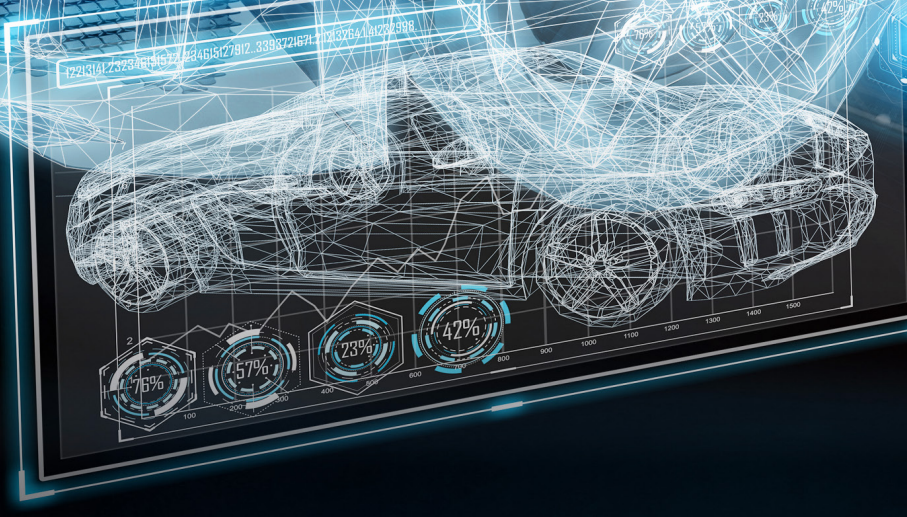


# Code of Conduct TTTech Auto

[tttech-auto.com](https://www.tttech-auto.com) ↗

# Driving Software, Driving Safety



Dear colleagues,

At TTTech Auto we come with great ambition. Our mission is to ensure safety and security for future vehicle generations and the shift towards software-defined vehicles. We specialize in software, hardware and services for driver assistance and autonomous mobility. Passionate, impactful and together – these are our values and that's how we do business.

Sustainable success, however, can only be achieved by conducting our business and living our values within the framework of integrity. When making decisions, we must always bear in mind: no deal or business, however profitable it may appear on its surface, is worth compromising our integrity and risking the reputation of our company.

Colleagues from various departments and locations have worked together with us for drafting this Code of Conduct. We are confident and proud to have created a document that accurately reflects our values and company culture and provides guidance on the most important issues of compliance and ethics. With this Code of Conduct, we reaffirm and promote our commitment to honesty, integrity and mutual trust in the relationships we engage.

Please read this Code of Conduct carefully. Each and every one of us is bound to respect its principles every day.

Yours sincerely,



Dirk Linzmeier

Chief Executive Officer



Harald Triplat

Chief Financial Officer



Stefan Poledna

Chief Technology Officer

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## 01. Applicability of this Code of Conduct



Integrity is a decisive factor for the sustainable success of a company. This Code of Conduct assists in conducting business in a legal and ethical manner, by highlighting potential areas of risk and conflict. It also instructs on how to obtain support in case of doubt, and how to raise concerns about potential illegal or unethical behavior.

In certain areas, this Code is supplemented by additional policies that cover specific matters or processes in more detail.

All members of the Management and Supervisory Board, to managers and employees, as well as to all persons acting for the TTTech Auto Group, regardless of their position, function and level of employment (collectively the "Employees") are bound by this Code of Conduct and shall apply it not only to the letter, but also in its spirit. The TTTech Auto Group comprises TTTech Auto AG as well as all organizational units in which TTTech Auto AG directly or indirectly hold at least 50% (hereinafter referred to collectively as "TTTech Auto").

It is our interest to bring this Code of Conduct to the attention of our material business partners (customers, suppliers, consultants, etc.) and to have the Supplier Code of Conduct attached hereto as Annex 1, signed by suppliers and subcontractors.

## 02. Our Core Values

### Passionate

We are passionate about our work and committed to achieving our goals with energy, enthusiasm and dedication.

### Impactful

We take responsibility for our actions, considering the impact on the environment, society and our employees and strive to make a positive contribution to the world of mobility.

### Together

We work collaboratively with our colleagues, partners and customers to achieve shared goals, respecting diversity and valuing different perspectives.

## 03. Purpose of this Code of Conduct

TTTech Auto expressly commits to responsible corporate management, thus we can continue to grow sustainably. Corporate risks should be minimized, on the one hand, by complying with the applicable local and international legal framework conditions and, on the other hand, using ethically sound and transparently designed processes. This is intended to avoid financial disadvantages as well as damages to the reputation of TTTech Auto.

This Code of Conduct seeks to clearly and understandably express the essential values of TTTech Auto and the resulting principles for all business processes. The following general principles of conduct and guidelines are intended to form the basis for the morally, ethically and legally correct conduct of all employees in all activities and decisions within TTTech Auto.

