

ONE GROUP

» A code of conduct »



THE BIMA GROUP COMPLIANCE PROGRAMME





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Foreword from senior management

Dear colleagues,

We strive for exemplary quality in products and processes in the BIMA Group. We also do so with our behaviour. Integrity, which is based on legal requirements as well as ethical principles and high standards, is always the task and responsibility of all employees. The behaviour of every employee in the BIMA Group has a significant impact on the reputation of our company.

»» Why this is important »»

We are all therefore responsible for the care and protection of our company's good reputation. By taking responsibility to observe the principles of this Code of Conduct, you support our joint, successful and sustainable continued development, which is characterised by respect and responsibility for all employees, our business partners, the environment and society.

We in senior management at the BIMA Group have decided to summarise the ground rules in this Code of Conduct, and the observance that we expect from all employees in relation to ethically impeccable behaviour in our business activities. The Code of Conduct sets forth in clear text what the BIMA Group expects from you as your employer. Only if our behaviour is legally and ethically impeccable can we generate sustainable, long-term value.

What is key for us is the model of a business person who acts with integrity. Using this model, we derive from the Code of Conduct concrete instructions for behaviour. In addition, we also want to basically promote sensitivity to problematic behaviour. The key is that laws and regulations are adhered to, and that the interests of the BIMA Group are not unduly impaired.



We have the honour to create high value for our customers, to be a preferred employer for our staff and to be a recognised company in society. Success in our industry depends on the trust of all our customers, our employees and our suppliers. The BIMA Group lays great value on a culture of mutual trust which stimulates free exchanges of opinion. An open-minded working environment is crucial to our success. By maintaining active dialogue and participation, every employee can make his contribution to the BIMA Group. This places demands on us, while at the same time this is a promise to the outside world of responsible behaviour with business partners and the public.

Senior management expects that every employee acts in concert with this Code and the values of the BIMA group, and is conscious of his responsibility for the reputation of our company. Together we share the responsibility for the reputation of our company. This is of incalculable value to us. Together, we can conquer the challenges of globalisation. This requires responsible behaviour of our employees as a central component of our corporate culture on all levels and in all areas.

Please take the time to read our Code of Conduct. Use it and let it always guide you in your daily business life, and use it together with us as a guiding principle for our daily behaviour.
Thank you for your valuable collaboration and support of promoting and keeping the values of the BIMA Group.

BIMA Group

Senior Management Hechingen/Göppingen, February 1, 2018

Ronald F. Biedermann

Fabian R. Biedermann

Andreas Bucher

Harald Künzel



Our principles and values

- ▶ We are a mid-sized, family-owned company and therefore dedicated to tradition.
- ▶ We think first of our customers.
- ▶ We aim to fulfil the needs and ensure the satisfaction of our customers, and follow a continuous improvement process.
- ▶ We reward performance.
- ▶ We respect our environment, and work in a sustainable and responsible manner.
- ▶ We protect the assets, corporate goods and resources of the company.
- ▶ We set the highest challenges for ourselves.
- ▶ We share common values.
- ▶ We unite commercial success with societal responsibility and protection of the environment.
- ▶ Openness and mutual appreciation characterise our corporate culture.
- ▶ Honour and reliability are primary to us. That is why we contribute to a work atmosphere in which trust, willingness to perform and respect are assumed.

We are a team.

**» Our mission statement expresses
what our company stands for
today and in the future »**



Overriding principle

We adhere to the laws of countries in which we are active. These are our underlying values. Unlawful actions are not in the interest of our company, because it is unethical, and it can lead to severe loss of reputation and criminal penalties, claims for damages and loss of orders.

Employees who act unlawfully must know that they themselves will be subject to criminal prosecution. Observing the laws therefore serves to protect our employees. Each employee is obligated to learn about the regulations which apply in his area of responsibility, and to comply with these.

»» *We are law-abiding* »»



Ensuring fair competition

It is our ethical principle to conduct our business fairly and in compliance with competition rules. Corruption is not tolerated in the slightest. We would rather avoid a transaction and achieving internal goals rather than break the law.

