

Code of Conduct

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For linguistic simplification, the masculine form is used in the text. All statements refer equally to persons of all genders.

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Preamble

The objective of the LIGANOVA Group is to create harmony between the environment and people and to make every effort, within the scope of the usual market possibilities, to make the circular economy we are striving for feasible. Furthermore, we have a strong commitment to the highest social standards, as well as to economic criteria and behavioral guidelines, which are based on compliance with and respect for human rights and the core labor standards of the ILO.

As a standard requirement for business relationships with the LIGANOVA Group, we require our business partners, their producers and subcontractors to comply with and uphold at least the following basic guidelines for dealing with employees and the environment and to translate the requirements into their own corporate mission statement.

The Sustainable Development Goals (SDGs) for 2030, introduced by the United Nations (UN) in 2015, comprise a set of global targets aimed at promoting sustainable, equitable and inclusive development worldwide. These goals cover a wide range of issues, including poverty reduction, education, gender equality, environmental protection, combating climate change and the promotion of peaceful and inclusive societies. Businesses and organizations are encouraged to adapt their strategies and operations to contribute to these goals by operating responsibly, promoting environmentally friendly practices and supporting social justice. These requirements serve as a guide for sustainable business practices that are not only focused on profit, but also on creating positive impacts for society and the environment.

01 / Sozial Standards / Labor Law / Compliance

1.1. Compliance

We are committed to conducting our business with integrity and fairness and strive to create a positive working environment based on mutual trust and respect. We value diversity and strive to encourage a free exchange of opinions and ideas to ensure that the most difficult (controversial) challenges are addressed in open discussions. We work to uphold compliance standards related to fair competition, anti-corruption, information security and trade controls and encourage our colleagues to actively participate in their implementation.

1.2. Transparency and conflicts of interest

Our business partners must avoid conflicts of interest and disclose any potential conflicts of interest to Liganova. Transparency in all business relationships is critical to ensure ethical behavior.

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1.3. Combating corruption

When dealing with business partners (customers, suppliers) and government institutions, the interests of the company and the private interests of employees on both sides are kept strictly separate. Business actions and (purchasing) decisions are made free of extraneous considerations and personal interests. Our partners are obliged to maintain the highest standards of integrity in all business relationships. Corruption, bribery or the receipt and offer of improper benefits are prohibited in any form. In addition, partners are obliged to establish mechanisms to promote transparency and avoid conflicts of interest.

1.4. Lobbyism

Our business partners reject unlawful donations to political parties, their representatives, elected officials and candidates for political office.

1.5. Behavior towards competitors

Our partners pay attention to fair competition. The company therefore complies with the applicable laws that protect and promote competition, in particular the applicable antitrust laws and other laws regulating competition.

1.6. Money laundering

Our partners comply with all applicable laws and guidelines to combat money laundering and terrorist financing.

1.7. Export control law

Our business partners ensure compliance with applicable laws for the import and export of goods, services and information as well as applicable embargoes and sanctions.

1.8. Prohibition of forced labor and modern slavery

Employment is voluntary. Business partners must not use any form of forced labor, servitude, modern slavery or other forms of involuntary labor.

Employees must not be subject to any regulations that restrict their personal freedom of movement. Employers may not require their employees to deposit sums of money or identity documents with them.

Employees are free to leave their employer after reasonable notice in accordance with applicable law. The production of goods using prison labor is strictly prohibited. ILO Conventions 29 and 105 apply. To ensure this, regular checks and audits must be carried out throughout the supply chain to rule out any form of forced labor and human trafficking.

1.9. Prohibition of child labor

Child labor is not permitted. The minimum age for admission to work must not be below the age of completion of compulsory education and in no case below 15 years (or 14 if national law permits this in accordance with ILO Convention 138). If it is determined that children are working under the above conditions, procedures and written procedures for correcting the child labor found must be recorded and documented by the supplier.

Furthermore, the supplier shall provide appropriate financial and other support to enable the child to attend school until it is no longer considered a child under the law. Young employees are defined as employees between the ages of 15 and 18. They may be employed, but must ensure that they only work outside school hours if they are subject to compulsory school attendance by law.

In no case may school hours, working hours and transportation time of a young employee exceed a total of 10 hours per day, and they may not work more than 8 hours per day. Furthermore, young employees may not work at night and may not perform any work that could impair or endanger their health, safety or morals. They must have the opportunity to participate in education and training programs. National regulations for the protection of young employees must be complied with. ILO Conventions 79, 138, 142, 182 and ILO Recommendation 146 apply.

