welser profile

Code of Conduct

of the Welser Profile Group

www.welser.com

Imprint: © Welser Profile GmbH • Prochenberg 24 • A-3341 Ybbsitz / Austria • Layout and Outwork: Reichl und Partner Werbeagentur Gesellschaft m.b.H. • Printed by Druckerei Queiser • 4th edition-EN-06.2019

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1. Foreword

Ladies and Gentlemen,

The Welser Profile Group[1] is a globally operating, family-run enterprise with three production sites and numerous international sales offices.

Our customers are represented in all sectors.

As a reliable business partner, we take responsibility for dealing with our customers, suppliers, employees[2] and other business partners. We have therefore compiled a Code of Conduct to support our employees in independently performing their business operations. This forms the basis for morally, ethically and legally correct conduct by all Welser employees.
Our employees are an integral part of the success of our company and are largely responsible for the trust placed in the company and our excellent reputation. This is precisely why we consider it important to set out clear ethical and moral guidelines and principles in our business life. This Code of Conduct is an essential foundation for doing so. The example set by each individual should make this Code of Conduct a vital part of our corporate culture.

In addition to this Code of Conduct, we have set guidelines for ourselves which sometimes provide for a more stringent standard than the law requires and provide guidance for our employees.

Ybbsitz, 2017

Management

[1] The abbreviation "Weiser" is also used hereinafter for the "Welser Profile Group".
[2] In this text the term "employee" is used to mean both male and female employees; other gender-specific terms also apply automatically hereinafter to both genders.

2. Introduction and Objectives

As a result of its international activities, the Welser Profile Group is subject to a number of social, political and legal conditions and must comply with them.

Any breaches of these conditions, especially of a country's legal system, may cause significant financial disadvantage to the company and damage its reputation in the long term.

This Code of Conduct forms the basis for all business activities and decisions taken at Welser. It forms the basis for morally, ethically and legally correct conduct by all the company's employees.

If laws, guidelines, instructions, or this Code of Conduct are breached, the employee in question must expect disciplinary consequences. Moreover, any contraventions may also result in consequences under criminal and civil law, such as claims for legal recourse or compensation for the person involved.

If necessary, the Code of Conduct will be updated and where appropriate supplemented to cover effective guidelines for specific countries or regions.

3. Scope of Application

This Code of Conduct forms the basis for cooperation within the Welser Profile Group.

It is therefore applicable to the company as a whole and each employee is obliged to comply with it. Our Code of Conduct constitutes an objective for the entire compliance program and all compliance activities at Welser.

4. Responsibility

Each individual employee is personally responsible for observance and implementation of the Code of Conduct.

Our executives serve as an example to employees in terms of compliance behaviour and are therefore a role model in implementing the Code of Conduct. They must instruct employees in dealing with the Code of Conduct, monitoring observance and, if necessary, training staff with support from the responsible company departments.

When interpreting the Code of Conduct rules, we are guided by common sense and, if appropriate, we ask whether our behaviour might give rise to criticism on ethical and moral grounds. In doing so, country-specific standards and traditions in particular must be considered. If there are rules in law, there is no room for discretion.
We also undertake to strictly observe applicable local laws and our internal company rules in all our business activities and decisions.

We are obliged to inform ourselves comprehensively about applicable laws in the relevant area of responsibility and internal guidelines and rules and to contact the relevant departments in cases of doubt.

If anything is unclear or there are questions, each employee may contact his immediate supervisor or the **Compliance Officer for the Welser Profile Group, Benedikt Geusau (b.geusau@welser.com)** or the **Compliance Officer for Germany Markus Kepp (m.kepp@welser.com)** for advice and assistance in taking decisions.

5. Respect and Integrity

Based on the UN Charter and the European Convention on Human Rights, human rights are regarded as fundamental values to be respected and observed.

Our corporate culture acknowledges and welcomes the fact that each person is unique and valuable and is to be respected for his individual abilities.

Our company is opposed to any kind of discrimination, in particular on grounds of age, gender, skin colour, race, sexual orientation, religion or disability, and under any circumstances will it tolerate discriminatory behaviour within the company group.

These principles also apply to conduct in respect of outside parties with whom we work.

