

# BUSINESS PARTNER - CODE OF CONDUCT 2020

## 1. OUR CORPORATE SOCIAL RESPONSIBILITY

The respect for freedom and human rights is an essential principle of Vitesco Technologies' business activities. It creates the framework of our operations and is pre-requisite for our success. Vitesco Technologies is committed to the principle of sustainability. This includes the responsible – meaning efficient and effective – and sustainable use of available resources, at present and in the future. As a participant of the United Nations Global Compact, Vitesco Technologies has committed itself to its ten principles in the areas of human rights, labor, the environment and anti-corruption.

Vitesco Technologies is committed to honesty and integrity with respect to our entire business conduct towards employees, customers, suppliers, competitors and other stakeholders. Vitesco Technologies recognizes that legal and cultural requirements vary in a global market. Vitesco Technologies expects all of its Business Partners to act with the same fairness, honesty and responsibility and dedication to corporate social responsibility in all aspects of their business.

This Business Partner Code of Conduct highlights important standards that are consistent with Vitesco Technologies' values and which we expect each Business Partner including, but not limited to suppliers, consultants, vendors, brokers, merchants, dealers, contractors, agents and others, to observe and strictly adhere to.

## 2. COMPLIANCE WITH LAWS, RULES AND LEGAL REGULATIONS

The Business Partner will comply with all applicable laws, rules and regulations in the countries in which it operates and will maintain suitable measures to ensure Compliance with such laws, rules and legal regulations.

### **Combating Slavery and Human Trafficking**

The Business Partner will comply with all applicable laws, rules and legal regulations prohibiting slavery and human trafficking in its own business as well as in its supply chain.

### **Compliance with Antitrust Laws**

The Business Partner will strictly comply with all applicable antitrust laws, trade practice laws and any other competition laws, rules and regulations dealing for example with monopolies, unfair competition and restraints of trade, and relationships with competitors and customers. The Business Partner will not enter into agreements with competitors or engage in other acts that may unfairly impact competition, including, but not limited to, price fixing or market allocations.

### **Combating Corruption**

Vitesco Technologies does not tolerate any form of corruption. Thus, the Business Partner will comply with applicable laws and regulations concerning bribery and anti-corruption, including those concerning foreign corrupt practices.

The Business Partner will neither engage in nor tolerate any form of corruption, bribery, theft, embezzlement, or extortion or the use of illegal payments, including without limitation, any payment or other benefit conferred on any individual, company or government official, for the purpose of influencing the decision-making process in violation of applicable laws. Specifically, the Business Partner must not offer illegal benefits or illegal favors such as bribe payments, kick-backs, or other illegal benefits including inappropriate gifts and undue hospitality towards Vitesco Technologies employees for the exchange of business opportunities.

### **Conflict Minerals**

The Business Partner is aware of applicable legal requirements in relation to “conflict minerals” including tin, tantalum, tungsten, their ores and gold originating from conflict areas and shall ensure compliance with such laws. Additionally, the Business Partner will take best efforts to avoid the use of raw materials in its products that directly or indirectly finance armed groups violating human rights.

### **Export and Import Regulations**

The Business Partner will comply with all applicable import and export control laws, including without limitation, sanctions, embargoes and other laws, regulations, government orders and policies controlling the transmission or shipment of goods, technology and payments.

### **Prevention of Money Laundering**

At Vitesco Technologies we expect our Business Partners to comply with all applicable statutes governing the prevention of money laundering and not to participate in any money laundering activity.

### **3. CONFLICT OF INTEREST**

Employees are expected to act in the best interest of their company. Private interests and personal consideration shall not affect any business decision. Vitesco Technologies as well as the Business Partner will avoid any activity or situation which may lead to a conflict of private interest of a Vitesco Technologies employee or Business Partner and the business interest of Vitesco Technologies. A Business Partner becoming aware of a conflict of interest situation will immediately notify Vitesco Technologies about this.

