Code of Conduct

PERI Group

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Introduction by the PERI Group Management Board

Dear employees,

PERI as a globally active family owned company, has specific responsibilities towards our customers, employees, investors and the public. This responsibility includes adherence to the applicable laws at all times, as well as respecting the fundamental ethic values and acting in a sustainable manner in each of our respective areas of responsibility.

Our PERI Values and our identity shape the way we conduct business at PERI since our foundation.
We are convinced: The success of PERI depends on the fact, that we all, the Group Management Board, the managers and the employees, live and implement the PERI values "entrepreneurial", "reliable", "open-minded" and "passionate" in our daily actions. These values are the basis for the continuation of the PERI culture of honesty and decency practiced for decades.

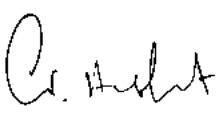
Each one of us needs to assume this responsibility – the Group Management Board as well as the management and the employees. The following Code of Conduct is intended to help us all to live up to this expectation and as such will provide binding guidelines to us all. The document is also fully supported by the company's share-holders. Therefore we expect all of our employees to familiarise themselves with the content of the Code of Conduct and to observe it in their daily work.

We as the members of the Management Board will not tolerate any form of bribery, corruption, cartel agreements, discrimination or any other form of violation of law and regulations, of our values or of the basic rules laid down in this Code of Conduct. This also includes respect for internationally applicable human rights and compliance with other sustainability criteria. We will pursue and sanction such violations with all consequences, should there be any.

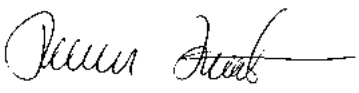
Weissenhorn, January 1st, 2023

Christian Schwörer

Jürgen Voss



Carl Heathcote



Thomas Imbacher

1. Preamble

This Code of Conduct helps us in our daily work by identifying possible areas of risk and conflict, providing concrete guidelines for these areas of conduct.

The guidelines contained in this Code of Conduct are summarized under four basic headings:

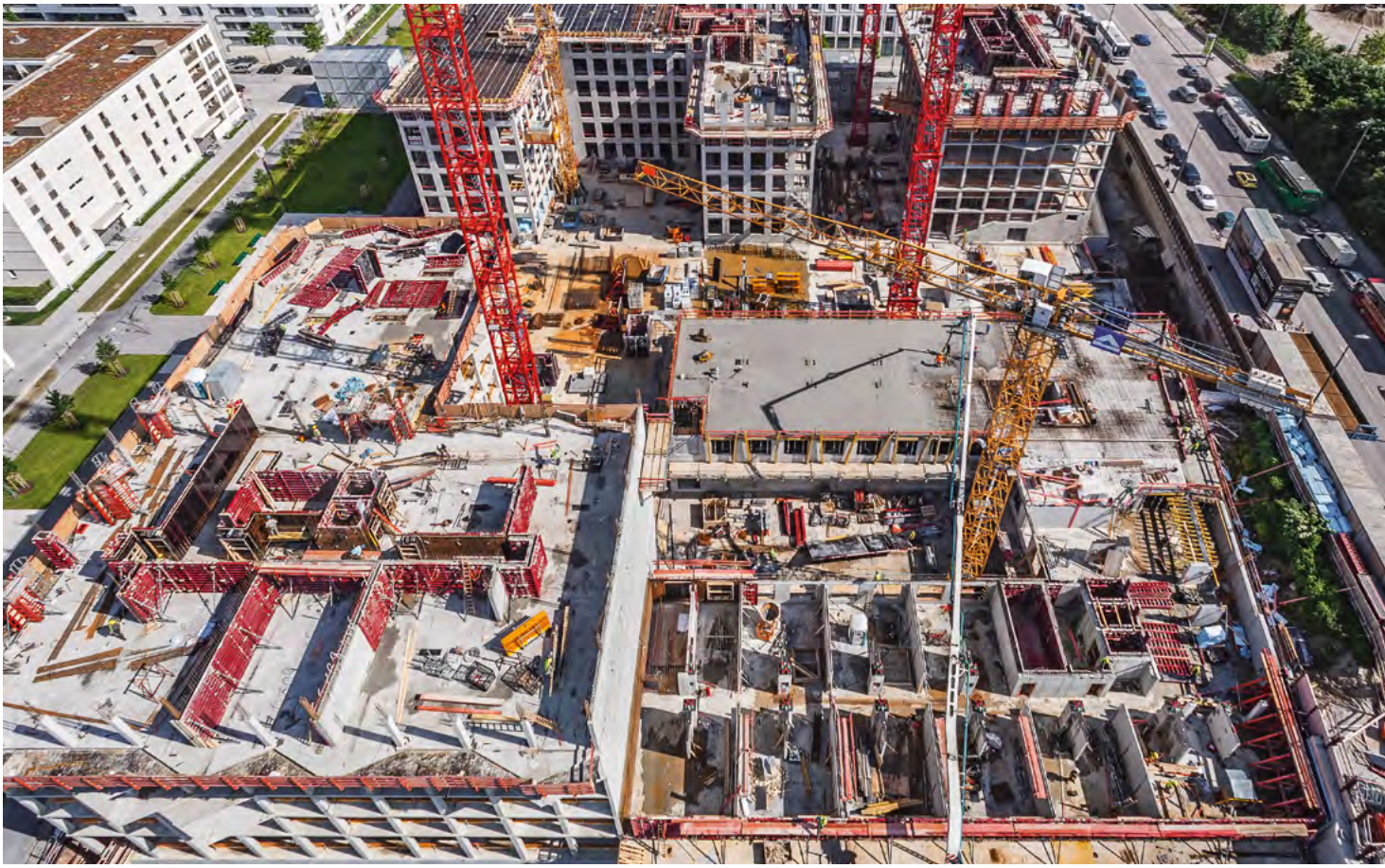
- **PERI assumes social responsibility** (page 8 ff).
- **PERI maintains transparent business relations** (page 13 ff).
- **PERI acts as a fair competitor** (page 18 ff).
- **PERI protects data, professional secrets and business assets** (page 22 ff).