This Code of Conduct shall therefore be understood as a kind of guide and shall help employees in their daily work to act responsibly and to make the right decisions in line with the values presented. It is supplemented by the binding process descriptions, guidelines and rules published on the platform Confluence.

## 04. Responsibility for implementation

Compliance means to act in conformity with applicable rules.

Ethical behavior means more than complying with applicable rules – but it starts there. Everyone shall acknowledge and act upon the importance of knowing the laws, regulations and company's internal policies applicable to the particular job. Including, but not limited to, this Code of Conduct.

**Everyone shall be committed to a company culture where legal and ethical behavior is the only alternative. This includes speaking up and pointing out ways to improve as well as openly addressing areas of concern.**

Managers and supervisors have a special responsibility for compliance and ethics. They must lead by example and are the first point of contact for any questions or uncertainties regarding implementation of this Code of Conduct. It is the responsibility of every manager or supervisor to

- ensure that those persons reporting to them are fully aware of our Code of Conduct, understand all of its requirements and have sufficient resources to comply with it,
- exemplify compliance and ethical behavior through leadership and their own actions,
- support all employees who raise concerns or report violations.

Anyone who violates this Code of Conduct must expect consequences (zero tolerance). Depending on the kind and seriousness of the violation, these may range from internal disciplinary actions (up to and including dismissal) to claims for damages under civil law or even penalties under criminal law.

Business partners are expected to share the values set out in our Code of Conduct and to comply with all applicable laws.



## 05. Questions and assistance

When interpreting the rules of the Code of Conduct, employees must also be guided by common sense and question whether concrete action is permitted based on reasonable ethical and moral standards.

**If a situation, in which it is not entirely clear whether a certain behavior is legally and ethically correct, arises, the following questions offer guidance:**

- Is my planned action compatible with laws and regulations, internal guidelines and contractual obligations?
- Does the action comply with the values and rules of conduct stated in this Code of Conduct and is it transparent and comprehensible?
- Is this action consistent with general ethical standards? Would I feel comfortable telling my colleagues, family or friends about the action, or would it be embarrassing or unpleasant?
- Do I act free from conflicts of interest?
- Is there a risk (e.g. economic risk or reputational risk) associated with my action for TTTech? Could the storyline have other detrimental consequences for TTTech?
- Would a newspaper report about my story have a negative impact on TTTech?

If additional information is needed to answer these questions, or if uncertainty persists after the questions have been answered as to whether the planned action is in compliance with the legal framework and the Code of Conduct, the employee must contact his or her supervisor, the Chief Compliance Officer or the Legal Department before taking the planned action in order to avoid any risk.



## 06. How to raise concerns & report violations

Everyone at TTTech Auto is encouraged to report situations that may violate this Code of Conduct or any applicable laws.

If anyone becomes aware of or suspect any legal or ethical violation within global company or involving a business partner, this must be reported to the supervisor or, if the supervisor is affected, to the Executive Board, to the Chief Compliance Officer or the Legal Department.

If a member of the Executive Board is affected or if you feel uncomfortable reporting violations to your supervisor or the Executive Board, you also can notify the violations to the Chairman of the Supervisory Board.

Concerns or reports of suspected violations may be raised in person, by e-mail, telephone or letter. In addition, a whistleblowing channel (<https://tttechauto.integrityline.com/>) is established, which allows employees, suppliers, and third parties to report easily and confidentially any unlawful, unethical, or inappropriate conduct or process.

TTTech Auto is committed to investigate all reported violations and to treat all the persons involved fairly. Reports and investigations are handled with appropriate care and sensitivity and in a discrete manner. Everyone at TTTech Auto is required to cooperate openly and truthfully during investigations concerning possible illegal or unethical behavior.

Anyone who seeks advice, raises a concern, reports misconduct, or provides information in an investigation does not need to fear personal or professional disadvantages for so doing. At TTTech Auto, any form of improper behavior against those supporting compliance efforts in good faith is not tolerated.

## 07. Compliance with laws and regulations

Business transactions and business processes of TTTech Auto must be conducted in compliance with this Code of Conduct, all applicable local and international laws, regulations and standards, internal company policies, obligations entered on a voluntary basis and other binding regulations.

Each employee is required to observe the applicable law as well as other relevant provisions, agreements and cultural characteristics for the respective region (e.g. dress codes, social standards etc.). In addition, each employee is required to inform him- or herself comprehensively about all laws and regulations, internal guidelines and obligations applicable to his area of responsibility.

In case of uncertainties, the addressees should ask the Head who is responsible for them, the Chief Compliance Officer or the Legal Department for advice.

Even if types of behavior and business practices which contravene this Code of Conduct are tolerated in individual countries, employees are expected to comply with this Code of Conduct, the corporate policy principles and guidelines and to refrain from any conduct if necessary.

