



Code of Conduct

*focused on customer
- driven by innovations*

TABLE OF CONTENT

Intent of the Code of Conduct	3
1. Introduction	4
1.1 Aim of the Code of Conduct of the BOS Group	4
1.2 Fundamentals	4
2. Human Rights, Work Conditions and Assets	5
2.1 Personal Responsibility	5
2.2 Protection against Discrimination	5
2.3 Fair Work Conditions	5
- Prohibition of Child Labor	
- Prohibition of Forced Labor	
- Freedom of Association and Right to Collective Negotiation	
- Remuneration, Working Hours and Qualification	
2.4 Health, safety and environmental protection at the workplace	6
2.5 Avoidance of Conflicts of Interest	7
2.6 Protection of Corporate Assets	7
2.7 Information Security and Data Protection	7
3. Interactions with Business Partners	8
3.1 Suppliers	8
3.2 Fair and Sustainable Competition	8
3.3 Conflict Minerals	9
3.4 Competition and Antitrust Law	9
3.5 Gifts and Benefits	9
3.6 Donations	9
4. Compliance with and Implementation of the Code of Conduct	10
4.1 Responsibility	10
4.2 Violations	10
4.3 Contact Point	11
4.4 Investigation and Reporting	11
5. Final Clause	12

INTENT OF THE CODE OF CONDUCT

Ostfildern, February 2021

Dear Employees,

Based on the international activities of the BOS Group we have revised the Code of Conduct and determined the basic rules and principles according to which we would like to work together at BOS – today and in the future. The BOS code of conduct is largely based on the ten principles of the United Nations Global Compact (www.unglobalcompact.org), the UN guiding principles for business and human rights, and the OECD guidelines for multinational enterprises. It summarizes the high standards at BOS Group regarding our employees, our environment and our external partners.

The Code of Conduct serves all of us whether it be for leadership or individual employees as guideline in our daily work. It sets the bar for each of us and at the same time shall help practice responsible behavior both externally towards our business partners and the public as well as internally in the conduct with each other. We also expect this responsible behavior from our business partners and suppliers. Together we are responsible for the reputation of BOS.

Last but not least, the strict adherence to the “Code of Conduct” is a mandatory component of the IATF 16949 certification, the successor of the ISO/TS 16949 certification and therefore required for every supplier within the automotive industry.

Thus, we would like to ask you, esteemed colleagues to carefully observe the Code of Conduct and to use it as a guideline for our daily behavior.

Stefan Grein
Chairman of the Board



1. INTRODUCTION

1.1 Aim of the Code of Conduct of the BOS Group

It is our duty to conduct all business transaction ethically and legally sound with the objective to create an environment of mutual trust both with our business partners as well as with our colleagues internally. We see this as the foundation for long-term prosperity and success.

The BOS Group is committed to respecting internationally recognized human rights. We also expect our business partners to adhere to human rights, in particular the UN Global Compact, and actively work towards compliance with and implementation of these principles along the value chain.

1.2 Fundamentals

Our good reputation and the trust of our customers, employees and the public depend largely on the behavior of each individual in this company. Each employee is therefore equally responsible to adhere to the values and objectives of the company and to act accordingly within the realm of their responsibilities. Therefore, we need a proper set of rules and guidelines. This present Code of Conduct summarizes the most important rules and guidelines that all BOS employees worldwide should follow. The principles explained in this document apply in interactions with all colleagues, customers, suppliers, business partners and public bodies worldwide, at all locations and for all business units of the BOS Group.

We expect that all employees, without exception, not only follow internal rules but also obey the laws, avoid conflicts of interest protect BOS assets and uphold the traditions and values of those countries that we have business dealings with.

We expect from our management personnel in their position as role models that they not only communicate these rules but also lead by example and call on their employees to follow. They are the first point of contact for all questions and concerns related to the code.

2. HUMAN RIGHTS, WORK CONDITIONS AND ASSETS

We are convinced that the sustainable success of our family business depends greatly on a value-based corporate culture and every single employee contributes an important part to the success of the company. We are taking our responsibility very serious and pledge to respect the human rights of our employees. We aim to exceed the minimum standards with our working conditions.

2.1 Personal Responsibility

We expect all employees of BOS Group to comply with legal requirements and company guidelines, all managers are requested to assume a role model function. The personal dignity of each individual must be respected and protected. All executives are requested to prevent any violation of the code in their respective units. Each employee must be explicitly advised of this code.