6. Fair Working Conditions

The Welser Profile Group intends to offer all employees fair, equal and equitable working conditions.

All national, European and international employment and social law standards will be observed. Such compliant behaviour is also expected of all parties with whom we do business. In addition to these employment and social law standards, we are committed to appropriate and equitable wage and salary agreements and respect the right of our employees to enter into collective agreements and social partnerships.

Safety at work is another important concern for Welser, meaning that all employees can perform their work without risk to health. We are always anxious for our employees to maintain a healthy and risk-free working environment, by observing statutory provisions and regulations on health and safety at work.

Each employee shares responsibility for occupational health and safety in his department. The consumption of alcohol, drugs and other substances affecting consciousness during working hours is therefore strictly prohibited.

7. Sustainability

As an eleventh-generation traditional family-run enterprise, passing on our experience in metal processing has top priority.

Training our specialists within the company ensures that the technical expertise of employees with several years' experience is passed on and continually expanded.

Resource-efficient and environmentally-friendly production also constitutes a central pillar of our philosophy, thereby improving working conditions, minimizing risks and reducing production costs. Ongoing investments in our production sites, which are gradually being expanded with identical options, ensure secure workplaces for generations.

We are a constantly reliable partner for our clients, manufacturing high-quality products for all areas of life. The long-term success of family-run enterprise Welser Profile creates secure workplaces.

8. Corruption/Bribery/ Acceptance of Gifts

We are committed to fair and equal competition and therefore have a particular concern in opposing any kind of corruption.

We do not accept giving or receiving benefits, gifts or invitations if they are intended to influence specific or future business transactions in an unauthorized manner or could create such an impression. The only exceptions are gifts of low value and hospitality within the scope of customary business practices. All other gifts must be refused or returned and your immediate supervisor must be informed.

Offering or receiving cash or perks having a monetary value is always prohibited.

There is a clearly defined procedure for donations and sponsorships, which must be strictly observed by each employee.

All our employees can find more specific instructions and behavioural rules on the provision of benefits and invitations in the anti-corruption policy.

Country-specific laws and practices must also be considered and will take precedence over our guidelines if their benchmark is stricter.

9. Conflicts of interest

In the course of business operations, situations might be encountered in which our personal or economic interests conflict or may conflict with our company's interests.

In such situations, we are committed to acting exclusively in the interests of the company. Given that such conflicts of interest cannot always be excluded, we deal with such situations transparently.

If there are current or potential conflicts of interest, even if only the appearance of such a conflict of interest might arise, we provide full disclosure to the relevant supervisor immediately without being requested to do so and request specific approval if necessary.

Conflicts of interest may arise in particular in relation to the following matters:

- Secondary employment activities may conflict with our obligations or result in a conflict of interest and therefore require the prior written approval of the supervisor and the responsible HR department must be informed. The same applies to involvement in supervisory boards or advisory boards of companies outside the Welser Group.

- Commercial involvement with competitors or companies with which Welser does business, especially with customers or suppliers, is not permitted (except for minor investments in listed companies, provided that the investments correspond to usual asset management). Any such investments conducted by close relatives must be verifiably reported to the relevant supervisor. Close relatives include spouses or partners of the employee, his parents, siblings and children, as well as other persons living in the same household as the employee for at least one year.

- Such transactions with companies or persons with whom we do business must also be reported in good time before the start of contract negotiations if the persons making business decisions or directly negotiating on behalf of the other party are close relatives.

- Conflicts of interest may also arise through employees being related to other employees who work in the same department. In such cases the supervisor must be informed about the relationship.

10. Fair Competition

Transparent and fair conduct on the market protects our long-term interests and ensures our competitiveness.

Restriction of free competition and breaches of provisions under competition and antitrust law are incompatible with our corporate philosophy and culture and with our self-perception.

Breaches of antitrust regulations may have serious consequences for all group employees. In particular, such breaches may result in large fines and compensation payments and in some countries may even result in imprisonment. Verbal agreements and concerted practices are penalised in the same way as written agreements.

