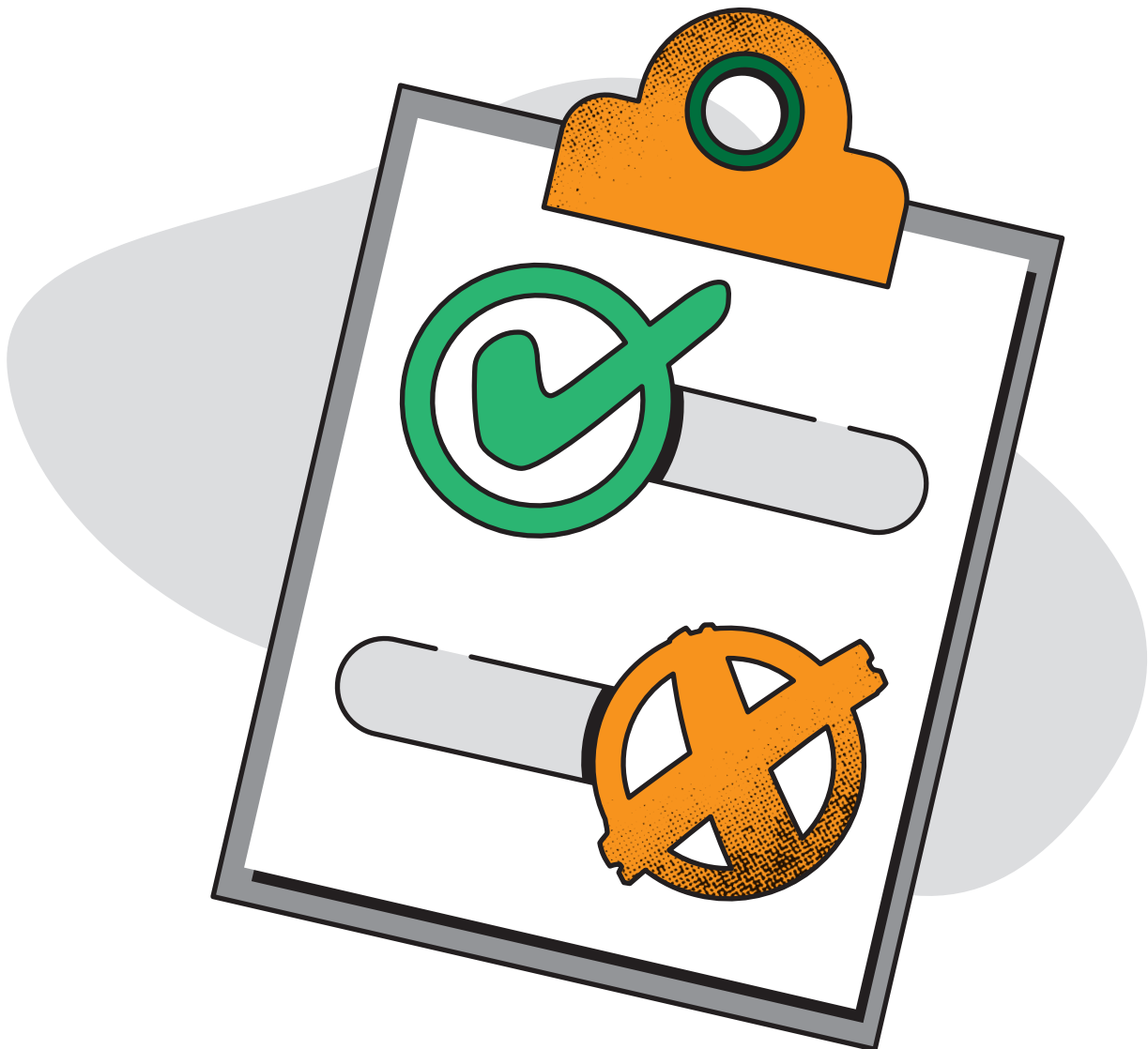


ABIDE BY THE RULES · TAKE RESPONSIBILITIES · BE AN EXAMPLE

CODE OF CONDUCT



INTRODUCTION BY THE CHAIRMAN

Dear colleagues,

As a leading global company for logistic services in the automotive industry and as a manufacturer of car body parts, we are judged not least by the principles that we have set ourselves. These principles and values are reflected in our Schnellecke Spirit. It makes it clear that trust and integrity are essential parts of our corporate culture.

