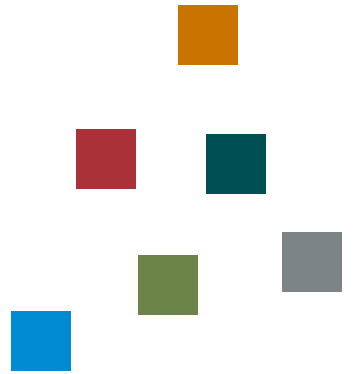




Code of Conduct

Company Guidelines of Rutronik Group





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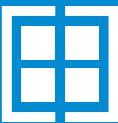
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Preamble

The principles presented in this Code of Conduct apply to all of us: managers and employees.

„We“ as used in this Code of Conduct always means this entire group of persons and refers to all companies belonging to the Rutronik Group (referred to below as „Rutronik“ or „the company“).



The Rutronik Code of Conduct defines the requirements we expect of ourselves and our business partners regarding compliance with laws and regulations, in particular corruption and bribery, working and social conditions as well as environmental protection.

Infringements and violations of this Code of Conduct adversely affect the company and all of us. Rutronik accordingly implements its commitment to responsible, ethically correct and lawful conduct within the framework of its compliance management.

The Rutronik whistleblower system plays a crucial role in enabling Rutronik employees

and business partners as well as third parties to report incidents and violations anonymously (further information can be found on pages 9 and 19).

This Code of Conduct brings together legally sound conduct with fundamental ethical values and is an integral element of our value system. It provides us with guidance and supports us in making correct decisions.

This guideline helps us in our daily activities to safeguard and promote the reputation of Rutronik. This Code of Conduct will be continuously expanded and additional specific policies will be added.

Terms referring to persons in this document refer equally to male, female and non-binary persons. For improved readability, we have generally avoided using multiple genders and gender-specific designations.



Code of Conduct

Rutronik Group

Message of the Management Board

Excellence, Performance, Reliability and Integrity:

These are the key elements of how we see ourselves. They form the basis of our business activities and determine our conduct, which is responsible, ethically correct and lawful at all times.

Much has changed since Rutronik was founded early in the 1970s: New technologies, new markets, customers' requirements, competition and, last but not least, the world of work. This change has also shaped our understanding of a responsible company. That is why we see our Code of Conduct as the foundation on which we stand firmly.

By way of the Rutronik Code of Conduct, we create a binding framework for working amongst ourselves and with each other. These rules create reliability and trust. The Code of Conduct provides guidance for our daily activities. It has binding force for all managers and employees. at all locations worldwide. At the same time we expect our business partners to comply with this Code of Conduct as the foundation of a business relationship.

We have also developed internal processes and structures to ensure compliance with legal requirements, voluntary commitments and internal regulations as well as lawful conduct of all employees. A Group-wide Compliance Management System has been implemented for this purpose.

Excellence, performance, reliability and integrity: In addition to these central elements, Rutronik has made lawful conduct with integrity at all times as well as the responsibility to observe environmental and social standards among our top priorities in company business processes. We do not tolerate any violations of the law and rights or against the principles set forth in this Code of Conduct.

Let us go down this path together.



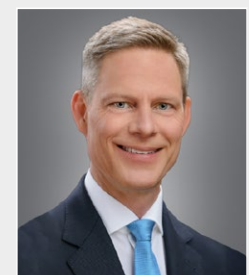
Thomas Rudel
CEO | Chairman of the Management Board



Fabian Plentz
Chief Operating Officer



Markus Krieg
Chief Marketing Officer



Michael Badinger
Chief Finance Officer



Dirk Finstel
Chief Sales Officer

Our Responsibility for Interacting with One Another Respectfully

*We attach great importance to respecting and appreciating each other.
We respect the dignity of every person without exception and uphold recognized human rights, orienting ourselves to the Universal Declaration of Human Rights.
Our goal is to contribute actively to a positive working environment – through mutual support, fair treatment and constructive conflict resolution.*



*„Employees are
the bedrock of
Rutronik’s success“*
Jeremy Westphalen
Head of HR Development

Dealings with One Another

Employees are the bedrock of Rutronik’s success. Every employee makes a valuable contribution. We treat each other fairly, openly and respectfully. We firmly oppose any form of offensive, humiliating, degrading, racist or sexist statements or acts. Together we create a respectful working environment.

Training and Development

Continuous qualification of our employees is a central element of our corporate culture. We offer regular instruction and training to deepen understanding and promote responsible conduct. We also create the framework conditions to support the responsible conduct and the personal and professional development of our employees.

The goal is to recognize and selectively promote individual potentials and to enable long-term development perspectives within Rutronik.