### **4. RESPECT FOR HUMAN RIGHTS, ANTI-DISCRIMINATION AND WOMEN'S EMPOWERMENT**

Vitesco Technologies respects human rights and actively promotes their observance. We follow the Universal Declaration of Human Rights of the United Nations, which requires each individual, every organ of society and, by extension, economic agents and businesses, to contribute towards the observation of these rights. In addition, Vitesco Technologies respects the tripartite Declaration of Principles concerning Multinational Enterprises and Social Policy of the UN International Labour Organization as well as the OECD Guidelines for Multinational Enterprises. Vitesco Technologies strives at providing people with goods while maintaining our competitive capacity. The Business Partner will treat all individuals with respect and fairness and will observe basic human rights set forth, for example, in the Universal Declaration of Human Rights of the United Nations and the Tripartite Declaration of Principles concerning Multinational Enterprises and Social Policy of the UN International Labour Organization (ILO), including, but not limited to, the prohibition of forced or child labor, and the provision of reasonable wages, social benefits, working hours, freedom of association and other fair working conditions in compliance with applicable laws.

The Business Partner will maintain an environment with no retaliation, free of discrimination and harassment on the basis of gender, age, race, skin color, ethnicity, culture or national origin, citizenship, religion or religious beliefs, physical or mental disability, veteran status, sexual orientation or any other characteristics protected by applicable law.

Vitesco Technologies supports the UN Women's Empowerment Principles and believes that empowering women to participate fully in economic life across all sectors is essential to build stronger economies, achieve internationally agreed goals for development and sustainability, and improve the quality of life for women, men, families and communities.

Vitesco Technologies strongly encourages its suppliers to:

- › Join Vitesco Technologies in formally supporting the UN Women’s Empowerment Principles
- › Ask business partners and peers to respect the company’s commitment to advancing equality and inclusion
- › Respect the dignity of women in all marketing and other company materials

## **5. PRODUCT SAFETY, HEALTH, AND ENVIRONMENT**

With our processes and products, Vitesco Technologies desires to make a substantial contribution to the sustainable use of resources, environmental protection, including climate protection in particular. Vitesco Technologies strives to save resources by continually aligning our production, quality and performance of our products with environmental soundness, and by reducing consumption of energy, water, raw materials and supplies.

The Business Partner will support Vitesco Technologies in these efforts. Thus, the Business Partner will be committed to manufacture and deliver safe products to Vitesco Technologies and provide a safe working environment that supports accident prevention and minimizes exposure to health risks to the Business Partner’s employees.

The Business Partner will comply with applicable laws and regulations on environmental protection and will preserve resources and protect the environment as much as possible.

## **6. DATA PROTECTION, CONFIDENTIAL INFORMATION AND INTELLECTUAL PROPERTY**

The Business Partner will comply with all applicable laws concerning data protection. It is the Business Partner’s responsibility to ensure that any confidential business information or trade secrets gained by virtue of the business activities with Vitesco Technologies (hereinafter referred to as “Confidential Information”) is held in strict confidence and not improperly used or disclosed to third parties. Furthermore, the Business Partner will protect and secure Vitesco Technologies’ intellectual property as Confidential Information.

## **7. COMPLIANCE WITH THIS BUSINESS PARTNER CODE**

Vitesco Technologies regards the provisions of this Business Partner Code, which we shall amend from time to time, to be essential for the business relationship between Vitesco Technologies and the Business Partner. Therefore, compliance with the provisions herein is essential for the business relationship between Vitesco Technologies and the Business Partner which is acknowledged and agreed by the Business Partner.

In case of significant breaches by the Business Partner of this Business Partner Code, Vitesco Technologies reserves the right to terminate the business relationship with the Business Partner subject to applicable laws.

Vitesco Technologies reserves the right to audit the Business Partner's compliance with this Business Partner Code in an appropriate manner. Any audit will be scheduled at business hours mutually agreed with the Business Partner and by the Business partner providing an appropriate level of documentation which substantiates in a clear and transparent manner the adherence to this Business Partner Code.

The Business Partner will use its best efforts to be familiar with the business practices of its suppliers, sub-contractors and other business partners and to require all such suppliers, sub-contractors and business partners to comply with this Business Partner Code or the values laid down herein.

The Business Partner and Vitesco Technologies will discuss any questions in relation to this Business Partner Code in a trustful and respectful manner.

The Business Partner is encouraged to report violations of this Business Partner Code to the Vitesco Technologies Compliance and Anti-Corruption Hotline. Contact details are available on the Vitesco Technologies website ([www.vitesco-technologies.com](http://www.vitesco-technologies.com)).

We hereby confirm that we share, respect and adhere to and apply the Business Code values as stated in the above Business Partner Code

Company name: \_\_\_\_\_

Location: \_\_\_\_\_

Date and Signature: \_\_\_\_\_

Function of Signee: \_\_\_\_\_

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For all its subsidiaries