» Competition laws, also called “Cartel Laws” serve to protect free competition »

We do not coordinate with competitors on our competitive behaviour. Forbidden in particular are agreements on prices and provisions which divvy up markets and regions, the assignment of customers and coordination on offers, development and production strategies. Not only are express arrangements not allowed, but also coordinated behaviour.



Business integrity

Integrity in business is defined as the actual as well as perceived ethical business behaviour which is in harmony with the BIMA Group's Code of Conduct as well as with our obligation to conduct our business activities in a socially responsible manner.

Business integrity means that primarily we adhere to all applicable laws as well as the integrity standards defined by the BIMA Group. Adherence to these standards is the right way, and the condition for BIMA Group's sustainable success.

Our business partners expect that we behave with integrity in all our business activities. All employees contribute to the integrity of our Group through their behaviour.

**» Integrity depends upon
employees' behaviour »**

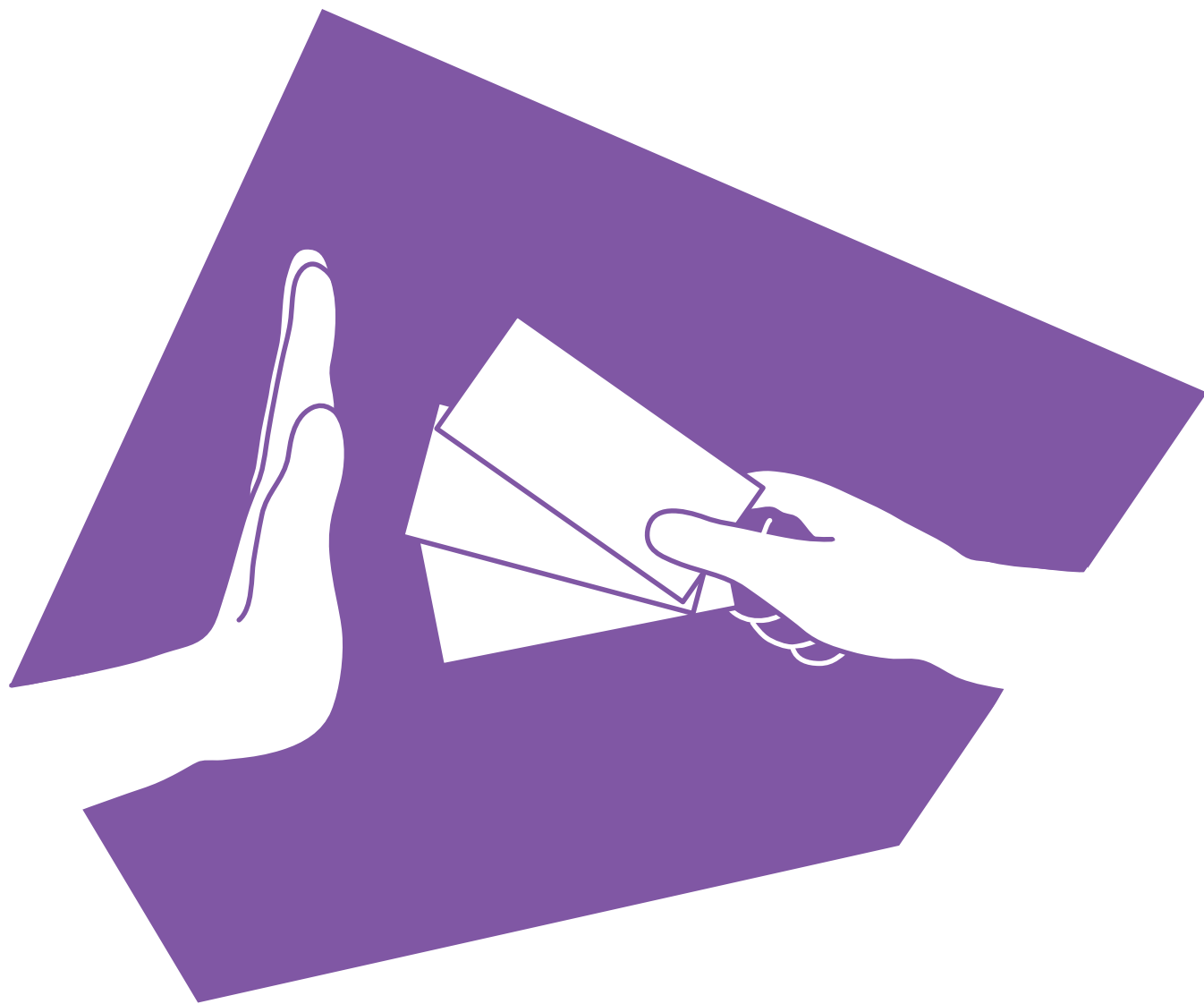


Gifts and other donations

Accepting gifts can influence the beneficiary's ability to decide in an objective manner. We do not offer our business partners unacceptable advantages, and also do not accept them.

Commissions and compensation which dealers, agents or consultants receive may only be paid for acceptable and actually delivered services, and must be commensurate with those benefits.

»» We refuse gifts or offers of entertainment which could cause doubt about our personal integrity »»



Bribery and unfair advantages

Bribery is unethical, unlawful, and associated with high risk to our employees and our company. Therefore, bribery is not in the interest of the BIMA Group and is prohibited in any situation. The BIMA Group is against any form of corrupt business behaviour, such as bribery (public, private, active and passive), misappropriation, fraud, theft and the granting of unfair advantages.

The BIMA Group decisively refuses any kind of bribery. Employees and business partners of the BIMA Group may not grant or promise individual persons or organisations directly or indirectly unfair advantages in order to gain new orders or to retain existing ones, nor may they request or accept such. Unfair advantages include inadmissible discounts, bribes, kick-backs and payments under the table. Unfair advantages can also be related to all assets, among others payments, meals, gifts, offers of entertainment, travel money and fake arrangements.

» We tolerate neither bribery nor any other form of corrupt business behaviour »

Granting unfair advantages

The promising or granting of unfair advantages is forbidden when it is independent of a specific business decision. No counter-benefit is required, which is different than bribery. The unfair advantage can be seen as a “payment for complacency,” in order to increase the good feelings towards the granter of the advantage.



Donations

