

Partner Code of Conduct

Proalpha Group

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1. Introduction and Purpose

The Proalpha Group is convinced that long-term economic success is inseparably linked to ethical, responsible, and sustainable business conduct. This Partner Code of Conduct defines the Proalpha Group's expectations for the conduct of external parties who act on behalf of the Proalpha Group or are in direct contact with its customers. The term "partner" as used in this document includes all external individuals or organizations that provide services to the Proalpha Group based on contractual agreements and may be perceived externally as representatives of the Proalpha Group.

This Code is based on the same core values that we uphold internally: integrity, respect, loyalty, diversity, openness, and determination. As representatives of the Proalpha Group toward customers, business partners, and the public, we expect our partners to uphold the same ethical and professional standards that the Proalpha Group stands for. Our responsibility is reflected in three central areas: as a member of society, as a business partner, and in the workplace. Together with our partners, we seek to actively implement the principles associated with these responsibilities.

The Proalpha Group's Partner Code of Conduct is aligned with internationally recognized standards, including the United Nations Guiding Principles on Business and Human Rights, the UN Global Compact, the ILO Core Labor Standards, and the OECD Guidelines for Multinational Enterprises.

Our shared actions have a direct impact on people, the environment, and society. The purpose of this Code is to establish a foundation for trustworthy, legally compliant, and customer-oriented cooperation that combines economic success with social and environmental responsibility.

2. Scope

This Code of Conduct applies to all partners of the Proalpha Group who provide services to the Proalpha Group or its affiliated subsidiaries worldwide under contractual agreements and may be perceived externally as representatives of the Proalpha Group. It is binding for the Proalpha Group and all of its subsidiaries, regardless of the country in which they operate. The requirements of this Code apply regardless of whether the services are provided directly or indirectly, on a permanent or project-specific basis. This specifically includes activities in which external parties act on behalf of the Proalpha Group, interact with its customers, or gain access to its information, systems, or facilities.

The Proalpha Group expects its partners to ensure that their own subcontractors are also contractually obligated to comply with the principles outlined in this Code, provided they are involved in the delivery of services.

If a partner maintains its own code of conduct, it may be accepted if it includes standards and principles that are substantively equivalent. The Proalpha Group reserves the right to assess such equivalency on a case-by-case basis.

In the event of any discrepancies between applicable local laws or regulations and the requirements of this Code, the stricter provisions shall apply. Compliance with applicable law shall take precedence in all cases.

3. General Principles and Legal Compliance

3.1 Compliance with Laws and Ethical Conduct

Our partners are required to comply with all applicable laws and regulations in their respective countries and to reject any form of unfair business practices. Any violation of applicable law may lead to consequences and jeopardize the business relationship with the Proalpha Group.

Partners are expected to follow ethically sound business practices and avoid any form of corruption, fraud, or unethical conduct. The Proalpha Group expects behavior that reflects integrity, respect, loyalty, diversity, openness, and determination.

The Proalpha Group aligns itself with internationally recognized frameworks such as the United Nations Global Compact, the UN Guiding Principles on Business and Human Rights, the OECD Guidelines for Multinational Enterprises, and the Core Labor Standards of the International Labour Organization (ILO). Partners are encouraged to take these principles into account in their conduct.

3.2 Responsibility and Cooperative Partnership

Partners are expected to maintain a respectful and cooperative relationship with the Proalpha Group, its customers, and its business partners. Decisions must be implemented reliably, agreements honored, and challenges communicated proactively.

Clear and transparent communication is an essential part of a successful collaboration. Partners take responsibility for the services they have committed to and for their proper execution. Feedback should be provided in a timely and traceable manner. Smooth cooperation is built on mutual understanding, trust, and dependability.

4. Human Rights and Working Conditions

4.1 Respect for Human Rights and Prohibition of Unethical Labor Practices

Partners must respect internationally recognized human rights and ensure that they are upheld throughout their operations. Violations of human rights, including forced labor, slavery, human trafficking, child labor, and discrimination, will not be tolerated.

The Proalpha Group expects implementation in accordance with internationally recognized standards, including the ILO Core Labor Standards, the UN Guiding Principles on Business and Human Rights, and the United Nations Global Compact.

The employment of minors is permitted only within the framework of legally allowed training programs. Activities that may endanger the safety, health, or moral development of young people are strictly prohibited.

4.2 Working Conditions and Equal Treatment

Partners are expected to treat all individuals with respect, fairness, and appreciation for diversity. Discrimination, racism, harassment, or bullying in any form is not acceptable. People of different ethnic backgrounds, religions, beliefs, ages, disabilities, languages, genders, or sexual identities must be valued and not subjected to discrimination.