Our partners are obliged to carry out regular audits throughout the supply chain to ensure compliance with this standard.

1.10. Equal opportunities, diversity and personal rights

It must be ensured that all employees are treated equally and with dignity and respect and that they have the same opportunities.

Discrimination on the basis of gender, age, religion, caste, social background, disability, ethnic and national origin, nationality, membership of employee organizations including trade unions, political views or opinions, sexual orientation, family circumstances, marital status or other personal characteristics is not permitted. This applies in particular to recruitment, remuneration, access to training, promotions, dismissals and retirement.

LIGANOVA Group regards respect for personal rights and privacy as a matter of course and expects the same from its suppliers. It is committed to a working environment based on trust, equal opportunities and tolerance and rejects all forms of harassment, bullying, intimidation and mobbing. Any form of discrimination is prohibited. The LIGANOVA Group welcomes diversity, by which we mean diversity in terms of the composition of teams by different cultures, ethnicities and nationalities, as well as the targeted promotion of women in the company. Equal opportunities in all aspects without exception is the basis of all our actions. ILO Conventions 100, 111 and 159 apply.

1.11. Dealing with employees and disciplinary measures

Disciplinary measures must never involve physical, psychological or sexual violence. All measures must be transparent and fair.

Any form of physical, psychological, sexual, verbal or other harassment, abuse or discipline and any other form of intimidation is prohibited.

Disciplinary measures may only be taken in accordance with national laws and internationally recognized human rights.

Arbitrary punishment, especially in the case of illness or pregnancy, is prohibited. Employees who raise a complaint on the basis of the Code of Conduct and/or applicable national/international law shall not be subject to any form of disciplinary or retaliatory action.

1.12. Employment contracts

Business partners must provide their employees with written employment contracts. Minimum components of the employment contracts are: Name and photo of the employee, date and place of birth, home address, function, start date, working hours, salary and remuneration, probationary period (if applicable), vacation entitlement, details of termination of employment (by the employee and by the employer), signatures of the employee and employer and date of each signature.

In the case of contract work, the business partner must ensure that the contractual partner fulfills the above-mentioned requirements.

1.13. Compensation and working

Our partners must ensure that all employees receive fair wages that at least meet the legal or industry-specific minimum standards, whichever is higher. Business partners must strive to pay wages that consistently meet the basic needs of workers and their families and leave some discretionary income where legal minimum wages are not sufficient. Employees must receive at least all legally prescribed benefits.

Our business partners must also ensure transparent salary structures so that all employees receive clear information about their salary composition. Employees must receive complete and comprehensible information in writing about the composition of their wages, including deductions, overtime pay and additional benefits. ILO Conventions 26 and 131 apply.

Overtime must be voluntary, clearly regulated and appropriately remunerated. All overtime must be compensated with bonuses in accordance with statutory or industry-specific standards, whichever is higher. Deductions from wages as a disciplinary measure are not permitted.

Working hours must comply with applicable law and industry-specific standards, whichever is stricter. Under no circumstances may employees be required to regularly work more than 48 hours per week. Overtime must be voluntary, must not exceed 12 hours per week and must not be required on a regular basis. Employees are entitled to at least one day off after six consecutive working days. Exceptions to this rule are only permitted if the following two conditions are met:

- a) national law permits working hours in excess of this maximum limit;

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b) there is a freely negotiated collective agreement in force that allows working hours to be averaged, including appropriate rest periods. ILO Conventions 1 and 14 and ILO Recommendation 116 apply.

1.14. Employment contract

The obligations under this Code of Conduct or national/international laws must not be circumvented through the use of agency work, subcontracting, bogus training programs or homeworking in industries where homeworking arrangements are not traditionally used.

1.15. Freedom of association and collective bargaining

Our partners are obliged to guarantee freedom of association and the right to collective bargaining in accordance with ILO Conventions 87, 98 and 135 as well as ILO Recommendation 143. They should adopt a positive attitude towards trade unions and their organizational activities and actively inform the workforce about their rights. Employee representatives must be protected from discrimination, harassment, intimidation and retaliation, and they must be granted free access to employees so that they can exercise their rights peacefully and in accordance with the law. In countries with legal restrictions on freedom of association and collective bargaining, alternative forms of independent association and collective bargaining should be provided.

1.16. Working conditions, occupational health and safety

Employees must be provided with a safe and hygienic working environment. Occupational safety procedures must be promoted to prevent accidents and injuries while working or operating the employer's equipment. In addition, all employees must participate in regular occupational safety training to ensure that they are aware of the necessary safety measures. The partner is responsible for implementing appropriate fire safety measures, developing and maintaining an emergency plan, and ensuring the availability of first aid materials and clearly marked emergency exits to enable quick and safe evacuation in the event of an emergency.