In the following, a short summary of certain legislative fields which TTTech Auto is committed to comply with and expects all employees to comply with as well can be found. This list only provides examples of relevant fields of law and is non-exhaustive.

### Employment Law and prohibition of discrimination

TTTech Auto is strongly committed to human rights and employees' rights as expressed in the International Bill of Human Rights and the International Labour Organization Conventions.

Therefore, TTTech Auto ensures that it does not use child labor, compulsory or forced labor and respects all applicable laws and regulations on employment.

TTTech Auto advocates and recognizes that each person is unique, valuable and respected for his or her individual abilities. Each employee is treated with dignity and respect at TTTech Auto, regardless of ethnic and national origin, skin color, religion, political beliefs, gender, age, sexual orientation, marital status, impairment or other proprietary features.

TTTech Auto does not tolerate any form of discrimination and promotes equal opportunities and fair treatment of employees in all employment related decisions.

## Diversity & empowerment

TTTech Auto is convinced that diversity and the empowerment of all genders in the work context are key in fostering a more inclusive and equitable workplace. Embracing diversity means recognizing and valuing the unique perspectives, experiences, and talents that individuals from different backgrounds bring to the table. All these factors contribute to enhancing creativity and innovation and promote a more collaborative and harmonious work environment.

## Competition and Antitrust Law

TTTech Auto is committed to fair, open and unrestricted competition. It is essential that all employees act in accordance with applicable antitrust and competition laws.

Accordingly, all agreements and concerted practices between competitors that are likely to affect or prevent competition in an unlawful manner or to restrict or distort competition are prohibited.

Even casual, informal discussions with competitors may constitute an antitrust violation. Therefore, any kind of anticompetitive behavior shall be avoided.

### In particular, the prohibition concerns

- agreements and arrangements, but also the exchange between competitors of competition-relevant information such as prices, other purchase and sales conditions, cost calculations, customer lists or future corporate strategy;
- division of markets or customers, boycott or discrimination of certain suppliers or customers.

A breach of the applicable antitrust or competition law can have serious consequences for TTTech Auto and its employees. In addition to substantial fines and damages, an antitrust violation may even lead to criminal sanctions in some countries. All this could permanently harm TTTech Auto and its market position.

## Foreign Trade and Export Control

Due to its international activities, TTTech Auto is committed to complying with all applicable national, multinational and supranational trade regulations. These include in particular customs and export control regulations. The employees are therefore obliged to observe such regulations and to comply with the respective TTTech Auto internal processes and policies (e.g. Export Control Work Instruction, guidelines for carrying out blacklist checks and know your customer checks) and to attend trainings on export control annually.

**The following behavior of the customer may constitute an indication that a TTTech product may be intended for an unauthorized end use. If one of the mentioned "red flags" occurs, the employee must notify the Export Control Department or the Legal Department.**

- Hesitant information about end use/ end customer;
- Customer is unfamiliar with product features or the goods are inappropriate for their business;
- Goods do not meet the technical standards of the country of destination;
- Customer refuses usual installation, training or service;
- Unusual packaging or transport instructions;
- Unusual payment offers (cash payment);
- Little information about business activity of the company

## Tax Law

As an internationally operating Group, TTTech Auto must comply with all applicable tax regulations, both domestic and foreign. Employees shall support the efforts of TTTech Auto in this field by taking all actions necessary in their respective responsibility and shall also comply with the applicable regulations themselves.

### This can comprise, e.g.:

- Fixing billing prices in accordance with the recognized principles, i.e. based on the arm's length principle;
- Employees sent abroad undertake to comply with the applicable personal tax obligations.





## Reporting Integrity

Proper accounting is an integral part of the business integrity of TTTech Auto. It forms the basis for entrepreneurial decisions and the orientation of business and is indispensable for compliance with disclosure obligations.

All financial reports, accounting documents, research reports, sales reports, receipts, environmental and safety reports as well as other documents must reflect the relevant facts and the characteristics of a business procedure correctly, clearly and promptly. Violations of accounting rules or fraudulent accounting and incorrect documentation or financial reporting are not tolerated by TTTech Auto.

All employees are required to work together with the auditors of TTTech Auto in confidence, with the involvement of the departments responsible for the financial statements and the audit, and not to withhold any of the information required by these parties.

It is the stated corporate policy of TTTech Auto to ensure that information and documents provided to administrative authorities, as well as to interest groups and the general public, reflect the current state of knowledge.

## 08. Fairness

At TTTech Auto, fairness has highest priority. Therefore, all employees shall abide by the principle of fairness in all their actions.

### Equal treatment of customers and suppliers

It is the stated corporate policy of TTTech Auto that fair and transparent dealings with customers, suppliers and service providers and other company stakeholders lead to the highest level of quality, an optimal price/performance ratio and satisfactory service. This spirit of cooperation makes stakeholders into partners for long-term growth.

