

## **CHIRON Code of Conduct**

### Preamble

CHIRON Group SE is committed to the standards of good and responsible corporate governance. This means that the company management—the Board of Directors and Executive Directors—regards compliance with legal provisions and internal company and group guidelines as its responsibility and works to ensure that the companies of the CHIRON Group (hereinafter referred to as "CHIRON Group") comply with them.

This Code of Conduct – the CHIRON Code of Conduct – is an internal guideline of CHIRON Group SE of paramount importance. It represents a commitment to values on the part of the company management and forms the basis of trust with customers, suppliers, other business partners, and stakeholders.

In addition, the CHIRON Code of Conduct has an internal effect: the commitment to values is communicated to the bodies and employees of the CHIRON Group via the CHIRON Group's organizational and management system, thus leading to the integration of all actors, taking ethical goals into account – in this way, the CHIRON Code of Conduct becomes the common set of values for everyone working in the CHIRON Group. Compliance with the CHIRON Code of Conduct is mandatory for every member of the executive bodies and every employee of the CHIRON Group.

In fulfillment of this CHIRON Code of Conduct, CHIRON Group SE issues further internal company guidelines; the companies of the CHIRON Group are required to implement the respective guidelines for their area of application (and, if necessary, taking into account any special features resulting from their respective jurisdiction) to the extent necessary to give the regulations binding effect.

Tuttlingen, June 1, 2024

The Managing Directors of CHIRON Group SE:

The Managing Directors

For the Board of Directors:

The Chairman of the Board of Directors

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## **1 Human rights, labor rights, and human rights-related environmental due diligence obligations**

As a company with international ties, CHIRON Group SE (hereinafter "CHIRON") sees itself as having a special responsibility to work toward improving the global human rights situation along its supply chains and to shape its business relationships with a view to the 2030 Agenda (17 Sustainable Development Goals, SDGs) in the interests of socially, economically, and ecologically sustainable development.

We therefore align our business activities with the internationally recognized United Nations Guiding Principles on Business and Human Rights and thus implement the requirements of the National Action Plan for Business and Human Rights applicable in Germany and the German Supply Chain Due Diligence Act (Lieferkettensorgfaltspflichtengesetz, LkSG).

Our understanding of human rights due diligence is also based on the following international human rights instruments:

- United Nations Universal Declaration of Human Rights
- Principles of the UN Global Compact
- OECD Guidelines for Multinational Enterprises
- Core labor standards of the International Labor Organization (ILO) with its five fundamental principles on
  - freedom of association and the right to collective bargaining
  - elimination of forced labor
  - Abolition of child labor
  - Prohibition of discrimination in employment and occupation
  - Occupational health and safety

In addition, we comply with all national and international laws and regulations applicable to us. We believe that compliance with the existing legal framework governing our business activities offers the greatest possible guarantee of transparent and fair cooperation with business partners and respect for the competitive environment.

Our CHIRON Code of Conduct (CCoC) is therefore based on compliance with all applicable laws, in addition to respect for human rights and environmental due diligence.

CHIRON expects all members of its governing bodies and employees to comply fully with applicable laws, conduct their business in accordance with human rights, and adhere to the principles described in this CCoC.

### **1.1 Prohibition of child labor and forced child labor**

We do not employ children under the age at which compulsory schooling ends according to the law of the place of employment, whereby the minimum age may not be less than 15 years in any case. In addition, persons under the age of 18 may not perform any work for us that constitutes one of the worst forms of child labor as defined by ILO Convention 182, such as child slavery, child trafficking, servitude, forced or compulsory labor, child prostitution or child pornography, activities related to drugs, or other activities that are harmful to the health, safety, or morals of children.

## **1.2 Prohibition of forced labor**

CHIRON does not employ anyone in prohibited forced or compulsory labor. All work performed by employees is voluntary, and any work for the CHIRON Group based on debt bondage or human trafficking is strictly prohibited. All our employees and other persons working for us are free to leave us in compliance with the applicable notice periods. The retention of identity documents or work permits for the purpose of making it difficult for employees to leave us is prohibited.

The same applies to any form of slavery, slave-like practices, serfdom, and other forms of domination and oppression in the workplace, for example through economic or sexual exploitation and humiliation.