2.2 Protections against Discrimination

We do not tolerate any disadvantage, harassment, sexual harassment or other forms of discrimination against our employees based on race or ethnic affiliation, gender, religion or view of the world, disability, age or sexual identity. As a company operating worldwide we promote diversity within the company and cooperation with employees and partners of different cultures, mindset or nationalities and are convinced that successful collaboration is only possible with mutual respect and appreciation of each individual.

2.3 Fair Work Conditions

We do not tolerate any form of forced or compulsory labor. In accordance with the ILO core labor standards, we strictly reject the use of forced or unlawful compulsory labor.

We do not tolerate any form of child labor. In accordance with the ILO core labor standards, we comply with the minimum age for employment and strictly reject child labor.

We recognize the right of all employees to form employee representations and to engage in collective negotiations to regulate working conditions.

2. HUMAN RIGHTS, WORK CONDITIONS AND ASSETS

Our culture is characterized by trusting and constructive collaboration with the respective employee representations. The common goal is to maintain a sustainable cooperation for the benefit of the company and the employees.

We compensate our employees fairly, both internally and externally. Where available, the legally guaranteed minimum wages and standards are followed.

We comply with the applicable national working time regulations worldwide. In addition, our working time regulations describe the applicable principles regarding rest periods, free time, vacation and life balance as well as possible sabbaticals.

Professional development and qualification are based solely on the individual's personal performance, individual ability and personal suitability. We remunerate our employees for their individual or collective performance in accordance with local principles.

2.4 Health, safety and environmental protection at the workplace

We consistently comply with applicable occupational health and safety laws worldwide.

We also set our own standards for improving occupational safety and reducing the risk of accidents with our management system for environment, safety and health at work (USGA), which includes the health and safety management system according to ISO 45001 and the environmental management system according to ISO 14001.

Thus, we are dedicated to complying with the highest occupational safety requirements, regardless of whether lower requirements would be permissible in each country.

We are all jointly responsible for protecting people and the environment. It is the task of our employees to maintain their workplace in a tidy and safe condition, to protect the environment and to use the available resources economically and considerately. Any deviations must be reported to the manager.

2. HUMAN RIGHTS, WORK CONDITIONS AND ASSETS

2.5 Avoidance of Conflicts of Interest

We ensure that the interest of the employees are in accordance with the interest of the company. Therefore, each employee should avoid any situation that could lead to a conflict between personal and corporate interests. These situations could arise for example in case of activities or joint ventures with other companies or business with friends or family members. Any such business relations should be avoided and the respective supervisor should be informed immediately. Any secondary work with pay needs to be approved in writing by the respective supervisor and/or human resource department.

2.6 Protection of Corporate Assets

We expect that our employees treat all tangible and intangible assets with respect. These assets include among others, buildings, properties, vehicles, office equipment as well as know-how, patents, innovations, technologies and other valuable information for the BOS group that needs to be protected. Our innovations and competences should be protected not only from theft, but also from imitation.

All facilities and equipment can only be used for private purposes with prior special permission.

2.7 Information Security and Data Protection

We require our employees to handle sensitive information, innovations and know-how confidentially and use them for business purposes only. They are the foundation for our sustained success and may not be passed on to or made available for third parties under any circumstances. The same applies to all personal data on employees of BOS group.

We maintain high data protection standards to protect the privacy rights of our employees and customers regarding the use of their personal data. Principally, we are guided by German and European data protection standards in order to ensure the best possible respect for personal rights worldwide. Our data protection ensures that the use of personal data complies with the law and that the rights of each individual are protected.

3. INTERACTIONS WITH BUSINESS PARTNERS

We strive to be reliable partners, both in collaboration with our customers, suppliers and business partners as well as within our company. Besides our competence, innovative power and quality of our product this also requires honest and transparent communication and that we keep our commitments and contractual relationships.

3.1 Suppliers

Our suppliers are expected to respect human rights in the course of their business activities. For BOS, the commitment of suppliers to fulfill their social responsibility and in particular to comply with the ILO core labor standards is an indispensable condition for lasting business relationships.

We have established a multi-stage risk management process to promote compliance with social standards. Our general terms and conditions require suppliers to respect human rights and to demand the same from their suppliers.

We review all offers of our suppliers in a fair and unbiased manner. Awarding the business and execution of the order are strictly based on relevant factors. All agreements are negotiated in full and unambiguously, any amendments or modifications later on are duly documented. All employees have to comply with the internal system of dual control, the so-called “four eyes principle or two-man rule”.

