilities**

The equipment and facilities in offices, factories and workshops (e.g. telephone, photocopier, PC including software and internet/intranet, machines, tools) may only be used for business purposes, unless the employee is expressly authorised to use them privately and/or remove them from the company's premises by his employment contract, separate agreements or by his superior. TRICOR Group expects its employees to handle the company's assets responsibly. No information may be retrieved or passed on, in particular no information that incites racial hatred, glorification of violence or other criminal offences or whose content is sexually offensive against the respective cultural background. Personal views are not to be publicised using the company's own electronic equipment.

## **G. Dealing with information**

### **1. Records and reports**

Open and effective cooperation includes correct and truthful reporting. This applies equally to the relationship with investors, employees, customers and business partners as well as the public and government agencies. All records and reports that are prepared internally or disclosed externally must be accurate and truthful.

According to the principles of proper accounting, data entries and other records must always be complete, correct, timely and system-compliant. The requirement to provide truthful information also applies to expense reports.

### **2. Confidentiality**

Every employee must maintain confidentiality towards outsiders and other employees who are not directly involved in the relevant area regarding internal company matters that are not publicly known. This includes, in particular, details relating to the organisation of the company and its facilities, business, manufacturing, research and development processes as well as projects and internal reporting figures. Non-public information from or about suppliers, customers, employees, consultants, agents and other third parties must also be protected in accordance with legal and contractual requirements and is subject to confidentiality. The obligation to maintain confidentiality also applies after termination of the employment relationship. If the employee is obliged to disclose the confidential matter due to a law, a decision of a court or an authority, the confidentiality obligation does not apply.

No employee is permitted to make recordings, files, image and sound documents or reproductions without the authorisation of their supervisor, unless this is directly related to their work.

### **3. Data protection and data security**

Access to the intranet and internet, electronic information exchange and dialogue as well as electronic business processing are crucial prerequisites for the effectiveness of each and every one of us and for business success as a whole. However, the benefits of electronic communication are associated with risks to personal rights and data security. Effective precautions against these risks are an important part of IT management, the management task and also the behaviour of each individual.

TRICOR Group gives high priority to the protection of personal data. Personal data may only be collected, processed or used to the extent necessary for specified, explicit and legitimate purposes. In addition, personal data must be stored securely and may only be transferred with the necessary precautions. A high standard of data quality and technical protection against unauthorised access must be guaranteed. The use of data must be transparent for those affected, and their rights to information and correction and, if necessary, to objection, blocking and deletion must be safeguarded.

#### **4. Insider rules**

Insider information is concrete information about circumstances that are not publicly known, which relate to issuers of securities or the securities themselves and which, if they become publicly known, are likely to have a significant influence on the stock exchange or market price of the securities. Employees of the TRICOR Group who have insider information relating to another company (e.g. about customers, suppliers) as a result of their work may not trade in securities of these companies that are listed on the stock exchange or included in over-the-counter trading. They may also not give investment tips to third parties in this regard. Any insider information relevant to the share price must be handled in accordance with the provisions of capital market law. Insider trading is not tolerated. Knowledge of insider-relevant plans and processes may only be used internally, in accordance with the applicable internal regulations. External parties, including family members, must not be informed.

### **H. Environment, society, safety and health**

#### **1. Environment and society**

Protecting the environment and conserving natural resources are high priority corporate goals for us. A global environmental management system sets high standards and ensures compliance with the law. Even during the development of our products, environmentally friendly design is a fixed target, taking into account all phases of the product life cycle. We rely on environmentally friendly, advanced and efficient technologies and implement these throughout the entire life cycle of our products. Every employee must contribute to environmental protection as part of their job. In particular, employees are encouraged to exploit all reasonable opportunities for process optimisation in order to reduce the consumption of energy and raw materials in production and at the same time limit emissions. As early as the development and production stages, we pay attention to the careful use of natural resources, a continuous reduction in environmental impact and compliance with environmental protection laws and regulations. Developing and promoting a sense of responsibility for the environment at all

levels is an ongoing management task. Our company recognises its shared responsibility for general public concerns. We support socio-political measures, stand up for the disadvantaged both within and outside society and enable our employees to make a meaningful contribution to community tasks.