Clear rules and procedures must be established and followed. In particular, the provision and use of personal protective equipment, access to clean toilet facilities, drinking water and, where applicable, hygienic food storage facilities must be ensured. The same guidelines apply to all social facilities and employee accommodation if provided by the employer. All employees must have the right to remove themselves from situations where there is a significant risk of danger without obtaining permission from the company. The company complying with the Code shall assign a senior manager with responsibility for health and safety and involve employees in the analysis of health risks and hazards.

In addition to audits, LIGANOVA Group reserves the right to demand and request evidence of compliance with the requirements in the event of justified indications of violations or on a risk basis. ILO Convention 155 and ILO Recommendation 164 apply.

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1.17. Social responsibility towards communities

The partner undertakes to respect the rights of local communities and indigenous peoples who may be affected by the business activities at the partner's locations and to take into account the local impacts of its business activities. In particular, the Partner shall take appropriate measures to avoid potentially harmful impacts on the health, safety and livelihoods of local communities and indigenous peoples. The partner shall not unlawfully force the resettlement of local communities and indigenous peoples, nor unlawfully contribute to their involuntary resettlement. The partner must respect the principles of free, prior and informed consent of indigenous peoples in its activities in accordance with ILO Convention 169 on Indigenous and Tribal Peoples in Independent Countries. It must respect the rights of indigenous peoples and their social and cultural heritage, as well as their environmental and economic interests. This includes their connection to the land, including its management, and to other natural resources.

1.18. Social contribution

We believe that respect for human rights is the foundation of a truly just society and we strive to actively contribute to improving the quality of life of the most vulnerable among us.

1.19. Deployment of security forces

Our partners will not use private or public security forces to protect business projects if the prohibition of torture is violated, life or limb is harmed or freedom of association is impaired due to a lack of instruction.

1.20. Responsible supply chain

We are committed to respecting international agreements and guidelines, such as the Universal Declaration of Human Rights and the United Nations Global Compact, and encourage our suppliers to take a responsible and firm stance against the violation of workers' rights, including the use of forced or child labor. In addition, we strive to raise awareness of the issues surrounding modern slavery among our employees.

1.21. Unlawful eviction / Land use

Our partners observe the prohibition of unlawful eviction and the prohibition of unlawful deprivation of land, forests, waters in the development or other use of land, forests or waters whose use secures the livelihood of a person.

02 / Environment

The LIGANOVA Group is committed to continuously improving the environmental performance of its operations and to using raw materials and the environment in a responsible and sustainable manner. The LIGANOVA Group has SBTi-based climate targets in order to operate in accordance with the 1.5 degree target of the Paris Agreement.

For every business partner, protecting the environment is the basis for ensuring sustainable business activities. The LIGANOVA Group requires all its business partners, producers and subcontractors to act in accordance with the applicable legal and international regulations for the protection of the environment. They are expected to continuously improve their energy efficiency, avoid environmental pollution and use natural resources sparingly in order to reduce environmental pollution in the air, on land and in water.

The LIGANOVA Group expects its suppliers to achieve sustainable growth and control the impact of their business by improving their environmental performance. They are encouraged to achieve a good ranking from the Carbon Disclosure Project (CDP, <https://www.cdp.net/en>) and to have their climate targets validated by SBTi (Science Based Target Initiative, <https://sciencebasedtargets.org/>).

2.1. Conservation of resources and CO₂-reduction

Together with the LIGANOVA Group, our suppliers make an active contribution to reducing greenhouse gas emissions and take measures to conserve resources. They are cutting energy consumption, reducing their CO₂ intensity and investing in new technologies and offsetting programs to ensure the sustainability and efficiency of their processes.

They are obliged to use environmentally friendly production methods and promote the use of renewable energies.

We expect our suppliers to prepare and provide us with a project-specific carbon footprint of the services they deliver if required. The calculation of emissions according to Scope 1, 2 and 3 should ideally be based on the GHG Protocol. We recommend having the results checked by independent third parties to ensure maximum transparency and reliability.

2.2. Closed production cycle

The LIGANOVA Group expects its suppliers to minimize the environmental impact during the entire development and production life cycle of their products. Products should be designed in such a way that they do not become waste at the end of their life cycle.

2.3. Use of company resources

All employees of the supplier are required to handle company resources responsibly, e.g. products, tools, software, data, brands, logos, intellectual property, working time and other company assets. These may only be used for business purposes.