For this reason, all employees are obliged on their own responsibility to treat all business partners honestly, equally and fairly.

### Use of assets and resources of TTTech Auto

The assets and resources of TTTech Auto may only be used by employees for business purposes. Each employee is responsible for safeguarding the assets of TTTech Auto he or she is provided with and ensures careful and appropriate use.

The use of the resources for private, self-serving purposes is only allowed upon prior written approval of the management.

**In addition, the following rules must be observed when dealing with domestic and foreign authorities and with persons entrusted with public administration tasks:**

- ➔ Any payment of gratuities or other pecuniary benefits to civil servants or public employees is prohibited, unless required by law or by an existing permissible written agreement;
- ➔ Offering, paying for, or accepting any form of kickback payment to obtain a business or personal advantage is also prohibited.

## 09. Bribery, Gifts & Entertainment

TTTech Auto stands for correct, transparent and fair business practices and does not tolerate any form of bribery or corruption. For this reason, all forms of bribery as well as attempted bribery are prohibited.

Bribery generally means the offering or receiving of an undue reward to influence the behavior of a business partner or an authority with the intention of obtaining an improper advantage.

TTTech Auto employees are obliged not to promise or give any payments or valuable gifts in order to induce employees of public authorities or companies to provide TTTech Auto with an unjustified business advantage. Neither are third parties commissioned to do this. This applies regardless of location or culture.

**Gifts, favors, hospitality and other benefits may only be granted or received if**

- they are of little value and do not go beyond the limits of business practice in the region concerned (local or customary local attentions of low value are in principle permitted, even if they do not constitute undue influence for other reasons);
- they are not offered or granted in anticipation of consideration;
- it can be ruled out that this gives the impression of an impermissible influence;
- it does not for other reasons violate applicable law or the ethical principles of TTTech;
- the public perception of TTTech cannot be adversely affected thereby or would not embarrass employees if made public;

The acceptance and donation of cash, regardless of the actual amount, transfers to fake accounts or letterbox companies, as well as the payment of fictitious or excessive bills are always and without exception prohibited.

These rules must be strictly adhered to, even if TTTech Auto operates in a country where such services are expected or "customary" for official acts. Therefore, so called facilitation payments are also prohibited. This refers to the payment of small sums to speed up the processing of routine administrative enquiries or applications or to positively influence the outcome (e.g. the granting of a permit).



If gifts, favors, hospitality or other benefits are offered to employees that may not be accepted because they are incompatible with the rules contained in this Code of Conduct, they should be rejected politely.

**IMPORTANT TO REMEMBER**

Gifts and invitations to external business partners, such as to lunch or dinner, can help build trust and promote good business relationships. In some countries, they form an integral part of common business practice. But they can also create conflicts of interests or suggest something improper.

The gifts and invitations given and received must be appropriate to the occasion, infrequent, and reasonable in value (not lavish or extravagant). They must be in line with ordinary local business customs and applicable laws. And they may never be offered or received in exchange for an improper advantage.

Gifts or invitations from suppliers or other business partners must be refused whenever those gifts and invitations could potentially influence or appear to influence decisions in an improper manner. Gifts that are promotional in nature and reasonable in value are acceptable.

It is also important to avoid giving gifts or invitations that could give the impression that they are intended to inappropriately influence decision-makers (such as representatives of potential customers or business partners).

When public officials or state representatives are involved, the risk of such impropriety is particularly high. Therefore, it is not allowed to offer gifts or extend invitations to public officials or state representatives without obtaining prior clearance from the company's Compliance Office.

Gifts in cash or cash equivalents, such as gift cards are not allowed to offer or accept.

## 10. Conflicts of interests

At TTTech Auto, all employees are loyal and always act in the best interests of the company and its customers when making business decisions. Conflicts of interest are avoided and the company's position or assets are never used for personal gain.

Conflicts of interests arise when personal interests potentially interfere with the work at TTTech Auto or with the ability to make objective decisions on behalf of the company. Conflicts of interests may result from personal, family or financial ties with suppliers and business partners. It may also result from employment or investment in a competitor, in parallel to the work at TTTech Auto.

All situations that present – or create the appearance of – a conflict between personal interests and the business interests of TTTech Auto must be avoided.

Personal interests or the interests of third parties, such as relatives or friends, may not be considered when reaching decisions on behalf of TTTech Auto.

Any apparent or actual conflicts of interests must be discussed with managers or supervisors, to permit a solution that protects the company's interests.

Prior clearance from TTTech Auto is necessary when someone is interested in engaging in sideline work. Authorization may be denied if detrimental to the interests of the company.

### Possible conflicts of interest may arise, for example when

- taking up a secondary occupation or organ activity;
- in business with friends, acquaintances or relatives; or
- upon participations in competitors or business partners of TTTech Auto.