All employment and business decisions must be based on objective criteria such as qualifications, skills, and performance, and must comply with applicable labor laws.

Where partners engage their own personnel, they are required to ensure a safe and healthy working environment and to comply with national occupational safety regulations and health protection requirements. The continuous improvement of working conditions and the promotion of employee health are essential elements of this responsibility. The payment of a living wage, along with adherence to statutory working hours and rest periods, is explicitly expected. Freedom of association and the right to collective bargaining must be respected, where legally permitted.

4.3 Implementation and Responsibility for Commissioned Third Parties

The requirements outlined in this chapter apply not only to the direct partners of the Proalpha Group but also to third parties commissioned by them to act on their behalf. Partners are required to take appropriate measures to ensure that these standards are also upheld by the third parties they engage.

5. Environmental and Climate Protection

5.1 Environmental Awareness and Legal Requirements

Partners are expected to conduct their business activities in an environmentally responsible manner and to minimize negative environmental impacts. This includes, in particular, compliance with all applicable environmental protection laws and regulations at their respective locations.

The Proalpha Group expects its partners to take responsibility for environmental and climate protection and to contribute to sustainable development. Sustainable action also includes the prevention of risks to people and the environment, such as air, water, or soil pollution, excessive water consumption, or the inappropriate use of hazardous substances.

5.2 Resource Conservation, Waste Reduction, and Climate Protection

Partners are encouraged to minimize the consumption of resources such as energy, water, and raw materials. Emissions, waste, and wastewater should also be reduced as much as possible.

The Proalpha Group welcomes measures that promote circular economy practices, protect biodiversity, and increase energy efficiency. The goal is to avoid or reduce the environmental and climate impact of partners' business activities. The use of environmentally friendly materials and the reduction of single-use packaging are considered positive examples of sustainable practices.

Partners with potentially high environmental or climate-related risk are explicitly encouraged to implement appropriate control processes to identify, document, and reduce environmental impacts. The implementation of a structured environmental management system is recommended.

6. Ethical Business Conduct

6.1 Integrity, Anti-Corruption, and Conflicts of Interest

We reject all forms of corruption and bribery. Our success is built on honest values such as innovation and flexibility. Gifts or invitations must never be used to gain unfair advantages in business dealings. Employees of the Proalpha Group may not accept inappropriate gifts or other monetary benefits from business partners. Partners must not support money laundering or the financing of terrorism in any way. They are responsible for complying with all applicable national and international laws governing anti-money laundering and the financing of terrorism.

Partners must ensure that their personnel avoid any potential conflicts between personal interests and the interests of the Proalpha Group. This applies in particular to business decisions, financial interests, contract awards to close associates, or existing personal relationships with employees of the Proalpha Group.

The Proalpha Group expects its partners to make business decisions with integrity and in full independence. It must always be ensured that customer trust is maintained and that the business success of all parties involved is not unduly affected.

6.1.1 Gifts, Invitations, and Monetary Benefits

Partners of the Proalpha Group may not accept any monetary benefits, payments, loans, invitations, discounts, or other gratuities from existing or potential business partners of the Proalpha Group if:

- the value of the benefit exceeds €50 (or the equivalent in local currency),
- the recipient reasonably estimates the value of the benefit to exceed €50,
- accepting the benefit could impair the business interests of the Proalpha Group,
- the benefit is offered during a contract negotiation or bidding process by a party involved in that process,
- accepting the benefit creates the appearance of an improper advantage,
- the benefit is unlawful or violates recognized ethical standards.

The same applies if the benefit is not granted to the partner directly but to a relative, life partner, or any other closely associated person, with the intent to influence the partner's conduct in the context of their activities for the Proalpha Group.

This prohibition does not apply to customary promotional gifts of low value or to payments that are unrelated to the partner's work for the Proalpha Group and would be granted regardless of whether the payer is a customer, supplier, competitor, or partner of the Proalpha Group.

6.2 Fair Competition and Prevention of Market Distortion

Partners are expected to respect fair and open competition and to comply with all applicable competition and antitrust laws. Anticompetitive agreements or unlawful exchanges of information, particularly regarding prices, terms, or market strategies, are strictly prohibited.

Interactions with competitors, customers and partners must be professional, legally compliant, and confidential at all times. The disclosure of internal market knowledge, strategic information or sensitive data to competitors is not permitted.

6.3 Transparency in Donations, Sponsorships, and Business Conduct

Partners must not make donations or investments in order to gain or retain improper advantages with the Proalpha Group. Sponsorship activities must be transparent, serve a legitimate business purpose and be proportionate to the value provided. They must be documented in a written agreement.