As active and supporting members of society, it is our obligation to provide commitments. Only if the receivers and the use are known and traceable may donations be given.

Payments to private accounts are not allowed.

We only provide donations in the interests of the company.

No direct or indirect political donations may be given to candidates, officials or political parties in the name of the BIMA Group.

BIMA Group does not participate in political party activities. Employees are free, however, to politically engage in their free time in legally allowed ways. BIMA Group appreciates the citizenship as well as the charitable and social commitment of its employees.

»» *For our society* »»



International trade

We do not commit tax evasion or subsidy fraud, and do not contribute to it. Every employee must know that the risk of discovery for tax crimes is especially high due to regular and detailed investigations by tax authorities. Being under suspicion can lead very quickly to involving law enforcement authorities. If customers or suppliers are involved, control messages are sent to the responsible tax authorities and vice versa.

Since business activities across borders are a privilege, the BIMA Group strives to comply with all customs, trade and export control provisions. Disregarding these can lead to civil and criminal consequences, and to loss of export privileges.

**» The key to
effective and efficient
goods flow »**

This primarily concerns observance of existing import or export restrictions, obtaining required permits and payment of assessed customs duties and taxes. We observe all export trade, embargo, customs and terrorism control rules which apply in the respective export countries. Our employees who work with the import and export of goods are obligated to comply with valid laws, provisions and directives.



Discrimination and harassment

We in the BIMA Group are always open to new and unconventional approaches due to our business activities in many countries with many different cultures. Variety has advantages, but requires care in working with one another in order to avoid misunderstandings and conflict. The value of variety is appreciated through careful behaviour. We at the BIMA Group treasure and use our variety in which we involve our working environment. We are convinced that this strengthens our ability to innovate, and improves our employees' commitment. The variety of our employees in their origin, culture, languages and ideas offers us true competitive advantage.

The BIMA Group is obligated to treat all employees fairly and equally and also to observe the principles of equality in training and continuing education. We do not tolerate discrimination or harassment at the workplace. Every employee in our company has the right to be handled fairly, with respect and politeness. We have no tolerance when employees are subject to insulting, offensive or other undesirable behaviour that violates another's dignity, or creates an intimidating, hostile or humiliating environment for others (such as physical, sexual, psychological, verbal or other form of harassment).