Any imminent conflict of interest must be disclosed by the employee to the HR Department or the supervisor without being asked. If these activities lead to a conflict of interest or a competitive situation, TTTech Auto may prohibit such activities.

### Business transactions with family members and/or former employees

Business transactions with the family member of an employee should always be avoided. In individual cases, however, such transactions may be authorized by the HR Department, the competent manager or the Supervisory Board. In this case, it must be ensured that the affected employee is not involved in the decision-making process and that the external comparison principle is used. The term family member includes spouses, parents and children, as well as other relatives and partners.

### Insider Trading

The laws of some countries (including those in Austria) prohibit the use of information not destined for the public domain or information which has not yet been made public in connection with the purchase and sale of shares and securities. In certain cases, such behavior may also be punishable by law.

TTTech Auto employees may not use insider information resulting from the employment relationship (including information about business partners), either for the personal benefit of the employee or for the benefit of third parties.

Insider information includes all information which is not yet publicly known and which directly or indirectly relates to an issuer of securities and which is sufficiently precise and capable of materially affecting the price of a financial instrument because, for a prudent investor, this information is an essential element in the assessment of a (future) investment decision.

## 11. Product Quality, product Safety and Product Compliance

TTTech Auto's products and services are at the very heart of its business. Ensuring their quality and safety is not only indispensable to the success of customers and of TTTech Auto, it is also essential to protect the safety of motorists and other road users. TTTech Auto is therefore committed to ensure products' quality, safety and compliance with all rules, regulations and standards applicable to them. This is not only TTTech Auto's duty, but also the top priority.

All production processes are developed and executed with maximum care. All quality control standards that govern TTTech Auto's responsibilities, across all facilities and at all stages of the product life cycle are complied with. These control standards include not only all applicable laws and regulations but also customer specifications or standards and TTTech Auto's internal control procedures to ensure product quality and safety.

The quality, safety and compliance of TTTech Auto's products and services are continuously monitored through adequate processes and structures.

Customers' feedback and any raised concerns regarding the quality or safety of TTTech Auto's products are taken very seriously and it is ensured that they are properly investigated and handled.

## 12. Confidentiality, External Communication, IT Use, Data Protection

All information to which the public has not been granted access is subject to a certain level of confidentiality as further specified in the TTTech Information security at the workplace policy and must not be disclosed to unauthorized third parties. This obligation of each employee to keep information about TTTech Auto confidential remains valid even after termination of employment or engagement with TTTech Auto.

Confidential information comprises information that is not publicly known about TTTech Auto or provided by TTTech Auto as well as information about or provided by the customers or suppliers of TTTech Auto that may only be provided to persons who have a legitimate interest in the information for the same specific purpose for which the information was provided. All employees must comply with the provisions of the Information Security Policy and the Information Classification and Protection Guideline of TTTech Auto.

Business success relies in great part on the ability to maintain the confidentiality of information regarding inventions, trade secrets and know-how, in order to secure a fair competitive advantage in the markets operated in.

The responsibility for safeguarding the confidentiality of the company's internal and proprietary information is recognized by everyone. Sharing non-public company information without prior authorization is not allowed. This includes, but is not limited to, non-public details concerning TTTech Auto's organization and processes, sales figures, prices, profit margins, marketing strategies and plans, customer and employee database, product development, manufacturing techniques, technical specifications, and research.

The company's intellectual property must be protected against unauthorized access by third parties. Also, internally, only authorized persons may access confidential and other kind of restricted information. The importance of complying with TTTech Auto's guidelines and processes limiting access to or transmission of certain types of information must be acknowledged by everyone.

Everything of value owned by TTTech Auto, benefits from or has use of, particularly equipment, raw materials, products and production facilities (assets) must be protected by everyone.

It must be ensured that none of these assets, including scrap or drafts, is stolen, damaged, misused or improperly destroyed. Company's resources are used for business and not for personal purposes, unless personal use is authorized.

### Data Protection

Everyone must comply with all applicable privacy and data protection laws.

The collection, storage, processing or other use of personal data without either the consent of the person involved, a contractual arrangement or some other proper legal basis is not allowed.

The usage of collected data for any other purposes beyond those for which authorization is received is not permitted. The personal data of employees, former employees, customers, suppliers and others, is protect and under no circumstances shared. Everyone must comply with TTTech Auto's data protection policies and, in the event of a personal data breach, this must immediately be reported the event to allow appropriate measures to be taken.

Due to respect for the privacy of others, TTTech Auto has always taken great care when handling personal data. The right employees' and business partners' right to self-determination with regard to information must always be guaranteed.

The unauthorized collection, processing and sharing of personal data relating to employees and business partners is prohibited.

### IT security

Due to the intensive use of IT systems, the activities of TTTech Auto depend to a great extent on the correct functioning and availability of such systems. Furthermore, there is a high risk of loss, theft or unnoticed alteration of information.