In the course of business operations, we must observe the following behavioural guidelines:

- No agreements that determine or influence competitive behaviour may be made with competitors on business issues. This applies in particular to agreements and arrangements which are aimed at or result in the fixing of prices or production capacities, distribution of markets and customers or the boycott of customers or other competitors.
- No unfair business practices may be employed or pressure exerted on intermediaries to distribute products at a specific price.
- No agreements or arrangements may be concluded with regard to submitting sham offers.

Talking about confidential matters, such as prices and terms of sales, costs, production capacities, stocks or similar confidential information, in discussions and contacts with competitors is prohibited.

Activity in associations and, in particular, participation in association meetings constitute an important basis for representing the interests of industrial and commercial groups within the framework of national and international legislation. We must also observe the principles and behavioural guidelines set out above and are obligated to behave in compliance with antitrust law. If we detect behaviour in violation of antitrust laws by other participants on such committees or on the margins of such association events, we must immediately withdraw from these committee or associations and notify our supervisors about them.

Other behavioural rules and significant issues and factors related to behaviour in compliance with antitrust and competition law can be found in the antitrust and competition law guidelines, which are given to all our employees and provide guidance for behaviour under antitrust and competition law.

11. Handling Corporate Information/ Confidentiality

The course of professional activity, including information outside the employee's sphere of activity, may not be used to pursue personal interests, nor may it be made available to benefit third-party interests.

Every employee must ensure that corporate information of any kind (including, but not restricted to, documents, extracts, files, drawings, plans and pre-printed forms including reproductions thereof on paper or electronic or other data storage media) must be kept secure at all times. If such information is required outside the company for business reasons, it must be protected against third-party inspection or access.

Strict confidentiality must be maintained about all trade and business secrets and issues relevant to the company, particularly research and development

activities, acquisition strategies or objectives and material investments, regardless of the source of such information. If other parties with whom we do business are involved (e.g., suppliers, consultants), appropriate non-disclosure agreements must be entered into with the coordination of the relevant legal department (see document "FB-ULW:01-08 Geheimhaltungsverpflichtung- Sicherheitshinweise Besucher").

Information from which trade and business secrets can be derived must also be handled confidentially and access may only be granted to those employees who require such information for their professional activity.
We must store it securely. The same applies to information in which parties with whom we have contracts have an interest in confidentiality, in particular, if a corresponding non-disclosure agreement has been concluded.

Disclosure of data to market research institutions or industry directories, which use such data for market reporting (so-called "market information procedures"), is only admissible pursuant to consultation with the Management Board and provided that the reported data are handled confidentially. In particular the organizer of the market information procedure may only use the reported data to compute and publish statistical information on the entire market, which does not allow for conclusions to be drawn on the individual data of individual participants. Further details are set out in the "Antitrust Law" Guidelines, in the section on handling commercially sensitive information.

The confidentiality obligation will continue to exist without restriction even after termination of employment. In addition, relevant confidentiality provisions in contracts of employment apply.

Focus on IT use:

In order to limit the general risks of IT use, Welser-specific guidelines and security rules must be observed. IT devices (such as PCs and notebooks) must always be stored appropriately and furnished with password protection when technical capabilities allow.

Only directly required data should be carried on business trips. Personal passwords may not be disclosed to other employees or third parties. In cases of substitution, clear and verifiable arrangements shall be made. Any stolen, lost or misplaced corporate data must be reported to the relevant supervisor immediately. If they are electronic data, passwords shall be blocked or other appropriate measures taken immediately in consultation with the responsible IT department.

12. Data Protection

We believe that having the trust of our customers, business partners and employees is of central importance for our company to be successful in the long-term.

Protecting the personal data of our customers, business partners and employees is, therefore, one of our major concerns. Processing personal data in a way that is contrary to the applicable data protection regulations is not compatible with our corporate culture and brand identity.
This is why we place great value on the provisions of European and national data protection laws (in particular the GDPR). As data protection can only be successful if it is taken into account during all working processes and lived out by all employees of the company, all Welser employees are obliged to comply with data protection.

How Welser Protects Your Personal Data

We process personal data only on the basis that there are specific legal grounds to do so and to the extent necessary for the respective purpose of processing. In this respect, we always observe data protection principles and ensure adequate security of processing by taking extensive technical and organisational measures. Transparency is a top priority at Welser and data subjects are therefore extensively informed about how their personal data is processed. Inquiries from those affected are dealt with promptly and comprehensively.