No Unequal Treatment

We are committed to promoting equal opportunity and treatment. We do not accept disrespectful or inappropriate conduct, unfair treatment or any form of retaliatory measures either at the workplace or outside of the workstation in work-related contexts. Unequal treatment of employees is not permitted in any form. This includes hiring, promotions and providing training and education. We do not tolerate harassment, force or discrimination in any form whatsoever. This includes any discrimination, exclusion or preferential treatment that restricts equality of opportunity or equal treatment.

There is no place at Rutronik for any form of discrimination, whether it is based on ethnic, national or social origin, skin color, gender, religion or world view, political attitude, disability, age, sexual identity or other personal qualities.

No Child Labor or Forced Labor

We strictly reject any form of child labor, forced labor, slavery or other comparable types of work. We ensure that all employees have reached the minimum age required by law for carrying out their activity in accordance with the applicable national law. In this respect, we adhere to the recommendation of the ILO Conventions (International Labor Organization).

Fair Working Conditions

We always create a safe and low-risk work environment in all places. In regard to working conditions – in particular working hours, compensation, entitlement to vacation and rest times – we are committed to always observing at least the requirements of the respective local statutory provisions or minimum standards customary for the industry.

Rutronik also expects its business partners to conduct themselves in compliance with the law and to observe recognized standards.

Freedom of Association and Right to Collective Bargaining

We respect freedom of association and the right of our employees to collective bargaining according to local laws and requirements. Our employees do not face any discrimination as a result of founding, joining or participating in such organizations.

Health and Safety at the Workplace

We are committed to preventing harm to people, the environment and property in all our business activities. Employee health and safety in the workplace is a top priority at Rutronik. The relevant applicable laws on occupational health and safety are merely the starting point for us for more far-reaching measures to promote health. The health and safety of employees at the workplace are ensured and promoted sustainably through suitable measures. We strive to create a working environment that prevents accidents and minimizes health hazards.

Our Responsibility for Effective Compliance Management

Effective compliance management is a key element of responsible company management for Rutronik. It ensures that we consistently observe and implement legal requirements and our own high standards for integrity and ethics.

We are committed to the highest standards of integrity and ethics in all of our business activities. This is not only an obligation under the law, but also an essential element of our corporate culture and a precondition for the trust of our business partners, customers and the public. Every individual contributes to this by knowing, observing and actively supporting the rules.

The Compliance Management System

Our Compliance Management System (CMS) ensures that we observe all laws, regulations and internal guidelines that apply to us. It forms the basis for responsible conduct in compliance with rules and contributes to recognizing risks at an early stage, minimizing them and strengthening the trust of our stakeholders.

The Compliance Management System serves in particular to strengthen and promote the compliance culture at Rutronik and to determine and fulfill specific compliance goals. To achieve this we conduct regular and systematic risk analyses, which serve as the basis for defining the Compliance Management System of the company.

Rutronik's compliance organization supports compliance throughout the company in daily operation and ensures that compliance issues are communicated to all employees and reported to company management.

Our Compliance Committee, which includes representatives of the Management Board and various departments in the company, is a key control element. It ensures strategic alignment and further development of our compliance activities.

The continuous monitoring and further development of the system are carried out in close consultation with additional governance functions of the company such as risk management, data protection and internal controlling.

„A lived compliance culture is part of our corporate culture and requires open communication.“

Valesca Penke
Vice President Legal, Compliance & Quality



Advising Employees and Reporting Violations

Open communication is an essential element of our corporate culture. We promote an environment in which compliance issues can be addressed transparently and responsibly. This is crucial for safeguarding our values and ensuring the integrity of our actions.

We encourage all employees to actively seek consultation if questions, uncertainties or issues arise regarding these principles – whether it be from the relevant manager, the Rutronik compliance organization or directly from the Compliance Officers.

Anyone who raises a concern or provides information is acting responsibly, even if a suspicion is not confirmed.

Employees or external third parties can contact the following reporting channels if they suspect a compliance violation:

- E-mail: whistleblower@rutronik.com
- Digital whistleblower system: www.rutronik.integrity.com/
(This reporting can be done anonymously)

Protecting whistleblowers against reprisals is a matter of course for Rutronik. All reported information is handled confidentially and verified carefully.

Our Responsibility to the Environment and Resources

Dealing responsibly and considerately with the environment and resources is an integral element of our daily activities. We act in conformity with the applicable national and international laws to reduce negative effects on the environment and continuously improve our activities for environmental and climate protection. Especially relevant are the Minamata Convention on Mercury, the Stockholm Convention on Persistent Organic Pollutants (POPs) and the Basel Convention on the Control of Trans-Boundary Movements of Hazardous Wastes and their Disposal.



„Dealing responsibly with the environment is in the interests of all of us.“

Gerd Becker
Senior Director Service and Quality Management

Environmental Protection and Sustainability

We are actively involved in environmental protection and sustainability. We take appropriate measures such as reducing energy consumption, avoiding waste and using environmentally friendly packaging. We are continuously improving our processes to minimize negative effects on the environment. Every employee bears responsibility for handling natural resources sparingly and contributing through their individual actions to the protection of the environment and climate.