For information on limiting this general risk and risks due to technical failure and human error, the TTTech Information security, data protection & resilience management Policy must be observed.

## External communications

Official statements from TTTech Auto, particularly to the media, may only be issued by persons expressly authorized to do so (eg. Board Members, Spokesperson; always in alignment with the Marketing & Communication Department).

If an employee or a person acting on behalf of TTTech Auto is contacted by a third party, he or she shall not release any information to them regarding the financial, social or environmental performance of TTTech Auto or any other information. Rather, the employee must inform the Director Marketing & Communication about the request.

Furthermore, the employees or people acting on behalf of TTTech Auto are not allowed to mention the TTTech Auto name when asked to give interviews for any media, e.g. in newspapers or magazines, without contacting the Marketing & Communication team and getting prior written approval. This also applies to speaking on behalf of the company on digital platforms such as social media: official presences on any channels may only be run by employees authorized to do so and need to be aligned with the Marketing & Communication Team.

## 13. Internal Records and Financial Integrity

All stakeholders, including employees, customers, shareholders, business partners and public authorities, frequently receive and rely on information recorded and provided by TTTech Auto. It is ensured that this information is honest, accurate and reliable through the quality of records, documentation and accounting.

In particular, TTTech Auto's financial records accurately, completely and fairly reflect the company's assets, liabilities, revenues and expenses.

It is ensured that appropriate processes are in place to record and document all relevant aspects of TTTech Auto's business activities, and the compliance with those processes adequately and truth-fully.

All laws and regulations pertaining to the processing, recording and retention of information and documentation, including but not limited to financial and accounting laws are complied with.

## 14. Harassment

Every employee's behavior is characterized by respect, appreciation, reliability and trust. Any form of harassment is prohibited at TTTech Auto and will be sanctioned accordingly. This includes but is not limited to sexual harassment, in any form, for instance by way of obvious advances, demeaning comments, jokes, vulgar expressions, obscene gestures or the display of graphic material.

## 15. Environmental Protection, Safety, Health Protection and Quality

TTTech Auto cares about the environment. TTTech Auto not only complies with Health, Safety & Environmental applicable local and international laws, regulations and standards, but, through the corporate policies, is also committed to help preserve the environment in various fields and to ensure a safe and suitable working environment for all workers.

In day-to-day, everyone at TTTech Auto endeavors to mitigate the impact on the environment by using resources and energy economically and efficiently, limit the consumption of natural resources through adequate design of our products and processes, and other various actions to contribute to preserve the environment.

When operating production facilities, TTTech Auto makes best efforts to keep the use of energy, raw materials and other resources to a minimum.

### TTTECH AUTO USES RESOURCES AND ENERGY ECONOMICALLY AND EFFICIENTLY

TTTech Auto is committed to long-term, sustainable development and the principles of responsible care.

TTTech Auto commits to create, ensure and guarantee a safety and adequate work environment for all employees, considering different working condition aspects from, among others, the physical workspace and related hazards to social aspects as the gender neutrality and ethnic diversity.

TTTech Auto managers act as role models and take responsibility for environmental protection and the prevention of work-related injury and ill health, as well as the provision of safe and healthy workplaces and activities. They regularly communicate the importance of environmental and health protection, safety and quality and of conforming to the respective regulations. They promote a culture of awareness regarding environmental and health protection, safety and quality, and of continual improvement.

Employees shall act responsibly and shall bear in mind the effects of their conduct on the environment, safety and health and the quality of TTTech Auto products and services. They support and form part of a corporate culture marked by taking appropriate responsibility for themselves, other people and the environment.

Whenever an employee recognizes a situation or an event that may pose an environmental, health, safety or quality hazard, he or she is obliged to report this to his or her supervisor and/or the responsible management person, so that appropriate actions can be taken to eliminate the hazard or reduce the related risk, complying with laws and principles of responsible corporate management. Particularly in the area of occupational health and safety as well as environmental protection, this explicitly includes reporting "near misses", i.e. an incident where no injury, ill health or environmental damage occurs, but has the potential to do so.

TTTech Auto expressly supports employee activities in improving environmental and health protection, safety and quality and welcomes related proposals.

## 16. Promotion of peace and security

TTTech Auto is committed to contributing to a peaceful and secure world. Therefore, developments for military applications may only be conducted upon the prior approval of the Executive Board. In its decision making the Executive Board considers the applicable laws and the political and humanitarian situation in the countries affected.

## 17. Working with Suppliers

### TTTECH AUTO STRIVES FOR INTEGRITY ALSO IN SUPPLY CHAIN

When selecting suppliers, the decision is based on the objective criteria of Total Cost of Ownership (TCO) and functional assessment of suppliers and are guided by the best interests of the company.

TTTech Auto is committed to ensure open competition when selecting suppliers and negotiating contracts. Procurement Department is involved in accordance to internal policies, to ensure transparent and compliant supplier awarding.

