

Code of Conduct

Please find attached the Code of Conduct of the Benteler Group, where all entities of the Benteler Group admit to their social responsibility towards all employees, business partners and public institutions, as well as towards the environment and society in the same way.

At the same time the principles of our Code of Conduct define the standards we set especially with regard to our suppliers and sub-suppliers of goods and services regarding to their own responsibility for people and the environment. The sections regarding competition and antitrust law and international trade include concrete tasks of the supplier towards their client Benteler.

Therefore, we ask for your written confirmation, that the following principles of our Code of Conduct are applied in your own business decisions and actions and that you undertake the best possible actions to bind your sub-contractors to follow these principles.

Of course, it remains free to you to introduce conduct guidelines with further requirements for ethical behavior in your company and for your employees.

BENTELER - CODE OF CONDUCT

Our corporate philosophy and code of conduct apply to all the activities of the Benteler Group: both with regard to our internal cooperation as well as in relation to our business partners, governmental institutions and society in general. They describe the basic principles that form the basis for compliant and ethical conduct and for the personal integrity of each individual. Every employee is responsible for his/her own conduct being in accordance with these principles. This applies especially to those in management positions as they are expected to be role models due to their leadership responsibility towards other personnel. Any violation of these principles will lead to disciplinary consequences in addition to possible legal sanctions. When in doubt each employee is expected to consult internal responsible officers (e.g. his superior, the HR department, the legal department, a works council representative).

Social Responsibility and Legal Compliance

We are aware of our social responsibility and act accordingly. We respect the principles of legality and the generally accepted customs of the countries in which we are active. The minimum standard is set by our rules, guidelines and code of conduct ("Benteler Standards"). Thus, integrity and acceptance of third party rights define the way we deal with our employees, business partners and the society at large. In particular we respect and support compliance with internationally recognized human and children's rights and reject all forms of forced and child labour.

Interaction with Employees

Respect towards all employees is the keystone of interacting with each other. We do not allow any personal discrimination based on nationality, skin color, gender, age, religion, disability or private lifestyle. Everyone is to assure that health and safety of all employees are ensured. We expect all employees to work actively for our company, to protect its resources and to be willing to take on further training. Accordingly our leadership principles are based on the delegation of responsibility and trustful cooperation. This includes all employees being informed sufficiently of all issues important for their work and – as far as possible – being involved in the decision-making process. For their performance all employees are being rewarded fairly and appropriately. We comply on a worldwide basis with the respective applicable rules on work times as a minimum standard.

Antitrust Law and Competition Law

We support fair competition in terms of the law. Any agreement violating Antitrust Law like the allocation of territory, customers, or any agreement on prices, on delivery conditions or delivery capacities and the exchange of sensitive business information with competitors regarding competition affairs are not permitted. We are aware that any non-compliance with competition laws may result in high fines and severe disadvantages for the Benteler Group and the persons involved.

We are legally obliged to assess the competition and antitrust legality of our contracts with customers and suppliers ourselves. For this assessment the knowledge of the market share of our customers and suppliers is essential, if they exceed a limit of 30% in the relevant markets affected by the contract. To avoid violations or suspected violations of competition and antitrust law, as a supplier you commit yourself to inform us if your share of the relevant market affected by the contract exceeds the limit of 30%. At our request, you provide us with adequate information to enable us to take a review of your market position.

Corruption, Gifts and Benefits

All employees are prohibited from taking any advantage or benefit, particularly in connection with arranging, granting, delivering, processing and payment of orders, regardless of whether or not the recipient represent an official position, an organization or a commercial entity.

Accepting or presenting gifts or other benefits is only permitted if the value is insignificant and neither the giver nor the receiver enters into a relationship of dependence. In case of any doubt, the written approval of the responsible superior should be obtained.

International Trade

It goes without saying that we must observe all international agreements and national laws and regulations concerning the control of international trade and financial transactions, as well as the laws and regulations on import and exports. Our responsible employees must know, understand and comply with all applicable laws, regulations, guidelines and procedures.

In order to avoid violations of export control regulations in particular and to ensure a distortion-free delivery, you as a supplier also commit yourself to convey all necessary data concerning the subject matter of the contract and the business relationship timely, complete and correct to us.

Environmental Protection

The necessary protection of resources and the environment is an essential part of our daily corporate world. By involving all of our employees we promote an environmentally-friendly ethos. The measures we have taken to ensure environmentally-friendly work cover our entire product range and all production processes. In this regard we take into account the complete life cycle of our products from the use of raw materials through to development, production and operation up to the point of waste disposal and recycling.

Data Protection

In using confidential data we respect the protection of the privacy and confidentiality of business data and company secrets. All our employees are obliged to keep matters confidential and to ensure that information is not made available to any third party in any form whatsoever. In this regard we take into account all legal and contractual requirements and use the latest state of the art on a regular basis.

Relationships with Business Partners

Agreements with our business partners are made in a complete, understandable and written form. Suppliers and service providers are selected on a competitive basis only. We conduct all business exclusively in the interest of the Benteler Group and not for any personal or private reasons or motivation. Internal procedural rules for this purpose are implemented (e.g. four-eyes principle).

Our values and principles of conduct are regarded by us as being important criteria for a long-term successful cooperation. We therefore encourage our partners to introduce and implement similar principles.

Feedback of the Supplier

The acceptance and compliance with the attached code of conduct of the supplier under the Best Possible and to a corresponding obligation of sub-contractors are hereby confirmed:

..... (Place and Date)

..... (Company)

..... (Name and Signature)

..... (Function / Job Title)