The Code of Conduct cannot answer all questions that we may encounter in our daily work. It is therefore supplemented by PERI rules and regulations as well as employment contracts. In addition, all PERI employees must comply with the applicable legal regulations.

Failure to comply with the Code of Conduct can cause considerable damage not only to our company, but also to our employees and business partners. The Code of Conduct is therefore binding for all PERI employees. Violations of the Code of Conduct will not be tolerated. Anyone who violates the Code of Conduct can expect consequences that – depending on the seriousness of the violation – range from labor law measures to civil law claims for damages and criminal prosecution.

In case you have any doubt as to whether a behavior is in accordance with the Code of Conduct, each employee should ask himself or herself the following questions:

- Does my behaviour correspond to PERI's values and my own ethical values?
- Is my behaviour free of any conflicts of interest?
- Is my behaviour legal and does it comply with PERI guidelines and instructions?
- Can I take responsibility for my behaviour in good conscience?
- How would my behavior appear in a newspaper report – would it pass the "public test"?



If you become aware of any violation of the Code of Conduct, these violations need to be stopped.

In the event of human rights or particularly serious compliance violations, especially in the areas of child, forced or compulsory labor, white-collar crime (e.g., corruption offenses), antitrust law and data protection, or if there is already a risk that such a human rights or particularly serious compliance violation may have occurred, the Head of Legal & Compliance and Human Rights Officer is available to you directly as a contact. Information about compliance or human rights violations can also be communicated by e-mail to compliance.officer@peri.com. In any case, tips will be treated confidentially. No employee who provides information about a compliance or human rights violation of which he or she has become aware may be disadvantaged in any way.

2. PERI assumes social responsibility

The observance and compliance with the laws arises from the social responsibility of PERI. We are obliged to comply with the respective law under which we operate in all business decisions.

We must all be aware of our social responsibility, especially the scarcity of resources, and ensure that our products and manufacturing processes meet the requirements of a sustainable development.

In detail, the following guidelines result from PERI's social responsibility:

Human rights

Background

The United Nations Universal Declaration of Human Rights and the European Convention for the Protection of Human Rights and Fundamental Freedoms set out the requirements and expectations of the international community with regard to respect for and observance of human rights.

PERI Guideline

Ethical behavior is a principle of PERI. The company respects, protects and promotes the current human rights regulations worldwide as fundamental and universally valid guidelines. PERI does not tolerate any form of forced labor, human trafficking or child labor. This applies not only to cooperation within the PERI Group, but also, of course, to the conduct of and towards employees, external business partners and shareholders.

Our Contribution

As PERI employees, we can also contribute to the observance of human rights. In our dealings with other people, we must respect human rights as a fundamental guideline and must be vigilant in dealing with human rights violations that occur in our environment.

If at any time you might become aware of a Human Right violation in your professional environment, you are expected to contact the Compliance Hotline.

Our Human Rights and Sustainability Policy Statement is available at the following link: https://www.peri.com/en/company/sustainability.html

Equal Opportunities and Non-Discrimination

Background

Equal opportunities and non-discrimination are important cornerstones for a fair, impartial and open workplace. PERI promotes diversity and tolerance with the aim of achieving maximum productivity, creativity and efficiency.

PERI Guideline

- PERI offers women and men equal opportunities.
- PERI does not discriminate against anyone on the basis of ethnic or national affiliation, race, gender, religion, belief, age, disability, sexual orientation or any other legally protected characteristics and does not tolerate any discrimination in this respect.
- PERI does not tolerate any actions that can be regarded as bullying of an employee. The term bullying is seen as any conduct that violates a person's dignity or that creates an environment conducive to harassment, intimidation, hostility, humiliation or insult to any of our employees. Any conduct which aims or causes harassment in the aforementioned sense is prohibited, irrespective of the scope in which it is carried out, whether in the office, in the internal or external customer-related context, or through the use of our information and communication systems and in whatever form, such as verbal expressions, gestures, or the display or use of the information and communication systems as well as the distribution of images and/or texts.
- PERI employees have the right to form associations to promote working and economic conditions.