Trust and integrity require responsible conduct - responsible conduct firstly means lawful conduct – lawful conduct means abiding by laws, internal regulations, voluntary commitments and ethical principles.

Our code of conduct should help you in this. Here you will find the basic principles for our lawful business dealings. The Schnellecke Group is committed to making us embrace these principles as our own and abide by them faithfully in our day-to-day work. Only by supporting all employees can we be perceived and accepted as a reliable partner also in the future.

The code of conduct cannot answer all questions that you might have. However, it will allow us to become so aware that we are able to recognise problems from the start and solve them. Let us live up to our claim by embracing, abiding by and sharing these principles.

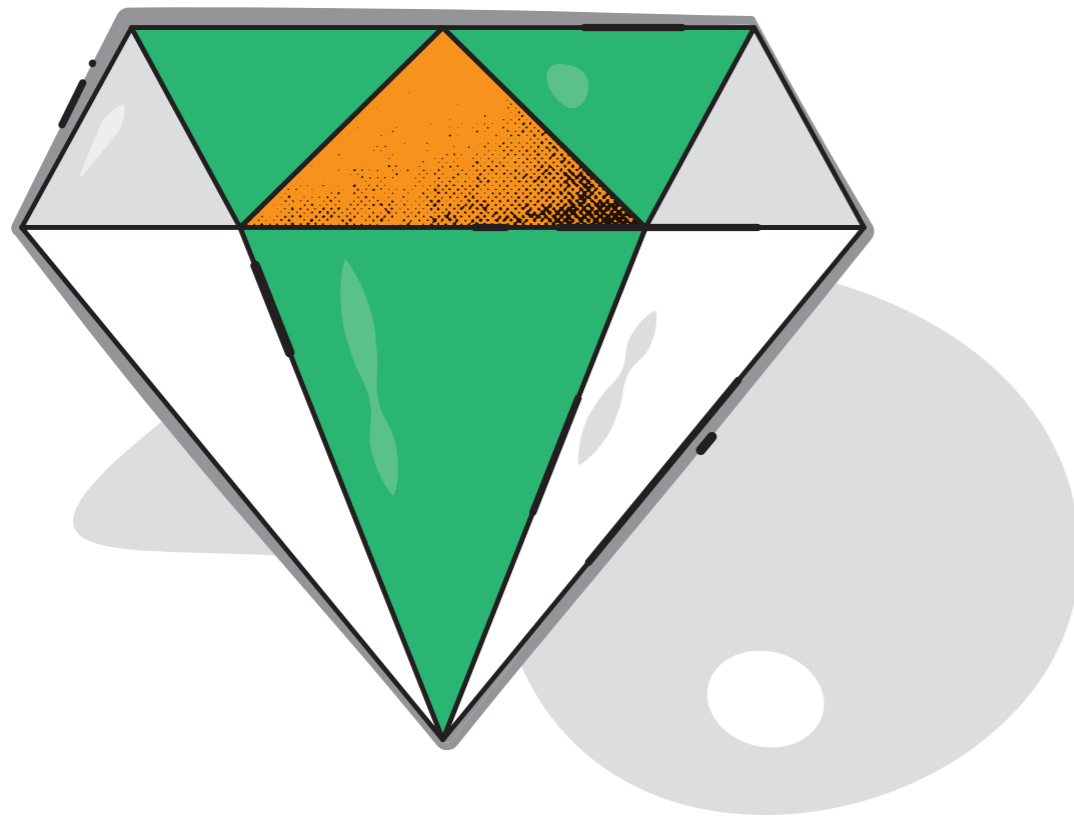
We all have a copy – and the code of conduct is also in our motto:
Abide by the rules | Take responsibilities | Be an example

YOURS, NIKOLAUS KÜLPS

Chairman of the Board of Management

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1.

WHY IS COMPLIANCE IMPORTANT TO US?