## **1.3 Health and safety**

The health of our employees is a valuable asset and our top priority. We therefore comply with all applicable occupational health and safety regulations and working time regulations at the place of employment in order to prevent accidents at work and work-related health hazards. In particular, we comply with all safety standards relating to the workplace, the workstation, and work equipment, provide the necessary protective equipment free of charge to protect against the effects of chemical, physical, and biological substances, and organize work in such a way that sufficient rest and recovery breaks are taken to counteract excessive physical or mental exhaustion. We also ensure that employees receive adequate training and regular instruction in accident prevention and health protection. Compliance with occupational health and safety regulations is an obligation for everyone at CHIRON.

## **1.4 Freedom of association and coalition**

We value cooperation with our employees and their representatives and work constructively with them, e.g., within the framework of works agreements. We therefore respect freedom of association and recognize the right of employees to freely form or join trade unions. Employees may not be disadvantaged or given preferential treatment because of the formation of, joining, or membership in a trade union or other employee representation. We enable trade unions to operate freely and in accordance with the law of the place of employment; this includes the right to strike and the right to collective bargaining.

## **1.5 Prohibition of discrimination; treatment of employees**

We treat every person with dignity and respect in every situation, regardless of their origin or financial circumstances.

Our workforce is the foundation of our business activities and success. It is our goal to always attract committed and competent employees to CHIRON. Factors such as age, disability, ethnic origin, nationality, social background, skin color, gender, pregnancy, sexual orientation, religion or belief, political opinion, or marital status play no role in the selection of personnel or in other dealings with our employees in terms of equal opportunity. We respect different points of view; diversity and tolerance shape our corporate culture.

We evaluate our employees based on their performance and provide them with fair feedback. We pay equal wages for equal work.

We strive to resolve problems in the workplace as quickly as possible, confidentially and taking all circumstances into account. Managers support their employees in balancing their professional and private lives and taking advantage of health promotion offers.

CHIRON demonstrates social commitment and is involved in various projects for environmental, social, or cultural causes, both in the region and beyond. We therefore welcome the same commitment from our employees and support their voluntary activities.

## **1.6 Appropriate remuneration**

We pay our employees appropriately. The appropriate wage is always at least the minimum wage stipulated by applicable law and is otherwise determined in accordance with the law of the place of employment.

### **1.7 Soil, water, and air changes, noise, resource consumption**

CHIRON is a family-owned company. We therefore act with a view to the future and think in terms of generations. We comply with environmental protection regulations and standards and act in an environmentally conscious manner at all our locations. In particular, we refrain from causing harmful changes to the soil, water or air pollution, harmful noise emissions, or excessive water consumption that significantly impair the natural foundations for the preservation and production of food, deny a person access to safe drinking water, impede or destroy a person's access to sanitation facilities, or harm a person's health.

### **1.8 Unlawful land grabbing**

We adhere to the prohibition of unlawful eviction and the prohibition of unlawful deprivation of land, forests, and water in the acquisition, development, or other use of land, forests, and water whose use secures a person's livelihood.

### **1.9 Use of security forces**

Private or public security forces commissioned or used by us are always instructed and monitored in an appropriate manner to ensure that they comply with all applicable laws during their deployment, in particular that they observe the prohibition of torture and cruel, inhuman, or degrading treatment, do not unlawfully harm the life or limb of others, and do not interfere with the freedom of association and coalition of employees.

### **1.10 Other serious interference with protected legal rights**

Any other action or breach of duty that is directly likely to interfere with and impair a protected legal position of individuals in a particularly serious manner and that is obviously unlawful upon reasonable assessment of all circumstances is prohibited under this CCoC and will not be tolerated.

### **1.11 Handling of mercury – Minamata Convention**

We refrain from

- manufacturing products containing mercury in accordance with Article 4(1) and Annex A, Part I of the Minamata Convention on Mercury of October 10, 2013 (Minamata Convention)
- using mercury and mercury compounds in manufacturing processes as defined in Article 5(2) and Annex B, Part I of the Minamata Convention,
- treat mercury waste contrary to the provisions of Article 11(3) of the Minamata Convention.