Our Contribution

We respect the principles of equal opportunities, non-discrimination and decent behavior and we expect the people around us to do the same.

In the event of violations of the principles of equal opportunities, non-discrimination and fair conduct, we shall draw the attention of the persons concerned to their misconduct. If it is not possible to exert any direct influence on the event, we will report the incident to the Human Resources department.

Donations, Sponsorship and Charity

Background

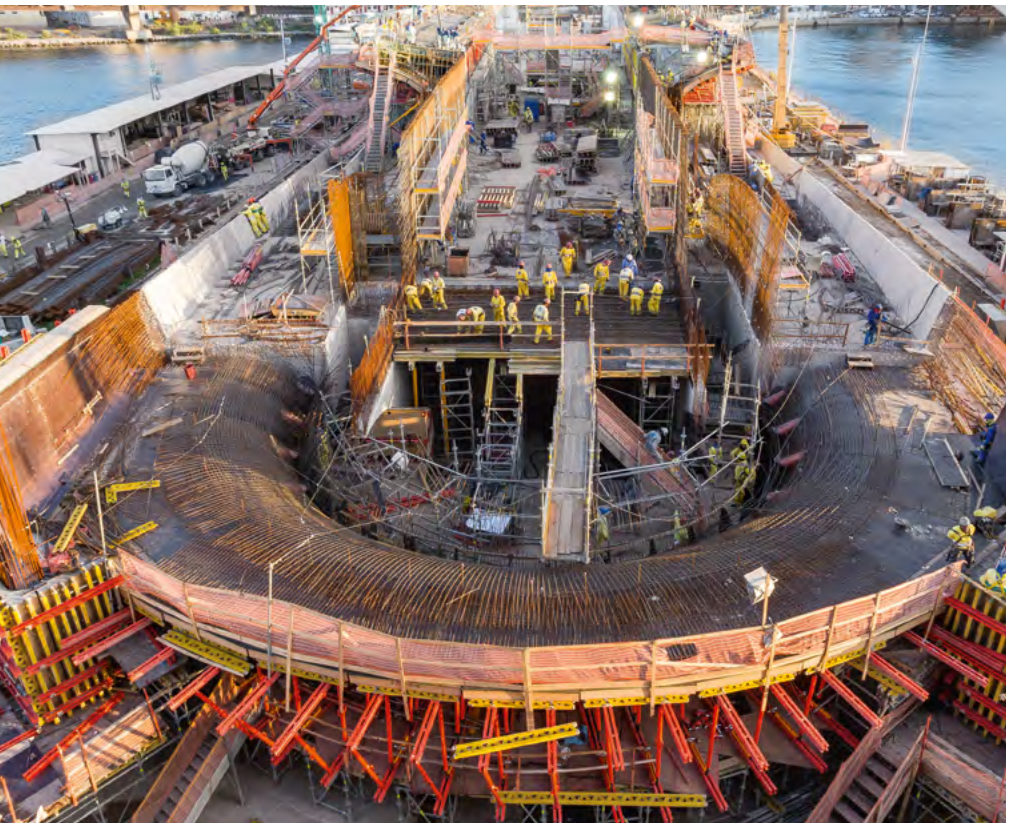
PERI supports selected non-profit institutions and purposes by means of financial and material donations as well as sponsoring initiatives. In order to avoid a conflict of interest and to ensure uniform conduct within the PERI Group, donations and sponsoring initiatives may only be awarded in accordance with the Group Directive "Donations and Sponsorship".

PERI Guideline

- PERI does not grant any donation and sponsoring initiatives for political or religious purposes.
- PERI does not grant any donations for the purpose of achieving a particular performance, position or as consideration for such a position.
- At PERI, donations and sponsoring initiatives are only granted as far as a transparent approval process was followed.

Our Contribution

We only make donations or sponsorship initiatives in accordance with the guidelines as laid out in in the Group Directive "Donations and Sponsorship".



Lobbying

Background

It is a fact that politics and legislation influence economical processes. PERI also influences society through its participation in business transactions and this can bring the interests of PERI into direct conflict with decision-making processes such as legislative proposals through interest groups.

PERI Guideline

- Lobbying is operated centrally, openly and transparently at PERI.
- PERI complies with the laws of all countries in which the company lobbies.
- Unfair influence on politics and legislation should be avoided under all circumstances.

Our Contribution

We do not engage in unfair lobbying and we do not have or promote any unauthorized influence on political decisions in the name of PERI.

Environmental Protection

Background

Environmental and climate protection are among the greatest challenges of our time. PERI has been working continuously for years on reducing emissions and improving production methods in order to reduce energy and raw material consumption as far as possible.

Our Contribution

We use resources and energy sparingly and work towards the development and dissemination of environmentally friendly technologies. Negative effects on the environment and the health of employees are avoided or kept as low as possible in all activities.

PERI Guideline

PERI assumes responsibility with regard to environmental protection. We all have to take environmental concerns into account in our activities.

Product Safety

Background

Every day, countless people come into contact with our products. The PERI Group and its employees are responsible for eliminating, as far as possible, the risks and dangers associated with health and safety resulting from the handling of these products.