Protection of Biodiversity, Ecosystems and Natural Habitats

The protection of natural habitats, ecosystems and biodiversity is a matter of great importance for us. Due to our position as a distributor, we work closely together with our business partners. We expect our business partners who use natural raw materials in their production processes to ensure the protection of biodiversity in the cultivation, extraction and processing of these raw materials. No damage to protected ecosystems, animal and plant species or natural habitats is permitted.

Chemicals and Other Hazardous Substances

We are committed to dealing responsibly with chemicals and hazardous substances. Regular information and safety data sheets ensure that employees are always informed about the latest safety standards. We ensure responsible handling in regard to protection of the environment and health when procuring and working with chemicals and hazardous substances.

Dealing with Conflict Minerals

Reducing and avoiding conflict minerals is a matter of great importance for us. Accordingly we work closely together with our business partners and choose them carefully. Transparency and collaboration are especially important for us to exert a positive influence on the environment. We expect our business partners to implement appropriate measures to reduce or avoid the use of conflict minerals.

Energy Consumption and Energy Efficiency

We pay close attention to our energy consumption and are committed to finding economical solutions for improving our energy efficiency and continuously minimizing our energy consumption. We are continuously optimizing our energy consumption and promoting environmentally friendly practices. This includes measures such as the use of more energy-efficient technologies, construction activities and furnishings that are more environmentally friendly and energy-efficient, and promoting sustainable energy management.



Our Responsibility to Business Partners

In relation to our business partners, we strive for long-term business relationships characterized by trust, integrity and respect.

This is the key to shared, sustainable success.

Quality

As a distributor, Rutronik is a fundamental link between suppliers of electronic components and manufacturers of solutions and products as well as processing companies. We make a crucial contribution in the increasingly globalized economy with supply chains that span the globe. Our primary objective is to fulfill the wishes of our business partners through the best possible service and excellent quality while always meeting our responsibility under the law. We focus on collaboration with our customers, suppliers and service providers based on trust and partnership.

Supply Chains

It is especially important for Rutronik for the requirements associated with human rights, ethics and the environment to be respected along our supply chains. In this way we contribute towards forming a transparent, sustainable and responsible supply chain.

We verify and monitor our own supply chain in conformity with the local laws. If necessary we take appropriate preventive and remedial measures to prevent or minimize risks or to end a violation.

We strive to continuously improve our supply chain practices and work closely together with business partners to promote sustainable social standards.

To ensure this we support our suppliers in implementing improvement measures, working closely together with them and offering training as needed.



„Our primary objective is to fulfill the wishes of our business partners through the best possible service and excellent quality“

Markus Krieg | Chief Marketing Officer

Supplier Selection

The careful selection of our suppliers plays a major role for us. Already when choosing our suppliers we attach great importance to social and ecological standards. We are committed to working together with suppliers who share our values and contribute actively to sustainability.

We would like to ensure that all of our business partners and their suppliers observe our basic principles from this Code of Conduct.

Confidentiality

Keeping business secrets contributes significantly to the success of Rutronik and its business partners. We are especially careful in dealing with confidential or protected information included within the framework of our activity. We do not exchange any data without an appropriate non-disclosure agreement.

Transparency and Collaboration

We place great emphasis on transparent company management and work actively together with our business partners to identify and minimize potential risks while creating and promoting a sustainable supply chain.

We strive to cultivate trusting communication with our business partners. We promote mutual understanding and strengthen collaborative work through regular exchange and transparent processes.

Our goal is to establish sustainable and successful partnerships through these principles based on mutual respect and trust.

Our Responsibility to Society

As a globally active company and employer in many different countries, we are committed to making a positive contribution to society through responsible actions and sustainable practices.



Established Law and Protection of Intellectual Property

Conduct in compliance with the law is a non-negotiable matter of course for us. We observe all national and international laws, regulations, industry standards and all other relevant statutory requirements applicable to us as a commercial enterprise. We also implement worldwide harmonized standards of good business practice and orient our conduct to the ten principles of the Global Compact to ensure responsible and sustainable management.

Intellectual property such as knowhow, ideas, trade secrets, trademarks, design rights and copyrights are among the core assets of a company.

We and our business partners are always careful and responsible in respecting the rights of third parties and protect intellectual property against misuse worldwide.

Fighting Bribery, Corruption and Granting of Advantages

Fighting corruption, granting of advantages and bribery have a high priority for us. We are committed to neither promoting nor tolerating any form of corruption, bribery or other unfair commercial practices, nor otherwise becoming involved in them.