### **1.12 Dealing with persistent organic pollutants – POPs Convention**

We observe the ban

- on the production and use of chemicals in accordance with Article 3(1)(a) and Annex A of the Stockholm Convention of May 23, 2001, on Persistent Organic Pollutants (POPs Convention),
- the environmentally sound management, collection, storage, and disposal of waste in accordance with the regulations applicable under the applicable legal system in accordance with the provisions of Article 6(1)(d)(i) and (ii) of the POPs Convention.

### **1.13 Handling of hazardous waste – Basel Convention**

We refrain from

- exporting hazardous and other wastes within the meaning of Article 1(1) and (2) of the Basel Convention on the Control of Transboundary Movements of Hazardous Wastes and Their Disposal of March 22, 1989 (Basel Convention)
  - to a Party that has prohibited the import of such waste,
  - to an importing State within the meaning of Article 2(11) of the Basel Convention which has not given its prior written consent to the specific import, if that State has not prohibited the import
  - to a non-Contracting Party to the Basel Convention,
  - to an importing country, if such hazardous or other waste is not treated in an environmentally sound manner in that country or elsewhere.
- the export of hazardous waste within the meaning of Article 1(1) from countries listed in Annex VII to the Basel Convention to countries not listed in Annex VII,
- the import of hazardous wastes and other wastes from a non-Party to the Basel Convention.

## **2 Applicable national and international laws and regulations**

In addition to respecting human rights, employee rights, and environmental due diligence, we at CHIRON comply with all national and international laws and regulations applicable to our respective locations and expect everyone working for CHIRON to support us in this endeavor.

## **3 CHIRON principles for transparent, fair, and sustainable business conduct**

CHIRON is committed to the following CHIRON principles for transparent, fair, and sustainable business conduct, regardless of whether there are corresponding national and/or international laws or regulations that apply to us. Insofar as any applicable laws or regulations and the CHIRON principles do not agree, the stricter requirements shall apply.

### **3.1 Dealing with conflict minerals**

Conflict minerals include gold, tin, tungsten, and tantalum. CHIRON is aware that some of these raw materials are mined in conflict and high-risk areas, where human rights violations are accepted. CHIRON is not a direct importer of such raw materials. We will examine our supply chains to an appropriate extent to determine whether the materials we procure contain conflict minerals, where they originate from, and under what circumstances they were extracted.

### **3.2 Handling of certain chemicals**

CHIRON is aware that the machines manufactured by CHIRON are subject to various legal requirements regarding substances (e.g., due to the EU Chemicals Regulation, REACH) and that transparency regarding the material composition of our products is important, especially for our customers with regard to their supply chain.

### **3.3 Data protection, confidentiality, secrecy, information security**

We process personal data exclusively in a lawful manner based on applicable data protection regulations and only for legitimate purposes.

We protect confidential information belonging to our company and our contractual partners. We treat trade secrets and other confidential information that we receive from our contractual partners in the course of our cooperation as confidential, protect them from unauthorized access and loss, and do not disclose them to third parties without authorization. In particular, we comply with confidentiality and non-disclosure agreements and any agreed information security requirements.

We exercise particular sensitivity when dealing with insider information – information about confidential facts, e.g., of a listed business partner, which could significantly influence the price of the business partner's shares if this information were to become public. We advise all CHIRON employees that the use of insider information is prohibited and punishable by law.

We use technical and organizational measures to ensure that all information is adequately protected and handled with regard to confidentiality, availability, and integrity of data. We conduct regular training courses on information security and cybersecurity; our employees are required to attend such training courses.

### **3.4 Sustainability – ESG (Environmental Social Governance)**

CHIRON attaches particular importance to the issue of sustainability. The economical use of resources and the protection of nature and the environment are important to us. Compliance with all legal requirements for this purpose is therefore a matter of course for us. We are continuously working to improve our energy efficiency and minimize our waste, environmentally harmful emissions, and wastewater.

We support the concept of the "European Green Deal," the EU Commission's concept with which the EU aims to make the transition to a modern, resource-efficient, and competitive economy that will be net-zero greenhouse gas emissions by 2050. That is why we are making special efforts that go beyond legal requirements, for example in our efforts to reduce our carbon footprint.