PERI Guideline

PERI has taken into account all legal and technical requirements and standards for product safety. More detailed information and standards are made within the group policy on Product Monitoring and Hazard Control.

Our Contribution

It is important to note that PERI does not make compromises when it comes to product safety. We ensure that the appropriate measures – including the recall of products if necessary – can be initiated in good time in the event of safety concerns. More detailed information and standards are made within the group policy on Product Monitoring and Hazard Control.

Safety at the Workplace

Background

Occupational safety is relevant to prevent accidents at work and occupational diseases and work-related health risks. This includes safety and occupational health measures as well as the protection of health.

PERI Guideline

All PERI employees have the right to a safe and healthy working environment. PERI complies with all legal and technical requirements and standards for workplace safety.

Our Contribution

We do not compromise on job security. We are also aware that this is not only about ourselves, but also about our colleagues, working in other departments.

3. PERI maintains Transparent Business Relationships

Openness and transparency are the key to creating credibility and trust in business transactions. We therefore attach particular importance to consistently implementing the legal framework conditions, internal guidelines and core values of the company in business transactions and to communicating them clearly. This results in the following guidelines:

Conflict of Interests

Background

A conflict of interest exists if the private interests of a PERI employee conflict with the interests of PERI or if there is a possibility to do so. If PERI employees pursue personal interests and do not disclose them or if they put personal interests above the interests of the company, this can lead to damage to PERI and may call into question the integrity and professionalism of our company.

PERI Guideline

As employees of PERI, we are all committed to the well-being of the company. PERI trusts that all employees of the company make their decisions exclusively on the basis of factual criteria and that they do not allow themselves to be influenced by personal interests and relationships.

Our Contribution

We are aware that there is a risk of running into a conflict of interest. Therefore it is important to inform our supervisors if an employee has relationships with persons or companies with whom PERI conducts business that could lead to a conflict of interest – e.g. relationships, partnerships, business partnerships or investments.

It is important to avoid the possibility of a conflict of interest and to disclose any apparent or actual conflict of interest to our supervisor. Managers who are involved in the recruitment of an employee are obligated to obtain the approval from their respective supervisors as well as the Head of the Human Resources PERI Group before hiring persons with whom they are directly related, such as their spouse or civil partner and persons with whom they are directly related.

Gifts, Hospitality and Invitations

Background

Gifts, hospitality and invitations are common and widespread in the business world. If these are within reasonable bounds, they shall be regarded as legally permissible customer care and not as objectionable. However, if such benefits exceed the appropriate limits and are misused to influence business partners, they may constitute corruption.

Consider the following:

- There is only a slight difference between permissible gifts, which serve to establish a good business relationship, and bribery and corruption.
- Gifts will be problematic if gifts and invitations between business partners impair or appear to impair our ability or that of the business partner to make free and objective decisions.
- Unauthorized gifts are often made secretly or indirectly.

PERI Guideline

The PERI Group Anti-Corruption Policy regulates the handling of gifts, entertainment and invitations to events. We have established clear guidelines for the appropriateness of benefits in the form of gifts, entertainment and invitations, as well as the steps to be taken when accepting and granting these benefits.

Our Contribution

We are all expected to familiarize ourselves with the PERI Group Anti-Corruption Guideline and strictly adhere to it.

We are also to regularly review our conduct to determine whether or not a conflict of interest may exist or if a conflict of interest might arise.

Prohibition of Corruption

Background

Corruption is a serious problem in business. It creates an environment for decisions based on unprofessional reasons. Corruption also prevents progress and innovation, as well as misrepresents competition and ultimately harms society. Corruption is a criminal offence. It may lead to hefty fines for PERI and criminal prosecution of affected PERI employees.

PERI Guideline

The quality of PERI's products and services is the key to our company's success. In order to provide quality products and services, PERI will not tolerate any corruption. In this regard it is important to note that all employees of PERI may only grant donations to business partners, customers or other external third parties within the legally permissible framework, conditions and guidelines as laid out in the relevant appropriate Group Directives.

Our Contribution

We never, directly or indirectly, accept bribes. We never bribe others.

We are intensely aware of any acts of corruption in our environment.

In the event of indications of corruption, the Head of Legal and Compliance or the responsible Compliance Officer must be informed immediately.

State as a Customer and Dealing with Authorities

Background

Governments, authorities and other public institutions are important decision-makers in the PERI business. In dealing with them, special legal conditions often apply, whereby even individual infringements may have serious consequences and PERI can permanently be excluded from being awarded public contracts.

PERI Guideline

PERI consistently complies with the particularly strict legal requirements applicable during its dealings with governments, authorities and public institutions.

It might be possible that so-called "Facilitation Payments" may be required (e.g. payments to accelerate routine administrative matters). In these cases, the limit of undue influence is quickly exceeded. PERI therefore does not make any facilitation payments.

Our Contribution

We are aware of the fact that particularly strict framework conditions apply when dealing with public clients. In addition, we observe all the regulations of the most recent valid Anti-Corruption Guideline of the PERI Group.