Proper and traceable handling of business decisions, benefits and external activities is a fundamental basis for trust in the collaboration with the Proalpha Group. All business activities related to the Proalpha Group must be documented transparently, completely, and truthfully. Partners are required to meet their tax and customs obligations in accordance with applicable legal requirements. They must ensure that their business practices are transparent, traceable, and objectively justified.

Preferential treatment or undue advantages based on personal connections or non-objective criteria must be avoided.

7. Conduct Toward Customers and Third Parties

Partners of the Proalpha Group often interact directly with customers, business partners or other external parties. Their conduct therefore has a significant impact on how the Proalpha Group is perceived externally.

The Proalpha Group expects all external partners to communicate with customers in a respectful, professional, factual, and solution-oriented manner. Inappropriate statements, misleading promises or the intentional creation of false expectations must be avoided. Trust placed in the Proalpha Group by customers and business partners must be maintained at all times.

Partners are expected to present themselves professionally, which includes punctuality, appropriate attire, courteous language, and reliable communication. Accepted tasks must be confirmed without delay. In the event of interruptions, delays or problems, the customer must be informed promptly. Customers must be proactively notified once work packages are completed.

Criticism of the Proalpha Group, its services or products must not be voiced in the presence of customers. If customer requests cannot be fulfilled for technical, economic, or legal reasons, this must be communicated clearly and objectively. The goal must always be to find the best possible solution for the customer and maintain a high level of customer satisfaction.

7.1 Communication Conduct

Written communication, particularly by email, must be factual, precise, and professional. Internal information belonging to the Proalpha Group or other sensitive content may only be shared with authorized recipients. Internal templates, email signatures and other communication tools must be used in accordance with the guidelines issued by the Proalpha Group.

In meetings with customers or third parties, a confident, respectful, and solution-oriented demeanor must be maintained. Partners are expected to prepare appropriately, arrive on time and document key outcomes or task assignments following the meeting.

Any statements made to the media, press or in public forums are prohibited without prior written approval from the Proalpha Group. This also applies to mentions on social networks or private websites in connection with activities performed for the Proalpha Group.

Appearing on behalf of the Proalpha Group is only permitted if there is an explicit assignment. Partners must clearly indicate that they are not employees of the company but are acting on its behalf. The use of logos, trademarks, communication templates or other brand-identifying elements of the Proalpha Group is only allowed with prior approval.

Partners are not authorized to independently negotiate or define prices, make strategic statements, or provide contractual commitments. Any statements regarding products, systems, compliance issues or other sensitive matters must be coordinated in advance with the responsible department or contact person at the Proalpha Group.

7.2 Responsible Conduct in Customer Environments

During the performance of their duties for the Proalpha Group, especially at customer locations, during business meetings or while on company premises, the consumption of alcohol or other

intoxicating substances is strictly prohibited. Partners must ensure that they are always able to carry out their responsibilities in a professional, safe, and responsible manner.

8. Independence and Collaboration

Partners of the Proalpha Group act independently and are not integrated into the organizational or operational structure of the Proalpha Group. Their activities are based on clearly defined service relationships and contractually agreed assignments. Integration into internal teams or a reporting obligation to employees of the Proalpha Group is explicitly not intended. This serves in particular to avoid the misclassification of employment relationships or the misclassification of independent contractors as employees.

Direct functional supervision by employees of the Proalpha Group must be avoided. Communication and coordination take place exclusively through designated contact persons. Instructions, alignments, and decisions must be managed through defined processes and roles.

Partners are required to respect the internal responsibilities and authority structures of the Proalpha Group. Internal decision-making processes, communication channels and interfaces must be observed. Independent decision-making on behalf of the Proalpha Group is not permitted unless explicitly authorized.

All relevant information, feedback, progress updates or decisions related to the collaboration must be documented in a timely and transparent manner. The Proalpha Group expects clear and structured cooperation based on mutual trust and clearly defined responsibilities.

Partners organize their working hours independently and in accordance with the contractually agreed conditions. Services are to be provided autonomously, under their own responsibility and without integration into the Proalpha Group's working structure. It must be ensured that agreed deadlines, quality standards and designated contacts are reliably met.

9. Data Protection, Information Security, and Intellectual Property

Partners must ensure that the processing of personal data is always carried out in compliance with applicable data protection laws, such as the General Data Protection Regulation (GDPR). Consent from the data subject or another legal basis must be obtained before processing such data. This applies both to personal data of the Proalpha Group and to data of its customers or business partners accessed in the course of cooperation.

All trade and business secrets as well as other confidential information of the Proalpha Group must be treated with strict confidentiality. Such information may not be disclosed to third parties or used for purposes other than those contractually agreed without explicit authorization.

Partners are required to ensure the security of their IT systems and to regularly review them for potential vulnerabilities. Any potential threat or security breach that could affect the Proalpha Group, especially in connection with the use of system access, data or provided devices, must be reported without delay.