Compliance means first and foremost lawful conduct. Good compliance enhances values and corporate culture. We practise compliance based on the firm belief that we can only be successful if we base our business conduct on the compliance with laws and regulations as well as internal and external framework conditions.

In this code of conduct, we have formulated our values, policies and expectations of our daily conduct in a binding manner. All board members, regional directors, managing directors, group area managers, managing staff and employees of Schnellecke worldwide are obliged to abide by our model of values, referred to as the “Schnellecke Spirit”, and these principles. We jointly pursue the goal of operating our business in line with these requirements, loyally and in an ethically impeccable manner.

2.

THE PRINCIPLES OF OUR BUSINESS ACTIVITIES



2.1

WE ALWAYS CONDUCT OUR BUSINESS WITH INTEGRITY

The Schnellecke Group does not tolerate any form of bribery or corruption. We do not enter into transactions that are connected with unfair methods or bribes in any form whatsoever – regardless of the location and culture.

- An employee or a member of his family may not demand or accept any gifts of money or personal favours from suppliers or customers with which the Schnellecke Group has business relations.
- It is prohibited to offer financial donations or gifts to customers or employees of a customer, or advantages to public officials, if such an action could be interpreted as an unlawful influence on decisions made by the customer.
- It is also prohibited to engage third parties, such as sales partners, consultants or family members, in order to offer, grant or demand a donation.
- The Schnellecke Group conducts business only with trustworthy business partners, and does so in compliance with all applicable anti-money laundering laws and regulations.

For more details, see the Corporate Policy Compliance, as well as the brochure “Compliance in day-to-day business”.

2.2

WE ARE COMMITTED TO FAIR COMPETITION

The Schnellecke Group is open to fair competition. We abide unconditionally by the anti-trust regulations, statutory provisions on unfair competition, as well as comparable global regulations.

- We do not make any arrangements with competitors over prices, terms of business or market shares.
- We do not exchange with competitors any sensitive information on prices, capacities, costs, customer data or similar information.
- We do not apply any unfair business practices that lead to a discrimination of customers, business partners and competitors.
- We do not prevent other companies from entering the market, and do not suppress competition by undercutting prices with the aim of driving them out of the market.

Risks connected with the violation of competition and anti-trust laws must be taken very seriously. Any violations are punished with high fines and may even lead to imprisonment for the people involved.

For more details, see the Corporate Policy Compliance, as well as the brochure “Compliance in day-to-day business”.

2.3

WE TREAT EACH OTHER IN A FAIR, RESPECTFUL MANNER

As an international and cosmopolitan group of companies, the Schnellecke Group respects human rights as well as the international working and social standards and is firmly committed to ensuring that these are observed. We promote the equal opportunities and equal treatment of employees, and refrain from any type of discrimination.

- We disassociate ourselves from any type of forced and child labour, and orient ourselves to the international standards of the UN Global Compact, as well as the OECD guiding principles and the ILO (International Labour Organisation).
- No employee, business partner or customer may be discriminated against based on gender, race, skin colour, origin, religion, age, disability, affiliation with a trade union or political party, sexual orientation or family status.
- Our relationship with each other is marked by mutual respect and esteem. This applies both to colleagues and third parties such as customers and suppliers.
- Any form of sexual harassment, physical assault, coercion, mobbing or verbal assault is prohibited in the Schnellecke Group - as is any intimidating, hostile or offensive conduct – either face-to-face or via social media, or against the Schnellecke Group.

For more details, see our sustainability report and the brochure “Compliance in day-to-day business”.

2.4

WE HONOUR OUR RESPONSIBILITY TOWARDS EMPLOYEES, THE ENVIRONMENT AND SOCIETY

The Schnellecke Group strives to fulfil the needs of our employees and customers through responsible and sustainable growth.

- We are jointly responsible for maintaining health and safety in the workplace, and never put the health and safety of our employees or business partners at risk.
- We adopt all appropriate and legally prescribed protective measures, in order to ensure that work can be carried out safely at all times on our premises.
- We prevent environmental damage and advocate for the protection of natural resources. In so doing, we recognise and take opportunities that allow the Schnellecke Group to constantly improve its environmental balance.
- We are constantly and actively committed to improving the society in which we live and work. For this reason, we launch and support social projects and initiatives and also environmental projects in all our locations worldwide.