Consultant and Agents

Background

In some business areas, the PERI Group involves external consultants in initiating and/or carrying out sales-based business relationships. These external consultants act in various ways in order to support sales in the best interests of PERI.

Due to the lack of affiliation with the PERI Group, it cannot be guaranteed that these consultants will follow PERI's high ethical standards of conduct. In order to exclude as far as possible, the risk that the remuneration paid by PERI will be used as a means of corruption, we proceed with caution when employing consultants.

Violations of the law by such advisors can also damage PERI's reputation and even lead to a liability of the company towards third parties as well as to very high fines.

PERI Guideline

PERI uses consultants only in accordance with the legal framework and the requirements of the Anti-Corruption Policy of the PERI Group. This Anti-Corruption Policy ensures that remuneration is only paid for consultancy and agency services actually rendered and that the remuneration is in proportion to the service rendered.

Our Contribution

We will carefully examine the integrity of potential consultants and intermediaries before placing an order and before making payments.

We will also ensure that contracts for which we are responsible will also stand up to legal and economic scrutiny in regards to comparable contracts with other brokers.

4. PERI acts as a Fair Competitor

PERI is a fair and responsible competitor in all markets. In this respect, we must strictly adhere to the following guidelines:

Fair competition

Background

Fair and free competition is protected by the applicable competition and anti-trust laws. Compliance with these laws ensures that there is no distortion of competition in the market – for the benefit of all consumers. In particular, agreements between concerned practices which have as their main objective the prevention or restriction of competition are prohibited. It is also prohibited to abuse a prominent position. Such an abuse can, for example, occur in cases such as the treatment of various customers is different ways without justification (discrimination), the refusal to supply, the enforcement of unreasonable purchase or sales prices and conditions, or in the case of coupling transactions without content in order to request additional services. Finally, the mere exchange of competition-relevant information between competitors is also prohibited.

Anti-competitive behavior can not only significantly damage PERI's good reputation, but can also result in severe fines and penalties.

PERI Guideline

We conduct our business exclusively on the basis of merit, market economy and free and unhindered competition. We measure ourselves against our competitors and always adhere to the law and ethical principles.

We do not enter into any anti-competitive agreements with competitors, suppliers or customers. Insofar as where we hold a dominant position, we do not abuse this position.

Our Contribution

When contacting competitors, we make sure that no information is received or given which allows conclusions to be drawn about the current or future business conduct of the information provider.

In discussions with competitors, we avoid topics that are important for competition amongst ourselves. Such topics might include, for example, pricing, business planning, sales or delivery times.

In addition, we also follow the Group Policy on Antitrust and Competition Law.

Fair Procurement

Background

In our business activities, we are contractually linked to a large number of suppliers and service providers. Our economic success depends, among other things, on our cooperation with the best suppliers and service providers.

PERI Guideline

We carefully select suppliers and service providers according to an objective criteria. Compliance with human rights and sustainability criteria are also taken into account. Suppliers and service providers are subjected to a risk analysis in this regard in accordance with the requirements of the Supply Chain Due Diligence Act. When purchasing products and services, we involve the responsible purchasing departments in accordance with the relevant purchasing policies.

Our Contribution

We deal with suppliers based on our objective view of their services or products. We will always avoid any conflict of interest.

We do not purchase any products or services without first providing alternative suppliers' quotations that are available in the market. We comply with the relevant corporate Group Policies and call on the responsible purchasing department during the early stages of the purchasing process.

Export Control

Background

For reasons of security policy, export control restricts the foreign trade of a country or economic area. Export control covers the cross-border exchange of goods and services not only with third parties but also with companies belonging to the Group. Export controls are intended, for example, to prevent the distribution of weapons of mass destruction and the uncontrolled spread of armaments.

PERI Guideline

PERI ensures compliance with all regulations for the import and export of goods, services and information.

Our Contribution

When making decisions on the import or export of products, we consciously check whether this decision is subject to export control. If in any doubt, we ask that you seek advice from the head of Legal and Compliance or your local Compliance Officer.

In addition, please also follow the regulations as set out in the Group Directive on Export Control Sanction List Screening.

Prohibition of Money Laundering

Background

In many countries there are laws against money laundering. Money laundering is when money or other assets that are directly or indirectly derived from criminal offences are brought into the legal economic cycle and thus given the appearance of legality. Liability for money laundering does not require the party concerned to be aware that money that is being laundered through the transaction or transfer concerned. Even the careless involvement in money laundering can result in severe penalties for all those involved.

PERI Guideline

We carefully check the identity of customers, service providers, consultants and other third parties with whom legal relationships are established. It is our clear goal to maintain only business relationships with reputable business partners whose business activities are in compliance with legal requirements and whose financial resources are legitimate.

Incoming payments are immediately assigned and booked by us to the corresponding services. All cash flows are transparent and open.

Our Contribution

We do not participate in any activities whatsoever that might contravene domestic or foreign money laundering regulations. We are attentive and follow suspicious behavior of customers, consultants and business partners.

We do not accept cash payments, but always require payment via bank transfer, as is customary in normal business transactions.

We comply with all applicable regulations on recording and accounting for transactions and contracts in our area of responsibility.