TTTech Auto ensures that suppliers share ethical values and comply with all applicable laws. In particular, suppliers are required to, at a minimum:

- prohibit corruption;
- engage in fair competition;
- respect the human and labor rights of their employees;
- ban child and forced labor;
- ensure health and safety at the workplace;
- respect environmental laws and standards;
- promote compliance among their suppliers.

Before starting to work with a supplier, their compliance to all the requirements TTTech Auto needs to be compliant with is checked and they are monitored afterwards. In case suppliers are not compliant TTTech Auto is not working with them anymore or actions are taken to make the supplier compliant.

# Annex 1

## Supplier Code of Conduct

TTTech Auto is committed to the values set out in the Code of Conduct and expects its suppliers and subcontractors (“Suppliers”) to respect and promote these values. The actions of the Suppliers can be directly or indirectly attributed to TTTech Auto, affecting its reputation and the level of trust it has earned from its customers and others.

As a minimum standard, TTTech Auto requires its Suppliers to meet the principles outlined in the Code of Conduct. Furthermore, TTTech Auto requires its suppliers to meet the principles and values outlined in this Supplier Code of Conduct. These are in addition to and not in lieu of the provisions of any contract executed between TTTech Auto and the Supplier.

## 1. Applicability of the Supplier Code of Conduct

Suppliers will comply with and monitor their own customer and supplier obligations arising from the Code of Conduct and the Supplier Code of Conduct.

Suppliers shall furthermore ensure that their employees or people working on their behalf, for purposes of TTTech Auto, abide by the obligations of the Code of Conduct, including this Supplier Code of Conduct.

## 2. Compliance with laws and regulations

The Supplier must ensure that its actions, as well as the services and products it offers, comply with applicable laws and regulations, and TTTech Auto is therefore not restricted in its use of the Products or Services. Furthermore, the Supplier shall insure that it acts ethically.

Suppliers shall especially ensure that they and their suppliers (including sub-suppliers at any stage)

- i do not use child labor or involuntary labor;
- ii ensure fair, equal treatment of employees and ensure a safe, harassment- and violence-free, non-discriminating work environment;
- iii grant fair wages to employees in accordance with applicable laws;
- iv have put effective measures to prevent bribery and corruption in place;

- v comply with all applicable export control regulations (including but not limited to export control regulations of Austria, the European Union and the US) and shall not export products without the necessary authorizations in place. Furthermore, they shall provide TTTech Auto with all information necessary to get authorizations for further export;
- vi have a policy to reasonably assure that conflict minerals provided to TTTech Auto, especially in his products, come from responsible sources. “Conflict minerals” means columbite-tantalite (coltan), cassiterite, gold, wolframite, or their derivatives, which are limited to tantalum, tin and tungsten, unless and until additional minerals may have been determined by the United States Secretary of State and identified by the EU regulations to be deemed Conflict Minerals as well regardless of whether these minerals finance conflict in the conflict-affected or high risk areas (CAHRAs), meaning areas in a state of armed conflict or fragile post-conflict as well as areas witnessing weak or nonexistent governance and security, such as failed states, and widespread and systematic violations of international law, including human rights abuses, for example Democratic Republic of the Congo (DRC) or adjoining countries. This is to prevent the funds from being used for the armed conflict in this region. The Supplier shall exercise due diligence on the source and chain of custody of these minerals and will disclose to TTTech Auto the (monitoring) measures taken in this regard.
- vii comply with all applicable laws or regulations prohibiting or restricting the use of specific substances in products or in the manufacturing process, including the obligation to label for recycling and disposal. Chemicals or other materials which pose a risk when released into the environment shall be carefully identified and handled in such a way that there is no risk when they are handled, transported, stored, used, recycled or reused and disposed of.
- viii ensure that products provided to TTTech Auto are conformed to the EU legislation for electrical and electronic equipment (EEE), which includes the Waste Electrical and Electronic Equipment Directive (WEEE) and the Restriction of Hazardous Substances Directive (RoHS), as well as the respective laws and statutes the countries issued for implementing the directives;
- ix ensure that products supplied by TTTech Auto comply with the REACH Regulation [Regulation (EC) No 1907/2006 on the Registration, Evaluation, Authorisation and Restriction of Chemicals].
- x comply with all applicable environmental legislation and ensure that the necessary valid environmental permits and registrations are always obtained and updated and that the operating and reporting requirements associated with such permits are complied with.

- xi take appropriate measures in the manufacturing, processing and maintenance processes with the aim of reducing or preventing the emission of pollutants and waste of all kinds, as well as using energy, water, materials and other resources sparingly and responsibly and reusing them where possible.
- xii commit no violations against any laws or provisions against unfair competition and/or antitrust law;
- xiii respect the applicable laws and provisions on data protection and avoid the unauthorized collection, processing and sharing of personal data and comply with TTTech Supplier Security Policy.

