

Code of conduct for suppliers¹ of the SanData IT Group

(Code of Conduct)

Stand: Juli 2024

The following companies belong to the **SanData IT Group**:

SanData EDV-Systemhaus GmbH,

SanData Solutions GmbH,

SanData Technology GmbH

City Computer Contor GmbH

ProTeam Business Solutions GmbH

The term SanData IT Group is used below as a representative of the individual companies

¹ For reasons of better readability, no gender-specific differentiation is made.

Foreword

The SanData IT Group (hereinafter referred to as "SanData") is committed to ecologically and socially responsible corporate governance. We expect the same behavior from all our suppliers. We also expect our employees to observe the principles of ecological, social and ethical behavior and to integrate them into the corporate culture. We also strive to continuously optimize our business activities and our products and services in terms of sustainability and ask our suppliers to contribute to this in the sense of a holistic approach.

For future cooperation, the contracting parties agree to the validity of the following regulations for a joint code of conduct. This agreement shall form the basis for all future deliveries. The contracting parties undertake to comply with the principles and requirements of the Code of Conduct and to endeavor to contractually oblige their subcontractors to comply with the standards and regulations set out in this document. This agreement comes into force upon signing. A breach of this Code of Conduct may ultimately be cause and reason for the company to terminate the business relationship, including all associated supply contracts.

The Code of Conduct is based on national laws and regulations such as Act on Corporate Due Diligence Obligations in Supply Chains (LkSG) as well as international conventions such as the United Nations Universal Declaration of Human Rights, the Guidelines on the Rights of the Child and Business Conduct, the United Nations Guiding Principles on Business and Human Rights, the International Labor Standards of the International Labor Organization and the United Nations Global Compact.

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1. Scope of application

This Code applies to all suppliers (hereinafter referred to as "business partners") with whom companies of the SanData IT Group enter into a business relationship.

2. Compliance with the law

Business partners must comply with all laws and regulations applicable to their business activities, including the local laws and regulations of all countries outside Germany in which operational or strategic business is conducted or services are provided.

3. Ban on bribery and corruption

3.1 Anti-corruption laws

Business partners must comply with the anti-corruption laws, guidelines and regulations that apply to business activities in the countries in which they do business, regardless of local customs. This also includes compliance with anti-corruption laws with extraterritorial application.

All forms of bribery and corruption are prohibited. No business partner may offer, give or accept bribes. Bribery is a criminal offense, both bribery in business dealings and bribery of a public official or the granting of advantages and facilitation payments. In particular, all business partners are prohibited from directly or indirectly offering, promising, granting or accepting inappropriate material or other benefits for the purpose of obtaining orders or unlawful advantages (corruption).

Business partners are expected to conduct appropriate due diligence to prevent and detect bribery and corruption in all business arrangements, including partnerships, the engagement of contractors and subcontractors, joint ventures, offset arrangements and the engagement of third parties, such as intermediaries, commercial agents or consultants.

3.2 Unauthorized payments

Business partners must not offer or agree to receive illegal payments from customers, subcontractors, their agents, representatives or others. We expect business partners to prohibit their employees from accepting, paying and/or promising any amount of money or anything of value, directly or indirectly, with the intention of exerting improper influence or obtaining improper benefits. This prohibition also applies at locations where such activities may not violate local law.

Business partners may not offer, promise, make or accept any unauthorized payments of money or anything of value to public officials, government officials, political parties, candidates for public office or other persons.

This includes a prohibition on so-called "facilitation" or "grease" payments intended to expedite or secure the performance of a routine governmental act, such as obtaining a visa or customs clearance, unless there is a formal legal fee schedule for such expediting services in exchange for a receipt. Payments for personal security are permitted if there is an imminent threat to health or safety.

3.3 Business relations

Relationships between companies as well as employees and their business partners – e.g. with subcontractors and customers as well as with government agencies and their employees, etc. – must be characterized by transparency, especially in purchasing and sales. This also applies to relationships with former employees and, in particular, relatives of employees who directly or indirectly supply the business partner with goods or services.

Employees of business partners who are involved in contract negotiations with authorities must be familiar with the guidelines for the bidding process applicable to the respective country and must not violate them. Business partners must compete for contracts by fair and legal means and conduct contract negotiations in compliance with all legal requirements.

3.4 Fraud and deception

Business partners must not attempt to gain an advantage of any kind by fraud, deception, false pretenses or by allowing another person representing them to do so. This includes fraud or theft and any misappropriation of property or information.

3.5 Competition and antitrust law

The business partners may not enter into any formal or informal anti-competitive agreements that, for example, fix prices, manipulate offers, limit supply or divide/control markets. They may not exchange current, past or future price information with competitors. Business partners may not participate in a cartel or in activities that would unlawfully restrict or impair competition.

3.6 Gifts / Business courtesies

We expect our business partners to compete on the merits of their products and services. Business partners must not use the exchange of business courtesies to gain an unfair competitive advantage. In any business relationship, business partners must ensure that the offering or acceptance of gifts or business courtesies is permissible under applicable laws and regulations and that such exchanges do not violate the rules and standards of the recipient's organization and are consistent with appropriate market customs and practices. No cash gifts or cash equivalents may be offered or accepted.