Capital Market

Background

Only through proper accounting and correct financial reporting can we create and maintain trust in the public, shareholders and contractual partners. If irregularities occur, they can have serious consequences for all of us.

PERI Guideline

We strictly adhere to the legal framework for proper accounting and financial reporting. Traceability (principle of documentary evidence), completeness and correctness are our top priority.

Our Contribution

We ensure that all business financial data is entered correctly and promptly within our area of responsibility.

If you have any questions about the correct collection of data, please contact our supervisor or the responsible finance department.

5. PERI protects Data, Professional Secrets and Business Assets

It is in our own interest to protect the data of employees and customers as well as the company's specific know-how, assets and property. The following guidelines apply in this context:

Protection of Privacy

Background

There are special legal regulations for the protection of privacy regarding the handling of personal data. The collection, storage, processing and other use of personal data requires the consent of the party concerned or a legal basis.

PERI Guideline

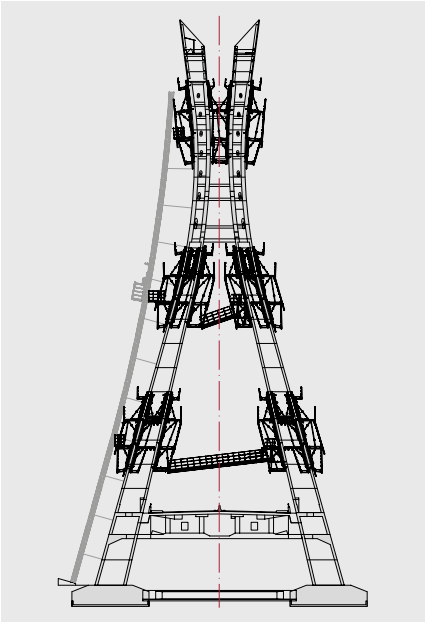
We protect the personal data of our employees, customers, suppliers and other interested parties.

We only collect, process, use and store personal data where this is required by law or is required for the regular business operations of PERI.

Our Contribution

We take into account that the collection, storage, processing and other use of personal data may only take place on a legal basis or with the consent of the person concerned.

When in any doubt, contact the PERI Group's Data Protection Officers, the Head of Legal and Compliance or a member of the Group Legal & Compliance team.



Protection of Know-how, Patents, Trade and Business Secrets

Background

We have developed valuable know-how and hold a large number of internationally protected patents, as well as extensive trade and business secrets and technical know-how. This knowledge is the basis of our business success.

Unauthorized disclosure of such knowledge can cause severe damage to all of us and ultimately lead to penalties under labor, civil and criminal law.

PERI Guideline

We are also aware of the value of our own know-how and we are protecting it carefully.

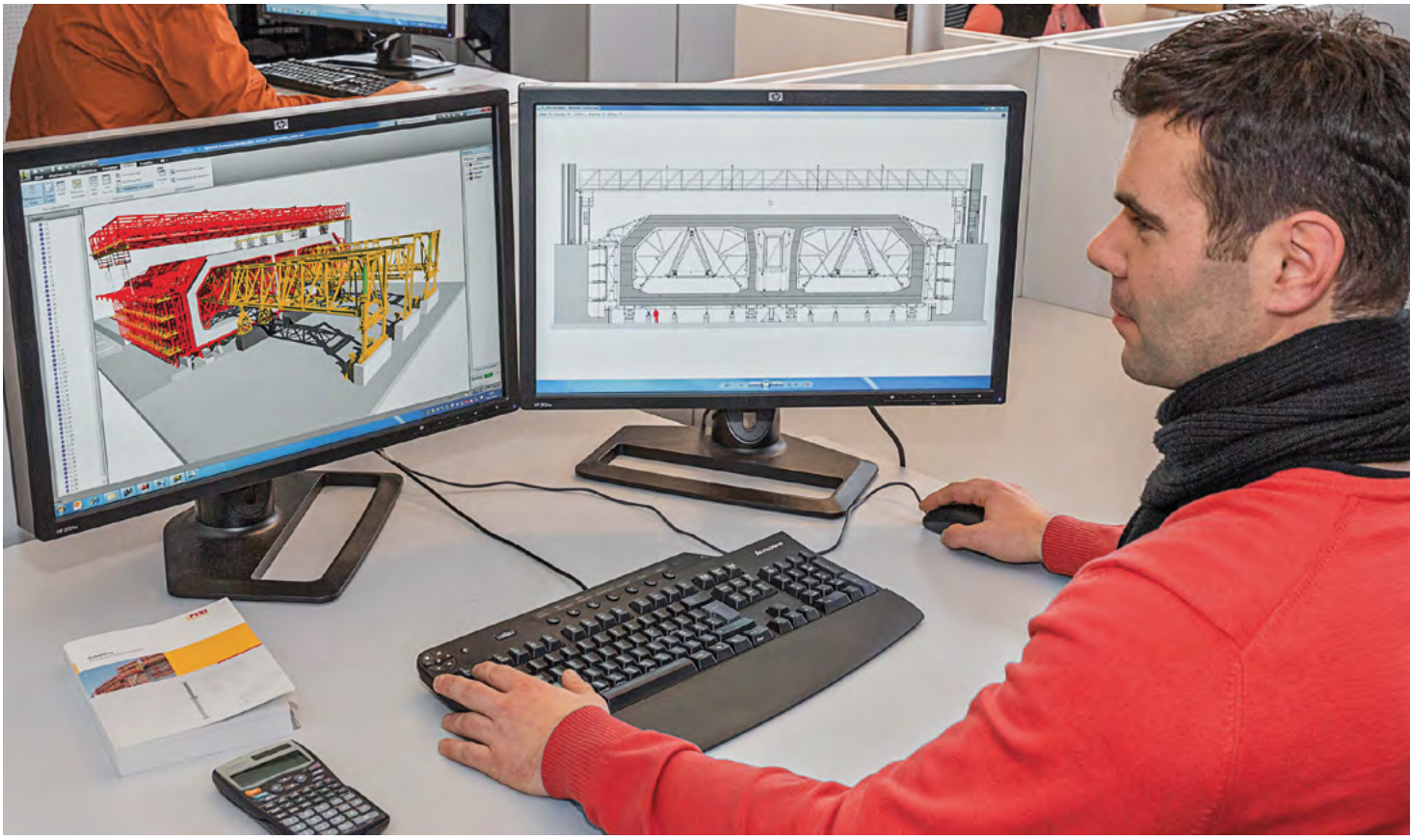
We recognize and respect the intellectual property of competitors and business partners.