### 3. Counterfeit Parts

“Counterfeit Parts” shall mean parts, components, modules, or assemblies whose origin, material, source of manufacture, performance, or characteristics are misrepresented.

This term includes, but is not limited to,

- i parts that are an unauthorized copy or substitute of an Original Equipment Manufacturer (“OEM”) or Original Component Manufacturer (“OCM”) item;
- ii parts that are not sufficiently traceable to an OEM/OCM to ensure authenticity in OEM design and manufacture;
- iii parts that do not contain proper external or internal materials or components required by the OEM/OCM or are not constructed in accordance with OEM/OCM design;
- iv parts that have not passed successfully all OEM/OCM required testing, verification, screening and quality control processes;
- v parts that have been (re)marked, re-worked, re-labelled, repaired, refurbished, or otherwise modified from OEM/OCM design, but not disclosed as such. These include parts that are falsely portrayed as Authentic and New or that obscure or misrepresent the identity of the actual manufacturer;
- vi defective parts and/or surplus material scrapped by the original manufacture; and
- vii previously used parts pulled or reclaimed and provided as new.

As used herein, “authentic” shall mean (i) genuine; (ii) from the legitimate source claimed or implied by the marking and design of the product offered; and (iii) manufactured by, or at the behest and to the standards of, the manufacturer that owns the trademark.

“New” shall mean unused after (factory-made) production.

“Independent Distributor” shall mean a person or firm that is neither authorized nor licensed by an OCM to sell or distribute the OCM products, but which purports to sell, broker, and/or distribute such OCM products.

Independent Distributors are also referred to as unauthorized distributors, and/or brokers.

The supplier shall ensure that only new and authentic materials are used in products to be delivered to TTTech Auto and that the products delivered contain no counterfeit parts. No other material, part, or component other than a new and authentic part shall be used unless approved in advance in writing by TTTech Auto. To further mitigate the possibility of the inadvertent use of counterfeit parts, the supplier shall only purchase authentic parts/components directly from the OEMs/OCMs or through their authorized distribution chain. The supplier must make available to TTTech Auto, upon its request, OEM/OCM documentation that authenticates traceability of the components to that respective OEM/OCM.

Purchase of parts/components from independent distributors is not authorized unless first approved in writing by TTTech Auto. The supplier must present complete and compelling support for its request and include in its request all actions to ensure the parts/components thus procured are legitimate parts. The approval of TTTech Auto does not relieve the responsibility of suppliers to comply with all obligations/warranties in this and the previous paragraph. The supplier shall maintain a documented system (policy, procedure, or other documented approach) that provides for prior notification to TTTech Auto and its written approval before parts/components are procured from sources other than OEMs/OCMs or through the authorized distribution chain of OEM/OCM. The supplier shall provide copies of such documentation to TTTech Auto or its customer for inspection upon their request.

The supplier confirms that it is either the Original Equipment Manufacturer (OEM), Original Component Manufacturer (OCM), or a licensed or authorized distributor of the OEM/OCM for the product herein procured. In addition, the supplier shall ensure that a final OEM/OCM documentation is available upon request, which comprehensively presents and confirms the traceability of the components to the respective OEM/OCM. If the supplier is not the OEM/OCM or a licensed or authorized distributor, the supplier confirms by acceptance of the Supplier Code of Conduct that each product supplied to TTTech Auto has been procured from the OEM/OCM or a licensed or authorized distributor of the OEM/OCM. The supplier further warrants that OEM/OCM traceability documentation is accurate and available to TTTech Auto and its customer upon their request.

If the supplier becomes aware or suspects that it has furnished counterfeit parts to TTTech Auto, the supplier promptly, but in no case later than thirty (30) days from discovery, shall notify TTTech Auto and replace such counterfeit parts at its own expense with OEM/OCM or TTTech Auto-approved parts. The supplier shall be liable for all costs related to the replacement of counterfeit parts and installation of original parts or products. This shall include costs for examinations and certifications that have



become necessary by the installation of authentic products after Ccounterfeit parts have been replaced.

## 4. Audit

TTTech Auto and its customers shall be entitled to review the compliance of the suppliers with the principles and requirements of the Code of Conduct, including this Supplier Code of Conduct, as well as audits for specific market standards (exp. VDA. 6.x; ASPICE etc.) regularly.

Any violation of the principles and requirements set out in this Code of Conduct will be regarded as a serious violation of the supplier regarding its contractual obligations towards TTTech Auto. In the event that the supplier is suspected of violating any of the principles laid out in the Code of Conduct, TTTech Auto is entitled to request from the supplier that all relevant information be disclosed in order to check whether an infringement actually exists.

Furthermore, TTTech Auto has the right to stop any business relationship with the supplier if there is a clear, verifiable breach of the Code of Conduct.