## **4 Intellectual property rights**

Intellectual property rights are an important foundation for every economic actor. We therefore protect the intellectual property rights of CHIRON and our business partners. These include, in particular, but are not limited to, copyrights, patent, utility model, and design rights, existing know-how, as well as company, name, trademark, and label rights, rights to business designations, and similar property rights.

## **5 Avoiding conflicts of interest; fair competition; antitrust law**

In our business dealings with our customers, suppliers, and other business partners, we ensure that there are no conflicts of interest that could influence business relationships. A conflict of interest would exist, for example, if the personal interests of persons acting on behalf of CHIRON could (potentially) conflict with the corporate interests of CHIRON, for example because a person working for the business partner is related to or closely acquainted or friends with a CHIRON employee.

We hereby request that our own employees and the representatives of our business partners disclose any potential conflicts of interest at any time during a business relationship in order to create transparency, so that we can review each individual case and take appropriate action if necessary. Our employees should contact their respective supervisor or compliance contact person, and our business partners should contact their contact person in our company, our compliance contact person, or our management.

## **6 Gifts and hospitality; Prohibition of bribery, corruption, and other forms of corruption**

We are guided solely by objective considerations in establishing and conducting our business relationships. We strictly reject any behavior on our part or on the part of our business partners that is aimed at influencing decisions in business matters by means other than objectively factual criteria.

Our employees are therefore prohibited from promising, giving, demanding, or accepting monetary gifts or other gifts, favors, or benefits of any kind, and from offering, arranging, or accepting hospitality or other invitations that serve this purpose.

Otherwise, the giving and accepting of gifts of low value (but not money) and the hosting and acceptance of hospitality invitations to a reasonable extent are permissible in the context of business contacts; further details are regulated by the relevant CHIRON guideline in force at the time.

We strictly reject any form of bribery and corruption in business transactions, the granting of advantages and bribery of public officials, and any other form of corruption at home and abroad; every CHIRON employee is strictly prohibited from participating directly or indirectly in such criminal behavior. Further details are regulated by the applicable CHIRON guideline.

## **7 Prohibition of money laundering and terrorist financing**

As a so-called "commodity trader," CHIRON is an obligated party under the German Money Laundering Act. We are aware of the fact that criminals may attempt to abuse legitimate companies such as CHIRON to launder money and/or use laundered funds to promote terrorist activities.

We therefore inform our employees about risk factors, thereby creating the necessary knowledge and awareness to comply with all applicable money laundering regulations and to neither directly nor indirectly promote the financing of money laundering or terrorism. Further details are regulated by the relevant CHIRON guideline in force at the time.

## 8 Customs and foreign trade law; sanctions and embargoes

As a company operating internationally on both the procurement and sales sides, compliance with all laws and other regulations relating to international trade is essential for CHIRON. We therefore comply in particular with all applicable customs and foreign trade regulations. This includes strict compliance with all applicable import control, export control, embargo, and sanctions regulations, as well as obtaining the necessary official import and export licenses.

## 9 Consequences of violations of the CCoC

Violations of the CCoC or of company guidelines issued in accordance with the CCoC will not be tolerated by CHIRON. Company employees must therefore not only expect to be required to change their behavior, but also that violations will result in sanctions. Sanctions are based on the severity of the violation, the degree of fault, the damage incurred, and the behavior of the violator in the context of determining the violation. In particular, labor law measures up to and including termination of employment, the assertion of claims for damages, and, in the case of violations relevant to criminal law, criminal charges may be considered.

## 10 Reports and information

Compliance with and enforcement of the CCoC are important to us and are an integral part of our compliance culture. This is the only way we can ensure that our values continue to guide us in the right direction and that we remain a reliable partner both internally and externally.

We therefore encourage all company employees to report violations of the CCoC. Our business partners are also called upon to report any misconduct with regard to the principles laid down in this CCoC.

Reports can be made – anonymously if desired – as follows:

- Phone: +49 (0)7461-9400
- By mail: CHIRON Group SE  
c/o Legal Department  
"Complaints Procedure"  
Kreuzstraße 75  
78532 Tuttlingen  
Germany
- Whistleblower/complaint mechanism, accessible via our website [www.chiron-group.com](http://www.chiron-group.com).