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## **ROTO Code of Conduct**

To protect the interests, security and reputation of ROTO and its subsidiaries (hereafter: ROTO, common, professional and responsible standards of behaviour apply for all employees.

The main principles and rules governing the actions of ROTO as well as the standards ROTO sets itself in dealings with business partners and stakeholders are listed in this ROTO Code of Conduct.

### **1. Compliance with legal provisions**

Compliance with laws and legal provisions is an important principle of responsible business conduct and the basis of all ROTO's activities. This Code of Conduct lays down the fundamental guidelines on professional and responsible behaviour for all ROTO employees. However, it is beyond the scope of this document to outline all the legal provisions and the company regulations and policies by which the management board, managers and employees of ROTO have to abide. The members of the management board, managers and employees of ROTO are required to inform themselves on the legal provisions for their areas of responsibility and, if in doubt, to seek legal advice from ROTO's management board.

### **2. Promoting fair competition**

It is the policy of ROTO to promote fair competition. ROTO abides by all applicable domestic and foreign anti-trust legislation as well as the law against unfair competition. It is not permitted to fix prices or terms of trade with competitors or to reach agreements with competitors to divide up markets. Agreements contravening anti-trust laws may not be replaced with modes of behaviour that are agreed with competitors or by agreements within trade associations.

ROTO rejects practices that constitute unfair competition. If ROTO have a dominant market share, this may not be abused at the expense of customers or competitors. All members of the management board, managers and employees must be aware of the fact that infringing competition laws and anti-trust violations do not, in any way, serve the interests of ROTO and must be totally avoided. Infringements will not be tolerated.

### **3. Avoiding corruption**

All staff must be committed to opposing corruption in their areas of influence. Corruption is the offering, granting or acceptance of a gift, loan, fee, reward or other advantage to or from another person as an incentive to do something dishonest, illegal or that would involve a breach of trust. All members of the management board, managers and employees must be aware of the extraordinary risk which corruption can signify for ROTO as well as for them personally. Corruption will not be tolerated.

### **4. Avoiding conflict of interest**

All ROTO's business decisions are made in the best interest of ROTO. All members of the board of management, managers and employees of ROTO have the duty to avoid a conflict of interest between private interests (directly or indirectly or through associated persons or companies) and those of ROTO. Should such conflicts nevertheless occur, they must be resolved in accordance with the law and ROTO policies and will be dealt with openly and transparently.

### **5. Preventing money laundering**

ROTO fulfils its legal obligations to prevent money laundering and does not participate in money laundering activities. In cases of doubt, all employees are required to report unusual financial transactions, especially those involving cash, which could give grounds to suspect money laundering, to the responsible department for review.



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## **6. International trade**

The valid legal provisions for international commercial activity also apply to ROTO's products and services. ROTO must conform to all valid export or import restrictions and must comply with permit regulations and conditions imposed by the national or international authorities.

## **7. Fair working conditions, diversity and non-discrimination**

ROTO's commercial success depends to a great extent on its employees. ROTO values the diversity of its employees and recognises the fundamentals of social responsibility. Therefore, it is in the interests of ROTO that regarding to work and social welfare, fair working conditions and equal opportunities are in place. This means that ROTO does not tolerate any form of discrimination against employees, whether on the grounds of gender, age, sexual identity, ethnic origin, skin colour, disability, religion or other personal characteristics.

ROTO considers it a duty to be an employer that treats its employees in a respectful and fair way related to compensation, development, training, health and well-being, equal opportunities for all employees and due respect to employee privacy and individual dignity. ROTO also expects that its employees treat each other with respect. Discrimination, harassment, intimidation or insults will not be tolerated.

## **8. Rejecting forced and child labour**

ROTO respects internationally recognised human rights and rejects all forms of forced and child labour, also with regard to its business partners. ROTO will respect the minimum, legal working age of the relevant jurisdiction when employing staff.

## **9. Health and safety and environmental protection**

Occupational health and safety protection and environmental protection are an integral part of all business processes and are included in all technical, economic and social considerations. ROTO considers it a duty to be an employer that ensures safe and healthy working conditions for its employees. It is the duty of all employees to comply with the health and safety regulations, to consider environmental protection when producing and developing products and services, to promote recycling and to conserve materials and energy.

## **10. Duty of confidentiality**

The knowledge and information acquired working for ROTO are a basic element of its commercial success. ROTO invests considerable human and financial resources in developing (innovative) products and services. ROTO ensures its success in the market place by protecting these (innovative) products and services.

It is essential that precautions are taken to protect these (innovative) products and services. All members of the board, managers and employees may not disclose to any third party, competitors or news media organisation, any non-public historic, actual or projected information. This includes, without limitation, information related to business operations, financial results, personnel, technological innovations or any other information which is not in the public domain regardless of whether such information is designated as "confidential". This also applies to confidential information of third parties or suppliers as well as confidential information of employees which are also protected by applicable data privacy laws and regulations.



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### **11. Behaviour in public and communications**

ROTO respects the right to free speech and the protection of personal rights and privacy. All employees should be aware that in their private lives they can also be seen as part and representative of ROTO. Therefore, all employees are called upon to safeguard ROTO's standing and reputation in the way they act and conduct themselves in public, especially towards the media. When expressing a personal opinion, employees should take care not to allow their personal opinion to be linked to their employment with ROTO.

### **12. Data protection and information security**

The protection of personal data in particular of employees, customers and suppliers, is of particular importance to ROTO. Personal data are only collected and processed when this is absolutely necessary to perform work-related tasks or when required by law. Personal data may be collected or processed only with the consent of the person concerned and where permitted by law.

### **13. Maintaining proper accounting practices and company records**

Compliance with laws and legal provisions is an important principle of responsible business conduct and the basis of all ROTO's activities. This also requires that ROTO's book of account and records be accurate and complete. No undisclosed or unrecorded fund may be established for any purpose. ROTO maintains a system of internal accounting audit controls which is sufficient to provide reasonable assurances that transactions are recorded in a manner that permits preparation of financial statements in conformity with generally accepted accounting principles and other requirements specified by ROTO and to maintain full accountability for the company's assets and liabilities.

### **14. Internal organisation to uphold this Code of Conduct**

Each business unit is responsible for implementing the provisions contained in this ROTO Code of Conduct as well as other company-internal rules for its business area.

### **15. Breaches of the ROTO Code of Conduct – disciplinary action**

ROTO is committed to ensuring professional and responsible standards of behaviour in all its business relationships. All employees are obliged to uphold this ROTO Code of Conduct and are encouraged to report violations or suspected violations, and such employees shall be protected from retaliation.

Failure to comply with this ROTO Code of Conduct will render an employee liable to disciplinary action. Appropriate disciplinary action will be taken against employees:

- who violate the laws or standards of conduct expressed in this ROTO Code of Conduct or are guilty of other improper or unlawful conduct; and/or
- who retaliate, directly or indirectly, or encourage others to do so, against an employee for reporting a suspected violation.

Disciplinary action will be administered at a level commensurate with the severity of the violation, including termination of employment.