



# Banner

***THE POWER COMPANY***

## ***Code of Conduct***

*Version March 2022*

# INTRODUCTION.

Dear Colleagues,

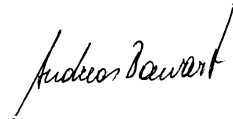
Since its foundation in 1937, by means of its product portfolio Banner has been able to establish a stable market position. Moreover, in its relations with customers, employees and suppliers, the company's principles of integrity, honesty and transparency have constantly embodied a matter of paramount importance.

Consequently, in order to continue to meet these requirements and secure responsible and lawful behaviour, we have drawn up this Code of Conduct.

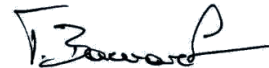
We decided that this code should summarise our ground rules, which we expect every employee to observe and thus ensure conduct in line with company rules during their business dealings.

Local regulations that are more stringent than those contained in the code are to be constantly adhered to and followed.

Your daily activities represent a significant element in Banner's success story and compliance with these principles constitutes a valuable contribution to the lasting and progressive development of our company.



Andreas Bawart  
Commercial CEO



Thomas Bawart  
Technical CEO

*Leonding, March 2022*

# 1. PRINCIPLES.



- ▶ We comply with the legal standards and official regulations of the countries in which we operate. The following laws and conventions are among them: BAK-G Act on the Federal Office for the Prevention of and Fight against Corruption; Kart-G Cartel Act; AGG Labour and Health Act; Oö. USchG Upper Austrian Environmental Protection Act; Convention for the Protection of Human Rights and Fundamental Freedoms; DSGVO Data Protection Act; ASchG Employee Protection Act; KJBG Child and Youth Employment Act; AngG Salaried Employees Act; EFZG Continued Remuneration Act; GIBG Equal Treatment Act; UrlG Holiday Act; MSchG Maternity Protection Act; AZG Working Hours Act;... This is a fundamental Banner principle and applies to all its employees.
- ▶ Our conduct and activities are always lawful and we totally reject any form of legal statute contravention.
- ▶ All employees must obtain information regarding the valid legal regulations applicable to their area of activity and are obliged to adhere to them. No employee may incite a third party to undertake illegal conduct or knowingly participate in such behaviour. In cases of doubt, the respective line manager should be contacted for clarification.

## ***2. FINANCIAL RESPONSIBILITY.***

- ▶ We are all responsible for ensuring that we achieve a true, transparent and complete representation of our business activities through proper accounting and financial reporting. Therefore, we expect all appropriate records - from research results to expense claims - to be prepared with the same care and integrity.



## 3. BRIBERY AND CORRUPTION.

- ▶ Bribery contravenes legal standards and involves high risk for both the affected employee and the company. Bribery is not in Banner's interests and is therefore forbidden. Infringements will result in disciplinary measures. Moreover, suppliers or customers, who influence the decisions of our personnel in an unethical manner must expect the termination of the business relationship.
- ▶ All employees are strictly forbidden to accept or offer monetary gifts, or other types of favours. Excluded are gifts with a low value of up to € 75 and hospitality within the bounds of standard business practice. In this regard, specific national regulations are to be constantly respected.
- ▶ Business decisions must always be taken on an objective and transparent basis, in order that no conflicts of interest can result.
- ▶ We support selected organisations with a charitable, educational or social focus, but do not sponsor political parties, trades unions or religious communities.
- ▶ Corruption contravenes our basic principles, endangers the rule of law and standard free competition. Therefore, we reject it categorically.



## **4. COMPLIANCE WITH ANTI-TRUST LAW.**

- ▶ Our conduct during daily business is absolutely fair and according to the law.
- ▶ We do not coordinate our business policies with those of our market competitors.
- ▶ We adhere strictly to anti-trust law and other current legal statutes in order to safeguard fair competition.
- ▶ We do not mislead consumers with our market conduct, our advertising constantly corresponds with the facts and we do not denigrate any competitor.
- ▶ We have undertaken a self-imposed ban on arrangements with our competitors regarding prices, conditions and the partition of markets and regions.



## 5. HEALTH AND SAFETY.

- ▶ Banner is constantly aware of its responsibilities to its employees. We guarantee adherence to the strict laws and regulations governing the protection of the entire workforce.
- ▶ Current safety regulations are to be strictly observed. All employees and in particular managerial staff must ensure that all safety equipment functions and is effective.
- ▶ We help employees to retain their health by means of regular training, workshops and workplace evaluations.
- ▶ In addition, the examination of employees by the occupational physician (on an anonymous basis) provides us with findings that indicate the areas in which we must invest in order to preserve our already high standards of health and safety.



## 6. ENVIRONMENTAL PROTECTION.

- ▶ Banner always acts in an environmentally conscious manner. Through regular inspections, we ensure that there is no danger to the environment or to people and that our environmental impact is kept as low as possible. Banner and its employees always ensure that the environmental media of soil, air and water are treated with care. In addition, processes are continuously optimised in order to save resources.
- ▶ We possess an environmental management system with ISO 14001:2004 certification and have thus firmly anchored a conservationist approach to resources in every area of our company.
- ▶ The lead-acid batteries that we manufacture can be recycled in their entirety and have the highest collection ratio (superior to glass and paper) of all the recyclable goods on the market.
- ▶ Banner plays an active role in battery recycling.
- ▶ During battery production, the stringent Austrian environmental protection regulations are not only met in full, but are surpassed.