In principle, we may not disclose information such as technical data, financial data, operating data, customer information or other information relating to PERI's business to third parties.

Our Contribution

We handle information concerning technical know-how, patents, trade and business secrets with care. Caution is generally advised with open documents and unencrypted files.

We respect the intellectual property of competitors and business partners.



IT Security

Background

Information technology (IT) or electronic data processing are an integral part of PERI's day-to-day work, but at the same time it harbors a large number of risks. This includes in particular the impairment of data processing by malicious programs (e.g. viruses), the loss of data due to program errors or the misuse of data (e.g. by hackers).

PERI Guideline

We pay thorough attention to IT and IT security. All of us must comply with the applicable regulations of the Group Directive on the use of information and communication systems

Our Contribution

We familiarize ourselves with the applicable regulations of the Group Directive on the use of information and communication systems and the security precautions prescribed therein and take into account the requirements contained therein, particularly with regard to the private use of information and communication systems.

We are aware that e-mails are not a secure means of communication and therefore we never send highly confidential information and documents via e-mail.

5. PERI protects Data, Professional Secrets and Business Assets

Corporate Wealth Management

Background

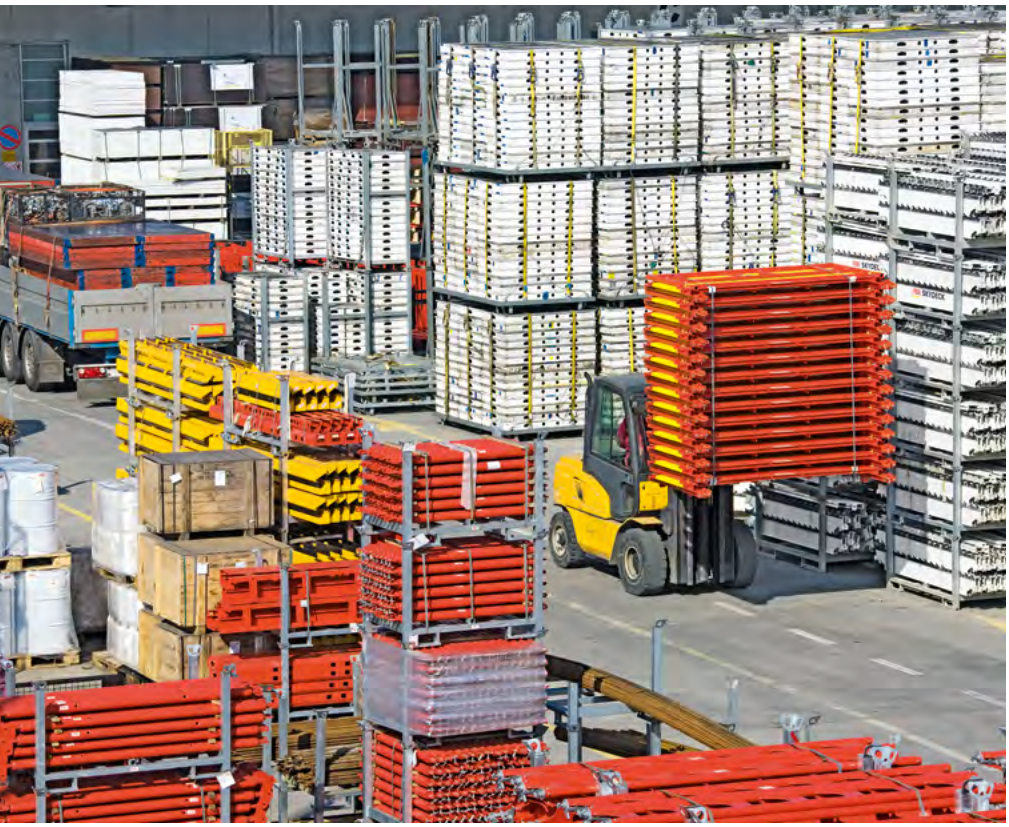
PERI's tangible and intangible assets are necessary for a specific purpose. They help to achieve PERI's business objectives and may only be used for operational purposes.

