

## **Corporate Guideline Code of Conduct**

Status as of 01 September 2010

According to the "Values and Principles of the Körber Group" it goes without saying that we abide by the applicable laws and regulations everywhere in the world. The Executive Board of Körber AG is convinced that sustainable financial success is intrinsically tied to compliance with these values and principles. These values and principles as well as the following code of conduct must thus be characteristic for our conduct towards our business partners and employees. For this reason, employees of the Körber Group are obligated to observe the applicable laws as well as high ethical standards within the scope of their activities.

### **1. Scope of application and employee responsibility**

This code of conduct is binding for all employees, directors and officers of the Körber Group, hereinafter referred to as **employees**.

### **2. Ethical conduct and compliance with applicable laws**

Each employee is obligated to observe high standards of ethical conduct and comply with all applicable national and international laws. In all activities and business relationships, each employee is to act in a fair, respectful and trustworthy manner and uphold and promote the reputation of the Körber Group.

Each employee is obligated to respect human rights. In particular, any form of discrimination is impermissible – whether this be due to race, ethnic background, age, religion, convictions, gender, sexual orientation, marital status, disability or any other characteristic if this violates an applicable law.

Any form of child or forced labor is prohibited, as are working conditions or forms of treatment that violate international laws and conventions.

### **3. Environmental protection**

Environmental protection is a high priority for the Körber Group. This is why we handle resources and pollutants in a responsible manner.

### **4. Protecting corporate assets**

Each employee has an obligation to protect corporate assets from abuse and loss. As a matter of principle, corporate assets may only be used for business purposes unless private use is authorized. Each employee is also obligated to protect the intellectual property of the Körber Group, e.g. patents, trademarks and know-how, from attacks or loss. The intellectual property of others is to be respected.

## **5. Handling information**

Business secrets and other sensitive information are to be handled confidentially and protected from disclosure to unauthorized persons. This also applies to inventions and other know-how. Employees that have access to business secrets and other sensitive information may not pass them on to third parties without authorization or use them for purposes other than business purposes.

Business documents and data storage devices are to be protected from unauthorized access by third parties. Personal data may only be collected, used and stored according to the applicable data protection regulations.

## **6. Competitive conduct**

Antitrust laws are intended to secure and maintain free and genuine competition in the interest of all market participants.

Each employee is thus obligated to observe the applicable antitrust laws and other laws intended to regulate competition.

## **7. Corruption**

Corruption is rejected in any kind of business dealings both domestically and abroad. We shall forego a business transaction and the achievement of internal targets if this can only be achieved by breaking the law. The following are prohibited in particular:

- Offering, promising or granting a domestic or foreign official a personal, financial or other advantage for the performance or omission of an official act
- Offering, promising or granting members or representatives of domestic or foreign companies personal, financial or other advantages
- Allowing acts of corruption to be carried out with the help of others, e.g. with the help of relatives, friends, dealers, advisors or agents / intermediaries
- Supporting the illegal actions of other individuals
- Encouraging or accepting personal, financial or other benefits from business partners or their employees.

Gifts and invitations by business partners within the scope of business relationships are exempted from the above prohibitions if they stay within the framework of common business hospitality, customs and politeness and do not violate any laws.

## **8. Conflict of interest**

The employees of the Körber Group are obligated to avoid activities that could lead to a conflict of interest. As a matter of principle, there is to be no awarding of contracts to closely affiliated individuals (e.g. spouses, domestic partners, relatives and friends) or to companies at which closely affiliated individuals are employed in a key function or in which they hold a significant share or for which they act as our negotiation partner.

## **9. Fight against money laundering**

The Körber Group only works together with reputable business partners that act within the framework of statutory provisions and do not use illegal funds. Each employee is obligated to comply with the laws against money laundering and immediately report suspicious facts that may indicate money laundering.

## **10. Implementation**

The Körber Group will ensure that the code of conduct is observed in an active and ethically responsible manner. All employees of the Körber Group must support this code. Actions that do not comply with this code must be corrected immediately. Violations are subject to appropriate disciplinary measures that can include the termination of the employment contract without notice, and may lead to claims for damages.

Körber AG

The Executive Board