3.7 Conflict of interest

We expect business partners to avoid all conflicts of interest or situations that give the appearance of a potential conflict of interest. Business partners will notify all affected parties immediately if an actual or potential conflict of interest arises. This includes a conflict between the interests of the business partner and/or its subcontractors and personal interests or those of close relatives, friends or acquaintances.

4. Global trade compliance

4.1 Import

Business partners must ensure that their business practices are in compliance with all applicable laws, guidelines and regulations for the import of parts, components, technical data and services.

4.2 Export and sanctions

Business partners must ensure that their business practices comply with all applicable laws, policies and regulations, including economic sanctions and embargoes, governing the export and transfer of parts, components and technical data and services. Business partners must provide truthful and accurate information and, if required, obtain export licenses and/or approvals.

4.3 Responsible sourcing of minerals

Business partners must comply with applicable laws and regulations regarding the direct and indirect sourcing of critical materials and conflict minerals (i.e., when incorporated into purchased products). These materials include "conflict minerals" (tin, tungsten, tantalum and gold), rare earths, and other minerals or metals (e.g. bauxite, cobalt, titanium, lithium). Business partners must implement a policy and management system to reasonably ensure that the "conflict minerals" and critical materials that may be contained in the products they supply are sourced responsibly (i.e. with limited environmental impact and without compromising human rights). Business partners must support efforts to prevent the use of conflict minerals that directly or indirectly finance, or benefit armed groups that commit serious human rights violations. Business partners must conduct due diligence and, upon request, provide supporting data on their sources and supply chain for these minerals and point out possible doubts regarding the origin and / or means of production. In the event that the supply chain of the delivered material is "indeterminable" or otherwise unknown, the business partners must either obtain the relevant certifications or exclude this source of the minerals.

4.4 Counterfeit parts

We expect business partners to develop, implement and maintain effective methods and processes appropriate for their products to minimize the risk of supplying counterfeit parts and materials. Effective processes must be in place to detect, report and quarantine counterfeit parts and materials and to prevent such parts from reentering the supply chain. If counterfeit parts and/or materials are detected or suspected, business partners must notify the recipients of such counterfeit parts and/or materials immediately.

4.5 Product safety and quality

We expect our business partners to comply with all laws and regulations on product safety and quality while delivering products and/or services in accordance with the agreed product safety and quality standards.

We expect our business partners to have quality assurance processes in place to identify any deficiencies and take corrective action.

4.6 Money laundering prevention

We expect our business partners to comply with the legal regulations on the prevention of money laundering.

5. Keeping correct records

We expect our business partners to have adequate controls in place to create, store and maintain business records accurately and securely and not to alter any record to obscure or misrepresent the underlying transaction. All records, regardless of format, created or received as evidence of a business transaction must fully and accurately represent the transaction or event being documented. Records must be retained in accordance with applicable retention requirements.

6. Social responsibility

6.1 Exclusion of child labor, forced labor and human trafficking

No forced labor, slave labor or comparable work may be used. All work must be voluntary and without threat of punishment. Employees must be able to terminate their work or employment relationship at any time. Furthermore, there must be no unacceptable treatment of workers, such as psychological hardship, sexual and personal harassment and humiliation. The hiring or use of security personnel must be prohibited if persons are treated in an inhumane or degrading manner or are injured during their deployment or if freedom of association is impaired. No employees who are not at least 15 years old may be employed. In countries that fall under the exception for developing countries in ILO Convention 138, the minimum age may be reduced to 14 years.

6.2 Fair remuneration

The remuneration for regular working hours and overtime must correspond to the national statutory minimum wage or the minimum standards customary in the industry, whichever is higher. The remuneration for overtime must in any case exceed the remuneration for regular hours. If the remuneration is not sufficient to cover the costs of normal living expenses and to build up a minimum level of reserves, the supplier is obliged to increase the remuneration accordingly.

Employees must be granted all legally prescribed benefits. Deductions from wages as a punitive measure are not permitted. The supplier must ensure that employees receive clear, detailed and regular written information on the composition of their remuneration.

6.3 Fair working hours

Working hours must comply with applicable laws or industry standards. Overtime is only permitted if it is voluntary and does not exceed 12 hours per week, while employees must be granted at least one day off after six consecutive working days. The weekly working time may not regularly exceed 48 hours.

6.4 Freedom of association

The right of employees to form and join organizations of their choice, to bargain collectively and to strike must be respected. In cases where freedom of association and the right to collective bargaining are restricted by law, alternative possibilities for independent and free association of employees for the purpose of collective bargaining must be granted. Employee representatives must be protected from discrimination. Employees must not be discriminated against on the basis of founding, joining or being a member of such an organization. Employee representatives must be granted free access to the workplaces of their colleagues in order to ensure that they can exercise their rights in a lawful and peaceful manner.