## ***7. GUIDELINE FOR COUNTERFEIT PARTS.***

- ▶ Banner's objective is to eliminate the import of counterfeit products into our supply chain through strict disposal processes.
- ▶ Banner purchases all materials and goods only from authorised manufacturers and suppliers.
- ▶ Banner retains all necessary documentation, such as original purchase orders and receiving documents, to ensure product traceability.
- ▶ All products that are deemed defective and non-recyclable are properly disposed of in accordance with our guidelines. This ensures that no defective goods are returned to the supply chain.
- ▶ All Banner employees involved in the purchase of goods have been informed about the risks of counterfeit, fraudulent and suspicious products. In addition, it is advised that all goods must be purchased exclusively from authorised manufacturers or through agreed and official distribution channels.



## 8. EXPORT CONTROLS AND. **ECONOMIC SANCTIONS.**

- ▶ Banner is an Austrian industrial company. Due to the declaration and commitment of the state of Austria to neutrality, we see ourselves obliged to always comply with this position.
- ▶ Banner is active worldwide. Our business activities are subject to various national and international trade control laws that restrict or prohibit the import and export of our products and services. These restrictions relate not only to the type of product, but also in some cases to the country of origin or destination, and in some cases even to the customer itself.
- ▶ We want to prevent our products from falling into the wrong hands and possibly being misused. For this reason, we comply with all legal requirements, including trade control regulations such as embargoes and anti-terror laws, which are designed to prevent misuse.
- ▶ Trade control regulations are a sensitive issue. That's why our procurement and logistics teams help us stay on top of all legal boundaries and raise our awareness of applicable import and export restrictions. If you have any questions about trade controls, please contact this team of experts.





## **10. AVOIDANCE OF CONFLICTS OF INTEREST AND THE PROTECTION OF COMPANY PROPERTY.**

- ▶ In the course of their business activities it may be the case that employees find themselves in situations in which their financial or personal interests could conflict with those of Banner. If such conflicts occur, Banner expects that employees will always act in the interests of the company. Every employee is instructed to avoid such situations to the greatest extent possible.
- ▶ The commissioning of close family relations within the scope of business activities requires the prior written approval of the executive management.
- ▶ Secondary employment on the part of our employees requires the written consent of the executive management. The use of the professional sphere for private advantage is forbidden and contravenes Banner's company philosophy.
- ▶ The utilisation of company resources takes place with the greatest care and solely in line with their purpose. The private use of company resources is only permissible with the approval of the management and exclusively for their predetermined function.

# **11. COLLECTIVE AGREEMENT NEGOTIATIONS.**

## **FREEDOM OF ASSEMBLY, WORKING CONDITIONS.**

- ▶ Banner is committed to complying with the requirements of legislation regarding working conditions and working hours.
- ▶ We are committed to upholding the fundamental principles of the International Labour Organisation, specifically in the areas of child labour, forced labour, working hours, remuneration, freedom of expression and equal opportunities.
- ▶ Banner respects and recognises the right of employees to collective bargaining and freedom of association, in accordance with the procedures outlined in applicable legislation.



## 12. PROTECTING OUR REPUTATION.

- ▶ During their day-to-day activities, the protection of the reputation of the Banner Group and its suppliers and customers must be the concern of every employee. In order to safeguard the good name of Banner and its workforce, personnel must exercise special prudence during every verbal and written communication (both during and outside working hours).
- ▶ Public statements regarding Banner may only be issued by the company spokesperson. Employees themselves have no entitlement to make utterances and may be held liable for the publicised content.



## **13. SECRECY, DATA PROTECTION AND INFORMATION SECURITY.**

- ▶ All business transactions, documentation and reports must be complete, transparent and verifiable. The security of all business data must be ensured and take into account current stipulations.
- ▶ Confidential information both regarding and from Banner is to be kept secret even beyond the termination of an employment relationship.
- ▶ Personal data will not be supplied to third parties without the consent of the individual affected and must be safeguarded against unauthorised access by means due diligence.
- ▶ To secure a competitive edge, all employees are obliged to protect intellectual property and prevent competitors or other unauthorised third parties from gaining access to this knowledge.



## 14. COMMITMENT FOR ALL EMPLOYEES.

- ▶ This Code of Conduct applies to all employees at the Leonding site and in our sales offices. Each employee is responsible for complying with and always implementing the Code of Conduct.
- ▶ Supervisors must always set an example for their employees by living practice. In the event of any ambiguity, each employee's direct manager is available to provide advice and decision-making support. There shall be no violations of laws or breaches of this Code that could have been prevented by appropriate supervision.
- ▶ Violations may result in disciplinary action for employees, up to and including termination of employment.
- ▶ Every employee is expected to report any illegal or unethical activity to their supervisor, Human Resources or a Works Council member.
- ▶ No retaliation (such as termination, transfer, threats, harassment) will be tolerated for honest reporting of violations (see EU Whistleblower Policy). These violations can be reported in a personal, confidential conversation or via the email addresses [vertraulicheinfo@bannerbatterien.com](mailto:vertraulicheinfo@bannerbatterien.com) as well as [whistleblowing@bannerbatterien.com](mailto:whistleblowing@bannerbatterien.com). However, if reports turn out to be deliberate fraud, this may lead to legal and disciplinary consequences.





***START NOW.***

***WE CONTINUE TO RELY  
ON YOUR COOPERATION.***