Employees must be instructed on how to actively avoid environmental risks.

2.4. Waste management and recycling

Our suppliers are expected to take waste prevention, reuse, recycling and the safe, environmentally friendly disposal of residual waste into account in the development, manufacture and use phase of products and other activities. Effective waste management is mandatory. All business partners must implement appropriate recycling procedures.

2.5. Raw materials, conflict materials and chemical management

Our suppliers provide information on the country of origin of raw materials on request. It is expected that no raw materials are used in products that are mined in conflict and high-risk areas and that do not finance armed groups that violate human rights.

Our suppliers are expected to identify chemicals or other materials that pose a risk if released into the environment and to handle them in such a way that their handling, transportation, storage, use or reuse and disposal are safe.

When manufacturing or importing chemical substances into the European Union in quantities of more than one tonne per year, our suppliers are expected to register these substances in a central database of the REACH authority (=Registration, Evaluation, Authorization and Chemicals) and to provide evidence of their registration.

The business partner undertakes to comply with all applicable bans on harmful soil changes, water and air pollution, noise emissions and excessive water consumption. This specifically includes the ban on products containing mercury in accordance with the Minamata Convention and the ban on the export of hazardous waste and the production of persistent organic substances in accordance with the Basel and Stockholm Conventions.

Our business partners are obliged to implement programs such as the ZDHC (Zero Discharge of Hazardous Chemicals) to ensure that hazardous chemicals are not released into the environment.

2.6. Product safety

Our suppliers are expected to comply with all applicable product safety regulations and requirements. This also includes the legal requirements relating to the safety, labeling and packaging of products and the use of hazardous substances and materials. Suppliers proactively inform the LIGANOVA Group about the environmental and safety aspects of their products.

2.7. Environmental management systems

Our business partners take proactive measures for a responsible approach to the environment. The applicable national environmental laws, regulations and standards must be complied with or exceeded.

In order to achieve these goals, they are obliged to introduce and follow a practicable environmental management system that prevents unintentional releases into the environment.

LIGANOVA Group suppliers whose activities have an environmental impact must have a structured and systematic approach to address environmental aspects, including through appropriate environmental management systems, setting targets and conducting follow-up actions. We expect the supplier to have its own environmental management system, preferably certified to ISO 14001 or another internationally recognized standard.

03 / Information security

3.1. Cybersecurity and data protection

Our suppliers are expected to maintain robust cybersecurity measures to protect against unauthorized access, breaches and cyberattacks. This includes regular security system updates, antivirus protection and cybersecurity training for employees.

In the event of a cyber incident affecting any aspect of our business data or operations, our business partners must notify us immediately. Timely notification enables us to mitigate the risks and protect our shared data assets.

Suppliers should be prepared to provide evidence of their cybersecurity measures upon request, such as security certifications or recent security audits. Liganova reserves the right to conduct audits to ensure compliance with cybersecurity standards.

3.2. Data protection and protection of personal information

All suppliers must comply with secure data handling standards, including the storage, processing and transfer of business and personal data. Suppliers are required to comply with relevant data protection laws, including the GDPR (General Data Protection Regulation) where applicable.

Suppliers must notify us immediately of any data breach involving personal information or sensitive business data. This will allow us to take the necessary measures to protect data subjects and fulfill all legal obligations related to data breach notification.

Suppliers are required to regularly train their employees on data protection and privacy best practices to ensure a high standard of data security.

3.3. Supply chain resilience and business continuity

To mitigate potential disruptions, suppliers should develop and maintain a business continuity plan (BCP) that takes into account risks such as natural disasters, economic downturns and production issues.

Suppliers are obliged to inform us immediately if a problem arises that could affect the continuity of their operations. Early communication helps us to manage any potential impact on our supply chain.

Suppliers should prepare contingency plans for critical supplies and services. This preparation reduces the impact on our operations in the event of unforeseen interruptions.

3.4. Compliance with legal and regulatory requirements

Our suppliers are expected to comply with all applicable laws, regulations and industry standards relevant to their business activities. Violations of these requirements may result in the termination of the business relationship.

Suppliers must keep accurate records to demonstrate compliance with legal and industry standards. Regular submission of certifications, audit reports and compliance documents may be required.

Suppliers must report all known or suspected violations of laws or regulations that could impact our business operations. This includes violations of industry standards that could jeopardize our company's compliance status.