3.2 Fair and Sustainable Competition

We follow the rules of fair and sustainable competition and support the idea of free markets and fair trade. Any unfair practices are prohibited.

Our economic and financial activities are monitored internally on an ongoing basis and are subject to the control of auditing firms and the respective banking and financial supervisory authorities.

We adhere to the various rules of foreign trade, tax and customs law in our global activities, comply with mandatory economic sanctions at all times and are aware of our social responsibility in fulfilling our tax and customs obligations.

3. INTERACTIONS WITH BUSINESS PARTNERS

3.3 Conflict Minerals

Transparent documentation of the supply chain for “conflict minerals” requires special diligence that we exercise in accordance with the US American law “Dodd-Frank Act, Section 1502”.

3.4 Competition and Antitrust Law

We expect every employee to adhere without exception to the idea of fair competition and trade rules of all countries that BOS operates in. This also includes business in countries against which economic sanctions have been imposed. It is therefore inadmissible to engage in agreements with the competition that could sway the competition.

The same applies to exchanging information regarding price, conditions, capacities, market shares, margins, cost as well as offer details.

3.5 Gifts and Benefits

We will not tolerate any type of corruption, bribery, extortion or embezzlement. All our activities are carried out with responsibility and honesty. Any employee that should be influenced by unethical behavior from customers or suppliers or vice versa will be held responsible and disciplined. There may be no benefits connected in any way to requesting and receiving of services and materials.

Our employees are not allowed to accept reward or gifts related to their professional activities. If employees are offered rewards or gifts in relation to their professional activities, they have to inform the employer immediately. Monetary gifts can never be accepted.

3.6 Donations

Various organizations and institutions are approaching us for donations. Any donation is subject to approval by upper management. The recipient and purpose of such donation must be known and conceivable. The principle of selfless action applies.

4. COMPLIANCE WITH AND IMPLEMENTATION OF THE CODE OF CONDUCT

Our code of conduct is communicated to all employees. We expect all BOS employees to comply with legal regulations and company guidelines and to align their professional actions accordingly.

4.1 Responsibility

Our managers are obliged to inform their employees about the content and significance of this code of conduct and to advise and support them in complying with it in their daily activities.

Every employee of the BOS Group is required to comply with our code of conduct and to make its principles the binding standard in the daily performance of duties. For this purpose, it is necessary to actively and continuously inform oneself about the existing requirements and to participate in the offered trainings.

4.2 Violations

Any violation can lead to severe consequences for the whole company and depending on the seriousness lead to labor law or criminal persecution.

However, we trust that all our employees make the right decisions and report any violations to the respective superior to resolve them locally in constructive discussion. Never-the-less there may be circumstances – especially, if it is related to illegal business practices – to address the situation outside the immediate work environment. The following points of contact are available to employees and third parties:

- Your manager
- Upper management
- Your Human Resource or Finance and Controlling Department or where applicable your employee representative
- The contact person mentioned in the BOS Code of Conduct

Employees that report in good faith on any real or perceived misconduct, may not be discriminated against. BOS will treat the identity of the employee – according to the so-called whistle blowing process – confidentially whenever possible and legally permissible.

4. COMPLIANCE WITH AND IMPLEMENTATION OF THE CODE OF CONDUCT

4.3 Contact Point

If you cannot voice your concerns, hints or complaints locally or you do not receive proper support, you can always contact the Director of Human Resources International by phone: +49-711-9360-1346 and/or by email under hinweisgeben@bos.de or directly contact the Managing Director.

Point of Contact:
Director Human Resources International
BOS GmbH & Co. KG
Ernst-Heinkel-Str. 2
73760 Ostfildern
Germany

Phone: +49 (0) 711 9360-1346
Email: hinweisgeben@bos.de
www.bos.de

4.4 Investigation and Reporting

Reported issues are investigated and the necessary steps are taken. Violations of the principles described in this code of conduct by employees may lead to consequences under labor law in accordance with local legislation.

Any investigation regarding violations of the code of conduct will be conducted with the utmost confidentiality, protection of the reporting party and consideration of data privacy laws.

5. FINAL CLAUSE

The Code of Conduct of the BOS Group is effective from the day of its signing. No individual claims or claims of third parties may be derived from it. Only the German version of this code of conduct is binding.

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