PERI Guideline

We must all respect PERI's tangible and intangible assets and may not use them for purposes other than business purposes.

Our Contribution

We are aware that business assets may only be used for operational purposes. We handle business assets carefully. We ensure that the business assets we use in our daily work or with which we come into contact during the course of our work are not damaged, misused or wasted.



Communication and Advertising

Background

We consider clear and open communication as important with all employees, business partners, investors, the press and other interested parties. Good communication requires certain rules in order to ensure a uniform and consistent appearance of PERI. We respect the right of freedom of expression.

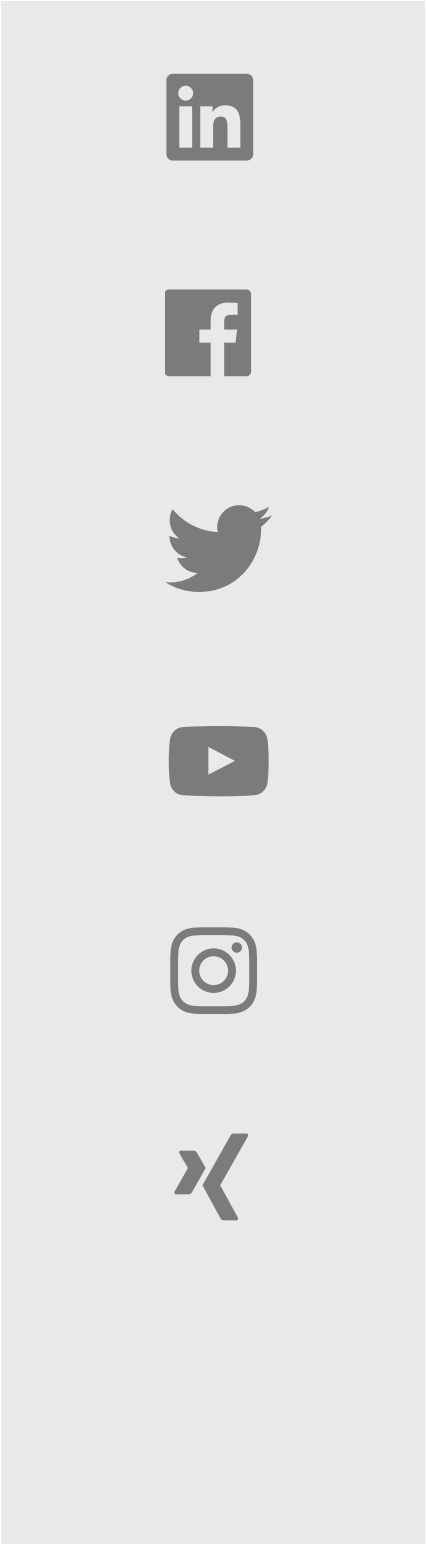
PERI Guideline

Uniform and clear communication is essential to maintain the trust of customers, suppliers and investors in the interests of our employees. Prior to the acceptance and implementation of planned communication and marketing measures, they must be coordinated with the Head of Marketing.

Our Contribution

As employees of PERI, we do not make any public statements for and on behalf of PERI. We always refer enquiries regarding statements for PERI to the Head of Corporate Communication.

Use of Social Media and Internet Forums



Background

The use of social media and internet forums for communication has the consequence that individual statements and opinions in media such as Twitter, Facebook or internet forums are or can be made accessible to an almost unlimited public without having any influence over them. We are aware of this fact and of the possible consequences for ourselves, the company and the people we are talking about when we use such forums.

PERI Guideline

- We will always refrain from making offensive or defamatory statements or comments about superiors and colleagues. Such statements and comments may have consequences under labor law and possibly criminal law.
- The appearance of PERI in the public, including its presence on the Internet and in social media, is centrally controlled by the company. Contributions and statements of opinion in social media and internet forums on behalf of PERI or with reference to PERI may only be made by persons who have been commissioned by PERI to do so.
- As employees of PERI, we are obliged by our employment contract not to disclose confidential information and business secrets to third parties.

Our Contribution

We do not use social media and internet forums to assess and evaluate superiors and colleagues and do not express our opinion there on events in a way that could be misunderstood as an official statement by PERI.

Reporting and Contact

If you have questions about the PERI Code of Conduct you can contact the following persons at any time:

- **The local Managing Director**
- **The local Compliance Officer**
- **Head of Group Legal and Compliance and Human Rights Officer PERI Group: chief.compliance.officer@peri.com**
- **Whistleblowing System https://peri.integrityline.com/**

Please contact the internal Compliance Hotline for potential Compliance incidents or Human Rights violations.

PERI

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