Data protection as a part of our everyday working life

Data protection regulations and principles must be observed by all employees in their day-to-day activities. By paying sufficient attention to situations relevant to data protection, combined with awareness of data protection-compliant behaviour and the correct response, we can work together to ensure that personal data is effectively protected.

In everyday office life, personal data must always be protected in the best way possible. When leaving the workplace, screens must always be locked and documents and data carriers that contain personal information must be stored away securely.

Access to and dissemination of personal data shall only take place to the extent permitted by law and to the extent necessary for carrying out a specific task.
Particular care is taken if personal data have to be taken to or processed in public areas in individual cases for professional reasons. In particular, laptop screens as well as documents must be protected from unauthorised access. In the case of public conversations/telephone calls, the persons involved must take themselves away to a separate area and no personal data may be exchanged.

If, despite extensive sensitisation and security measures, a data protection incident should still occur, this must be reported immediately. The incident shall then be thoroughly investigated, assessed and resolved by our data protection experts. We view any incident as an opportunity to improve our data protection measures further in order to ensure our customers, employees and business partners receive the best possible protection of their personal data.

Further rules of conduct as well as information on essential aspects of data protection in everyday working life can be found in the Data Protection Guideline, which serves as a guide for conduct that complies with data protection.

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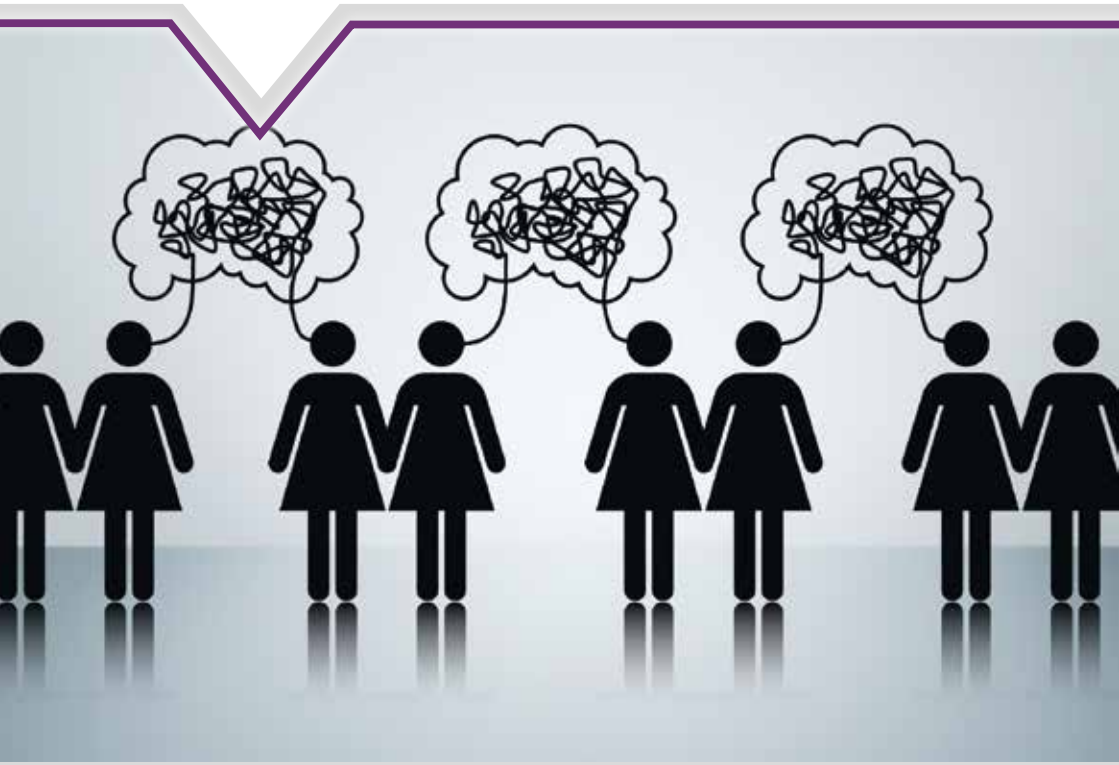
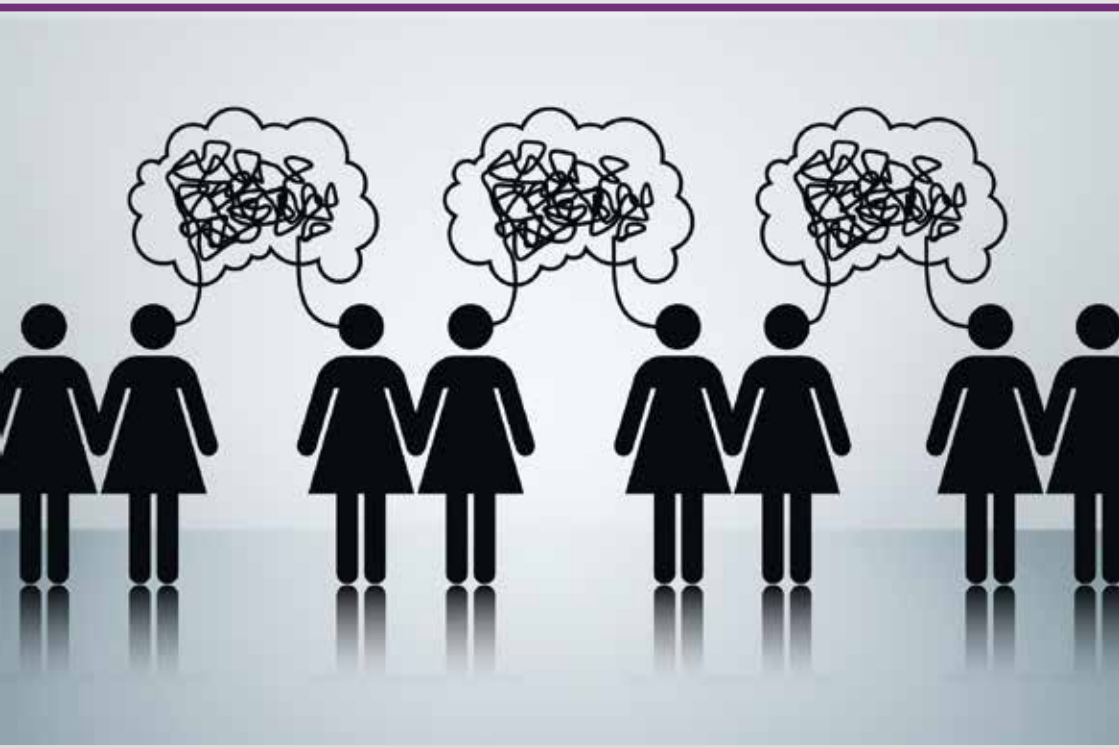
12. Corporate Communication