## **2. Health and safety**

Preventing accidents and protecting against work-related health hazards is part of the company's duty of care. Equally, employees are obliged to contribute to the achievement of all occupational health and safety objectives and thus to the prevention of accidents on their own responsibility and within the scope of what is possible for them.

Awareness of the responsibility towards employees and colleagues requires the best possible precautions to be taken against the risk of accidents. Employees must therefore always pay attention to the safety of their colleagues and seek dialogue in the event of suspicious incidents. This applies to the technical planning of workplaces, facilities and processes as well as to safety management and personal behaviour in everyday working life. The working environment must meet the requirements of a health-orientated design. We ensure occupational health and safety within the framework of the applicable national regulations and on the basis of the company's health and safety policy. Every employee must pay constant attention to safety and is obliged to actively eliminate and report safety deficiencies. The regulations relating to occupational health and safety must therefore be always complied with. All appropriate, legally prescribed measures are taken within the scope of each employee's authorisation to ensure that the workplace is a safe place to work.

### **I. Complaints and information**

Every employee has the right to make a personal complaint to their line manager, the HR department or the Management Board or to report circumstances that indicate a breach of the Business Conduct Guidelines; this can also be done anonymously. The matter will be thoroughly investigated. If necessary, appropriate measures will be taken. Every report will be treated confidentially in accordance with legal regulations. Whistleblowers must not suffer any unjustified disadvantages because of their information and are subject to the protection of the Whistleblower Protection Act.

Employees should utilise the internal possibilities of arbitration.

#### **1. Contact persons (Compliance Manager)**

Every employee is called upon to review their own behaviour on the basis of the Business Conduct Guidelines and to ensure that these guidelines are adhered to. It should be noted that special statutory and internal company regulations specify the content of the individual topics addressed here. All employees must familiarise themselves sufficiently with the legal provisions and internal regulations relevant to their area of activity and ensure compliance in their daily work. In case of doubt or other uncertainties, enquiries must always be made. In order to understand guidelines, make difficult decisions or support the company in implementing the Business Conduct Guidelines, you may need a contact person to help you with

implementation. You have various options here:

- Talk to your superiors.
- Contact the HR department for more information.
- Contact the Executive Board.

## 2. Notification of an offence

If you become aware of a possible violation of the Business Conduct Guidelines, we encourage you to report this to one of the above-mentioned contact persons (Compliance Manager). In the interest of an open work atmosphere and to enable us to follow up on your report efficiently, we urge you to state your name when reporting a violation. If you are unable to do so, the contact persons will also accept anonymous reports. Employees who report information about non-compliance with the Business Conduct Guidelines in good faith will not be penalised in any way. All reports of possible violations will be treated confidentially. Investigations will be initiated immediately.

## 3. Measures

In the event of violations of the Business Conduct Guidelines, the company will take action and take appropriate measures for proper clarification. The company will primarily attempt to resolve the matter by explaining the importance of the values to the employees concerned and thereby persuading them to change their behaviour. However, it is also possible to implement labour or disciplinary measures in the event of violations of the Business Conduct Guidelines within the framework of the applicable regulations. Employees are bound by the rules of the Code of Conduct if they agree to them at the start of their employment.

## 4. Tasks of compliance managers:

- Counselling
- Risk assessment
- Realisation of training courses
- Creation of reporting channels for incidents
- Investigating incidents and helping to decide on possible sanctions against employees involved
- If necessary, initiate organisational changes based on the findings of incident investigations
- Reporting (individual cases and annual report)

TRICOR Group ensures the functionality of these Business Conduct Guidelines by realising the necessary framework conditions and providing the required resources. Functionality and effectiveness are regularly reviewed. Permanent monitoring with ongoing evaluation and reporting is intended to ensure the continuous improvement of these Business Conduct Guidelines.

## **I. Implementation and control**

The Executive Board of the TRICOR Group actively promotes the broad communication of the Business Conduct Guidelines and ensures their sustainable implementation. Compliance with the law and adherence to the Business Conduct Guidelines must be regularly monitored in all organisational units of the TRICOR Group.

## **J. Freedom of association**

The TRICOR Group and its business partners respect the freedom of association and the right to form interest groups. They therefore grant their employees the right to defend their interests within the framework of national laws and regulations.