6.5 Prohibition of discrimination

Discrimination and unequal treatment of employees in any form is not permitted unless it is justified by the requirements of employment. This applies, for example, to discrimination based on gender, race, ethnic or social origin, skin color, disability, health status, political conviction, origin, ideology, religion, age, pregnancy or sexual orientation. The personal dignity, privacy and personal rights of each individual are respected.

6.6 Health protection, safety in the workplace

The supplier is responsible for a safe and healthy working environment. By applying an occupational safety management system in accordance with ISO45001, or setting up and applying equivalent occupational safety systems, necessary precautionary measures are taken against accidents and damage to health that may arise in connection with the activity. Suitable measures must be taken to prevent excessive physical or mental fatigue. In addition, employees are regularly informed and trained on applicable health protection measures and safety standards. Employees are provided with access to sufficient quantities of drinking water and access to clean sanitary facilities.

6.7 Dealing with conflict minerals

For the conflict minerals tin, tungsten, tantalum and gold, as well as for other raw materials such as cobalt, the company establishes processes in accordance with the Organization for Economic Cooperation and Development (OECD) Due Diligence Guidance for Responsible Supply Chains of Minerals from Conflict-Affected and High-Risk Areas and expects its suppliers to do the same. Smelters and refineries without appropriate, audited due diligence processes should be avoided. Our suppliers are required to fulfill their due diligence obligations along the supply chain for raw materials. This includes implementing measures to ensure that the minerals used by the supplier – in particular tantalum, tin, tungsten, gold and cobalt – do not contribute to the direct or indirect promotion or support of armed conflicts and serious human rights violations, such as child and forced labor or slavery.

7. Ecological responsibility

Protecting the climate and the environment is an integral part of our corporate development, which is characterized by sustainability. A guiding principle of our business activities is therefore the responsible and careful treatment of the environment and its resources. In this way, we ensure the long-term economic success of our company and help to create good living conditions for future generations. The supplier undertakes to comply with all applicable environmental protection standards and regulations. In addition, it thinks and operates in a future-oriented manner and carefully assesses the impact of its business activities on the environment and climate with the aim of continuously reducing and avoiding negative impacts and the consumption of resources. Every employee shares responsibility for protecting the environment in their immediate working environment. This includes the efficient and economical use of energy and consumables such as water and paper as well as compliance with all waste management guidelines at its sites. Resource efficiency and ecological aspects also play a key role when working with partners, producers, suppliers and customers. This applies in particular to the entire life cycle of its products in terms of their manufacture, packaging, use and disposal. It is committed to continuously improving the environmental footprint of the products and services it offers. When designing, equipping and operating its sites, it also relies on the use of renewable energies and advanced technologies to protect the environment.

8. Ethical business conduct

8.1 Fair competition

The standards of fair business, fair advertising and fair competition must be observed. In addition, the applicable antitrust laws must be applied, which in particular prohibit agreements and other activities that influence prices or conditions when dealing with competitors. These regulations also prohibit agreements between customers and suppliers that are intended to restrict customers' freedom to determine their own prices and other resale conditions.

8.2 Confidentiality/data protection

The supplier undertakes to meet the reasonable expectations of its client, suppliers, customers, consumers and employees with regard to the protection of private information. The Supplier shall comply with data protection and information security laws and regulatory requirements when collecting, storing, processing, transferring and disclosing personal information.

8.3 Integrity/bribery, taking advantage

The highest standards of integrity must be applied to all business activities. The supplier must have a zero tolerance policy against all forms of bribery, corruption, extortion and embezzlement. Procedures for monitoring and enforcing standards shall be implemented to ensure compliance with anti-corruption laws.

9. The Act on Corporate Due Diligence Obligations in Supply Chains (LkSG)

All direct suppliers of the SanData IT Group must comply with and implement the human rights and environmental requirements of the German Act on Corporate Due Diligence Obligations in Supply Chains (LkSG). The SanData Code of Conduct for Suppliers (CoC) largely contains the essential requirements from SanData's point of view. However, should further or more far-reaching requirements arise from the LkSG, these must be complied with accordingly by the supplier.

The following internal processes in particular must be ensured in order to guarantee the due diligence obligations arising from the law:

- Establishment of risk management
- Definition of an internal company responsibility
- Carrying out regular risk analyses
- Submission of a policy statement on the company's human rights strategy
- Anchoring prevention measures in the company's own business area and vis-à-vis direct suppliers
- Taking remedial action in the event of grievances
- Establishment of a company complaints procedure
- Implementation of due diligence obligations in relation to risks with indirect suppliers
- Documentation and reporting on the fulfillment of due diligence obligations

10. Acknowledgement and consent of the supplier

By signing this document, the supplier undertakes to act responsibly and to comply with the principles/requirements listed. The supplier undertakes to communicate the content of this code to employees, agents and subcontractors in a way that is understandable to them and to take all necessary precautions to implement the requirements. The Supplier agrees that this declaration shall be governed by the substantive law under which the supply contracts between SanData and us are concluded. In the event that no such agreement exists, this declaration shall be governed by the substantive law of the Federal Republic of Germany to the exclusion of standards referring to other legal systems.

Place, date

Signature

Name (in block letters)

Company stamp

This document must be signed and returned by a duly authorized representative of the company.