We make business decisions according to objective and transparent criteria in the interest of the company. We avoid even the appearance of any influence of whatever kind on our decisions. Corruption, granting advantages and bribery are unacceptable for us. Granting advantages for business partners or public authorities is prohibited, as is accepting impermissible advantages.

We prevent conduct of this nature through transparency and control mechanisms.

Avoiding Conflicts of Interest

We take great care to separate our private and personal interests from those of the company. Only in this way can we make independent business decisions. In case of doubt, we inform our supervisors or the Rutronik compliance organization. All employees are prohibited in particular from investing in or working for competitors, suppliers or customers. This does not apply to shareholdings in listed companies.

Market and Fair Competition

Rutronik unreservedly acknowledges the fundamental principles of the free market economy and fair competition. We observe all applicable national and international antitrust and competition laws.

We are committed to not participating in collusive arrangements, price fixing or other unfair commercial practices.

Fighting Money Laundering, Export Control and Economic Sanctions

We acknowledge the fundamental principles of lawful and responsible business activity. This includes observing all applicable laws and fighting money laundering. Rutronik supports international standards and pursues the goal of safeguarding the integrity of our financial and business processes.

As an internationally active company, we observe all applicable economic sanctions, local and international trade regulations and the laws of export and import control. In the framework of applicable sanctions and our internal guidelines, we conduct business relations exclusively with countries, organizations and persons who are not affected by international or national restrictions and deal only with products that are in line with these requirements.

We are committed to verifying the applicable requirements regularly and acting responsibly to prevent risks for our company and our business partners.

Our Responsibility for Data Protection and Information Security

Handling data carefully has the highest priority for Rutronik.

This applies to the personal data of our employees and business partners as well as business information of Rutronik and companies we work together with.

We also respect the private sphere of individuals.

Data Protection

We are committed to safeguarding the private sphere and protecting the personal data of our employees and business partners. All personal data is handled confidentially and is used exclusively for its designated purpose. We are always attentive to upholding the rights of those affected and ensuring the appropriate transparency for data processing.

We protect personal data against unauthorized access, misuse, loss and accidental deletion through suitable technical and organizational measures.

Rutronik has implemented the current and applicable data protection laws in the Information Security Management System (ISMS).

We observe the data protection laws and regulations applicable to us and work continuously on improving our data protection practices. Our employees are regularly trained and sensitized on the topic of data protection. We consider it important for our business partners to observe strict data protection standards as well. In this way we can ensure a reliable and trustworthy environment together.

Information Security

Data that is stored, processed and used at Rutronik is important information and a valuable asset in the sense of information, and contributes significantly to the success of the company.

We are committed to handling this information confidentially and fully, making it available exclusively for business purposes and protecting it against any form of misuse. Unless prescribed by law or verified by information law, we neither use such sensitive data nor pass it on to third parties.

All employees regularly receive information and participate in mandatory training on data protection and information security.

Information Technology

For Rutronik as a globally positioned company, information and communication technology (ICT) plays a crucial role.

We continuously evaluate our IT systems and the structures and processes represented in them based on the criteria of data protection, availability, confidentiality, integrity and authenticity. We also take corrective measures immediately if required.



Our Expectations Regarding our Business Partners

Collaboration with our business partners is crucial for the sustainable success of Rutronik. We strive for long-term relationships based on integrity, transparency and respect.

We expect not only compliance with all applicable legal requirements, but also active support of our ethical principles such as respect for human rights, fair working conditions, environmental protection and responsible, lawful conduct.

Together we aim to create a supply chain that meets the highest standards and contributes to a sustainable economy.

Compliance with Basic Principles and Requirements

The principles and requirements of this Code of Conduct are an essential part of every business relationship for Rutronik. Compliance with them is a matter of course and forms the basis for trusting cooperation.

We are committed to complying with all national and international laws, regulations, industry standards, and other relevant requirements that apply to us. We expect the same from our business partners.

In addition, our business partners are obliged to actively integrate the principles and requirements of this Code of Conduct into their organization and to ensure that the requirements are also communicated to their employees and business partners.

Everyone involved is responsible for exemplifying these principles and contributing to the integrity and sustainability of the entire supply chain through their actions.

Contact and Reporting System

Compliance

For general questions regarding the Code of Conduct or compliance, please contact
compliance@rutronik.com

Whistleblower System

Our whistleblower system can be found at
<https://rutronik.integrityline.com>

You can also report your information by e-mail to
whistleblower@rutronik.com

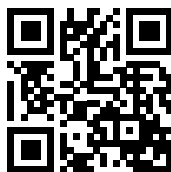
Data Protection

If you have questions about data protection or are affected by it, please contact
DSB@rutronik.com

Information Security

You can send questions related to information security and information technology to
corporatesecurity@rutronik.com





Rutronik Group

Phone +49 (0) 7231 801-0 | rutronik@rutronik.com
www.rutronik.com