The protection of the intellectual property of the Proalpha Group, including copyrighted works, trademarks, patents, and technical information, must be ensured at all times. The use or disclosure of such assets is only permitted with prior explicit approval.

Partners are required to use the property and resources provided by the Proalpha Group with care and exclusively for their intended purpose. Any improper, negligent, or unauthorized use is prohibited. Entry and access regulations for buildings, office areas, data centers or other Proalpha Group sites must be fully observed. Access cards, badges and permissions may only be used for the agreed duration and the assigned tasks.

The use of provided IT systems, software licenses, networks or communication tools is permitted solely for the purpose of fulfilling the assigned services. This also applies to the use of IT systems or infrastructure provided by customers of the Proalpha Group. In such cases, partners must ensure compliance with all contractual, security-related and data protection requirements. Private use or disclosure to third parties is not permitted.

10. Export Controls and Sanctions

Partners must comply with all applicable national and international export control and sanctions regulations, including those of the European Union and the United States. This includes, in particular, restrictions on the export, re-export, or provision of goods, software, technologies, and services that can be used for both civilian and military purposes.

Conducting business with individuals, companies, or organizations listed on applicable sanctions lists is strictly prohibited. Partners are required to implement appropriate measures to prevent violations of applicable export control and sanctions regulations. This also applies to the transfer or use of Proalpha Group products, services, or know-how in the course of their activities.

11. Implementation and Management Systems

Partners are required to take appropriate measures to effectively implement the requirements of this Code of Conduct. This includes, in particular, suitable internal processes, clear responsibilities, and basic control mechanisms that ensure compliance with legal requirements and the standards outlined in this Code.

The structure and scope of these measures should be based on the nature and extent of the partner's activities as well as their specific role on behalf of the Proalpha Group. This also includes appropriate provisions for information security, data protection, and responsible conduct toward customers and third parties.

The Proalpha Group expects partners to identify risks, raise awareness among relevant employees, and ensure the quality and reliability of the services provided.

Upon request, partners must provide appropriate evidence of implementation to the Proalpha Group. This may include a self-declaration, documentation of internal procedures, or participation in audits or assessments.

Any irregularities or security-related incidents that could affect the cooperation or the interests of the Proalpha Group must be reported without delay.

The Proalpha Group expects its partners to demonstrate a strong awareness of quality. Agreed services must be performed professionally, on time, and at the agreed quality level. Continuous improvement of quality is expressly encouraged.

12. Whistleblower Mechanism

Partners are required to promptly report any potential violations of this Partner Code of Conduct or applicable laws, particularly in the areas of human rights, environmental protection, or ethical conduct. This applies to both their own violations and incidents observed within the Proalpha Group's environment.

Reports may be submitted through the Proalpha Group's whistleblower system or through an appropriate internal procedure established by the partner. In any case, it must be ensured that reports can be submitted anonymously and confidentially.

The Proalpha Group promotes a culture of open communication and accountability. Retaliation against whistleblowers is strictly prohibited. The confidentiality of all reports is guaranteed.

The Proalpha Group's whistleblower system is available at the following link:

[Proalpha Whistleblowing System](https://www.proalpha.com/en/whistleblowing-system) (<https://www.proalpha.com/en/whistleblowing-system>)

13. Contractual Consequences and Escalation

Compliance with this Code of Conduct is a fundamental basis for cooperation with the Proalpha Group. Violations of the requirements set out in this Code may lead to different consequences depending on their nature and severity. This applies in particular when partners act on behalf of the Proalpha Group or represent the company's values to third parties.

In case of non-severe violations, partners will generally be given the opportunity to remedy the situation within a reasonable period of time. If no appropriate action is taken or if a serious or repeated violation occurs, the Proalpha Group may terminate the collaboration.

Serious violations, in particular those relating to human rights, environmental obligations, or legal requirements, may result in the immediate termination of the business relationship.

Furthermore, the Proalpha Group reserves the right to consider identified violations when evaluating existing partners and selecting future business partners.

14. Acknowledgment and Commitment

Partners of the Proalpha Group acknowledge this Partner Code of Conduct as binding. Alternatively, a partner's own Code of Conduct may be applied, provided it contains requirements that are substantively equivalent with regard to human rights, working conditions, environmental protection, ethical behavior, and lawful business practices. In such cases, the partner is required to confirm in writing and under its own responsibility that its Code of Conduct fully complies with the requirements set forth in this Code. Section 13 of the Proalpha Group Partner Code of Conduct shall apply accordingly.

The Proalpha Group does not conduct any substantive review or assessment of the partner's Code of Conduct. Responsibility for the equivalence of content and for providing the required proof under legal or regulatory obligations lies solely with the partner.