3.5. Security management for business partners

To ensure secure partnerships, our suppliers are encouraged to obtain security certifications (e.g. ISO 27001, NIST standards, etc.) that demonstrate their commitment to maintaining a secure environment.

Suppliers should conduct regular security assessments to identify and address potential vulnerabilities in their systems. Security reviews and audits should be conducted at regular intervals, with corrective action taken where necessary.

We reserve the right to review and re-evaluate partnerships if a supplier's security measures are found to be inadequate. Partners are expected to maintain a standard of security that supports the integrity and security of our data and operations.

04 / Business ethics

The social and environmental standards defined in this Code must be recognized by the management of each business partner and integrated into company policy.

Employees shall be informed of the contents of this Code and applicable national/international law in a manner accessible to them, including provision in their local language and, in the case of illiteracy, through oral information and training. Employers shall implement a management system to ensure compliance with all requirements of this Code and national/international laws. Responsible personnel shall be designated for topics such as personnel/hiring, legal requirements, occupational health and safety, production planning, environmental protection/sustainability and other relevant topics at production level. Business partners shall maintain appropriate records to demonstrate compliance with this Code and national/international law.

4.1. Artificial Intelligence

The undersigned company ensures that all types of artificial intelligence, including deep learning and machine learning, are used and/or developed responsibly. Any use or development of artificial intelligence must respect privacy and be focused on security and reliability.

4.2. Sanctions

All partners and suppliers of the LIGANOVA Group must comply with all national and international sanctions and trade regulations. Suppliers must take all necessary precautions and measures to minimize or completely avoid the risk of violations of any kind.

4.3. Traceability and sustainable procurement

Our partners are required to monitor the entire supply chain and ensure that all subcontractors comply with the standards set out in the Liganova Code of Conduct. Traceability of materials and raw materials must be guaranteed at all times and business partners must ensure that all materials come from sustainable and ethical sources.

4.4. Protection and prioritization of local interests

LIGANOVA Group suppliers should, when they have the opportunity, improve the environmental, economic and social conditions of the surrounding communities.

05 / Complaints mechanisms and whistleblower protection

Employees and third parties are entitled to report any violation of the Code and/or applicable law to the LIGANOVA Group and/or any independent third party.

Our partners must implement a secure, confidential and accessible grievance system that allows employees to anonymously report violations of this Code of Conduct. Our business partners are obliged to protect whistleblowers from reprisals and to maintain the confidentiality of reports.

5.1. Reporting violations

The signing company shall inform its employees that and how they can report violations of this Code of Conduct. The signing company complies with local regulations on whistleblower protection, in particular protection against unlawful reprisals. All employees are encouraged to speak up to supervisors and / or whistleblowers about any behavior that may be contrary to this Code of Conduct.

5.2. Review and audit of the supply chain

Our business partners must conduct regular audits and checks in their supply chain to ensure compliance with the Liganova Code of Conduct. Liganova reserves the right to conduct audits to verify compliance with these standards. Any non-conformities must be rectified immediately.

To this end, the business partner shall, at the request of the companies of the LIGANOVA Group, provide all necessary information and data and allow the companies of the LIGANOVA Group to inspect the business partner's premises after reasonable advance notice. The companies of the LIGANOVA Group may also commission a third party bound to secrecy to carry out this inspection. Data protection regulations as well as business and trade secrets of the business partner shall be safeguarded. Audit rights arising from other provisions shall remain unaffected. Upon request, the business partner shall have subcontractors used for the provision of services granted corresponding audit rights in favor of the companies of the LIGANOVA Group.

5.3. Termination of the cooperation

A breach of the obligations arising from this Code of Conduct entitles the companies of the LIGANOVA Group in particular to set the business partner a reasonable deadline for remedying the breach and to withdraw from or terminate the contract if the deadline expires without success. No deadline need be set if the breach is serious. In the event of withdrawal or termination, the companies of the LIGANOVA Group shall not be obliged to compensate the business partner for any damages arising from the withdrawal or termination.

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GROUP

Employees and third parties have the right to report violations of the Code and/or applicable law to the LIGANOVA Group and/or independent third parties. Employees and third parties can contact us at any time:

LIGANOVA Group

Herdweg 59

D-70174 Stuttgart

hello-partner@liganova.com

Stuttgart, 01.09.2024

Place, Date



Torsten Dietz (21. November 2024 21:47 GMT+1)

Torsten Dietz, CEO Liganova Group GmbH

Stuttgart, 01.09.2024

Place, Date



LIGANOVA Hello-Partner (20. November 2024 17:28 GMT+1)

Manja Petzold, Head of Sourcing Liganova GmbH

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