Any verbal and written statements and press releases concerning the interests of the company group will be issued only by the managing director or the Communications Department.



That applies to both classical and digital communications. Welser's communications facilities, such as Internet, Intranet and email, primarily serve operational requirements.
Separate provisions of individual companies apply to the private use of e-mail, internet and other electronic media. Disclosure of personal data, both within the company and to third parties, is only permitted within the framework of legal provisions.

13. Reporting Misconduct

It is possible that we will discover breaches of this Code of Conduct, other internal guidelines and rules, or legal regulations.

If we identify such misconduct, we are obligated to report this immediately. This can be done in the following ways:

- Informing the immediate supervisor; or
- Informing the Management of the relevant subsidiary; or
- Informing the Compliance Officers

All incoming reports are carefully investigated and handled confidentially. In addition, our whistleblowing system allows for breaches to be notified in writing.

A specific email address **(compliance@welser.at)** has been set up for this purpose, which is looked after by the Compliance Officer. Fully confidential handling is assured. All matters are handled with the utmost care and followed up with an appropriate level of independence.

In order to promote open and trusting communication, it should be clearly stated that employees who report discovered breaches of laws, the Code of Conduct or other internal guidelines and rules by other persons cannot expect any negative consequences as a result, unless the report is a deliberately false accusation. For such false reports, the employees in question must anticipate disciplinary and criminal law sanctions.

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We take responsibility
for our employees

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