For more details, see our Divisonal Standards, our sustainability report, and the brochure “Compliance in day-to-day business”.

2.5

WE ACT IN THE BEST INTERESTS OF THE SCHNELLECKE GROUP

All business must always be conducted in the best interests of the Schnellecke Group. Each employee is committed to act in the company's interests. We must unconditionally ensure that personal interests are kept separate from the company's interests.

- We are committed to handle the property of the Schnellecke Group with care and to protect it against misuse, loss and theft. We ensure that the assets of the Schnellecke Group are not used for improper purposes or wasted.
- We undertake to pursue any secondary employment that may conflict with company interests only with the approval of the Schnellecke Group.
- You are also obliged to inform the Schnellecke Group of any direct shareholdings in the businesses of a supplier, competitor or customer.
- We use social media platforms for business communications only when authorised to do so. In our private activities on social media, we must take care to express work-related topics only as a personal opinion and not as the opinion of the Schnellecke Group.

For more details, see the Corporate Policy Compliance, as well as the brochure "Compliance in day-to-day business".

2.6

WE PROTECT OUR OWN INTELLECTUAL PROPERTY AND THAT OF THIRD PARTIES

The Schnellecke Group respects confidential information and copyright-protected information of third parties to the same extent as it protects its own information. We do not use such information without the consent of the copyright holder.

- We are committed to treating confidential information and trade secrets (our own and those of business partners) in a trustworthy manner.
- We use the confidential information or intellectual property (trademarks and patents) of our business partners only to the extent necessary for fulfilling the contractual duties.
- We prevent the loss, theft and misuse of confidential information.

- We pass on or receive protected information only if we have concluded a non-disclosure agreement with the respective party.

Violations of the law can lead to severe consequences and high claims for compensation. For more details, see the brochure "Compliance in day-to-day business".

2.7

WE ENSURE THE PROTECTION OF PERSONAL DATA

The Schnellecke Group collects, processes and uses the personal data of employees, customers, suppliers and other persons only to the legally admissible extent for business or labour law purposes. We handle this personal data in a strictly confidential manner and protect it in accordance with the applicable laws.

- We abide by the local laws and the group policy on data protection
- We pay attention not to disclose any personal data inside or outside of the respective company
- We treat personal data with care in our workplace
- We report any data protection violations immediately to the competent data protection officer

Violations of the law can lead to severe consequences and high claims for compensation. For more details, see the Policies and Standards about Data protection and the brochure "Compliance in day-to-day business".

3.

SCOPE OF APPLICATION AND CONTACTS

3.1

SCOPE OF APPLICATION AND PERSONAL OBLIGATIONS

The principles of this code of conduct and the rules on compliance with this code are binding for all employees of the Schnellecke Group AG & Co. KG. They are laid down in writing in both group and regional policies and may not be circumvented by separate instructions. The principles for our business activities formulated herein must be observed in any form of business relationship. Binding legislation in individual countries may deviate from the provisions of this code of conduct. In such a case, as a rule the stricter provision always prevails.

3.2

WHO CAN I TALK TO?

The Compliance Office provides advice for all questions related to the implementation of existing group and regional policies, and is the person to contact in relation to conduct in day-to-day business. The Code of Conduct provides all employees the opportunity to inform their superior or the Compliance Office in the event they discover evidence of breaches of laws or the Code of Conduct. They can report these orally or in writing. Total confidentiality is guaranteed. Any notes submitted anonymously are also examined. Are you uncertain if a violation has really occurred? Take advantage of the opportunity of a confidential meeting with the Compliance Office in order to discuss the situation.

You can reach the Compliance Office under:

Nicolai Weiß
Schnellecke Group AG & Co. KG
Stellfelder Straße 39, 38442 Wolfsburg

by email:
compliance@schnellecke.com

Tel.
+ 49 5361 301 264





Schnellecke Group AG & Co. KG
Corporate Compliance & Auditing
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