**» We treasure
variety and inclusion
as a part of inspiring work
environment »**

The corporate policy of the BIMA Group is to ensure that the behaviour of its employees is free of discrimination against others due to gender, age, ethnicity, origin, religion, disability, sexual orientation, HIV/AIDS infection, civil status, genetic information or other relevant characteristics which are protected under applicable law. These principles apply to all aspects of our work relationships, such as employing, work assignments, promotion, compensation, work discipline and termination.



Community and social commitment

We tolerate and support when our employees commit to the environment and other societal, training-related or humanitarian projects in society.

» Compliment to our assistants »

We support charitable activities of our employees in clubs and other institutions, as long as these activities do not oppose our company and do not impact their work-related contractual obligations.



Product safety, work safety

We have high demands for the quality and safety of our products and services. We observe the performance of our products in the market, and assist the customers in avoiding hazards. We ensure a comfortable working environment. The safety and health of our employees has the highest priority for us; one accident is one too many. We undertake all reasonable and implementable steps in order to ensure a safe, healthy and clean working environment.

One of our social goals is to strengthen our health potential on a sustainable basis. Safety rules must be strictly complied with, and checked constantly for their efficacy. Dysfunctions must be immediately identified and eliminated. We strive for continuous improvement wherever this is possible and commercially feasible.

»» We avoid risks to people and the environment »»

We regularly monitor our results in order to ensure that we achieve our standards and goals, and to ensure that our behaviour, processes and equipment are state of the art.

All employees in the BIMA Group are completely responsible in the context of their activities to ensure that to the best of their knowledge, their capabilities and experience, that they provide safety, health and environmental protection. We are all held to look for areas in which improvements are possible, and to continuously commit to a better working environment.



Relationships with society and the public

As a company, we feel responsible and are aware of this responsibility. Therefore we strive to play an active, partner role in the community.

We act responsibly towards our stakeholders in order to protect the soil, water and air.

» Corporate Responsibility »



Committed to the environment

Adherence to laws to protect people and the environment is our greatest priority. We are aware, as a responsible company, of the scarceness of resources - we lead by example. Everyone in the BIMA Group is obligated to ensure with the greatest amount of care that his activities have the lowest possible negative effects on our environment. Air, water and soil may only be used for commercial purposes in the context of the permits which are granted by responsible authorities. As an absolute minimum, we observe the current valid environmental laws at all times. We spare no effort to exhaust all technical opportunities to do this. We strive, in the context of our commitment to sustainable development, to deploy environmentally-friendly technologies and processes, and to minimise the burden on the environment. In addition, we apply the highest environmental compatibility standards to manufacturing processes and our products' life cycles.

»» *We are committed to environmental protection goals for present and future generations* »»

We consider the entire life cycle of our products, and use recycled materials when possible in our production.

In order to ensure that each of us makes his contribution to minimise the effects on the global environment, we have set a basic orientation in our company in working for our environment. This must be applied in every case within our company.



Each employee is held to observe the following points:

- ▶ Reduce water and energy consumption
- ▶ Reduce CO2 emissions of our company vehicles
- ▶ Reduce our paper use
- ▶ Ensure permanently that all of our employees are given the information and tools in order to implement responsible environmental policies.

If no express legal or corporate rules exist for environmental protection, we expect from our employees that they take their own reasonable decisions, and go to their superiors for advice.

We also expect similarly high requirements from our business partners, suppliers, sub-contractors and contractors.



Avoiding conflicts of interest

Conflicts of interest must be avoided in order to protect the reputation of our company. The BIMA Group only takes decisions on the basis of objective considerations and in the interest of the company. As employees at the BIMA Group, we must avoid situations in which personal interests come into conflict with the individual companies of the BIMA Group. A conflict of interest is present if one's personal interests are in opposition to the BIMA Group and conflicts of loyalty could arise.

Business side activities require prior approval from senior management. This applies in particular to side activities for competitors, customers or suppliers to the BiMA Group or financial investment in these; activities by relatives and those who are close to these people can lead to conflicts of interest. We must take part in no decisions which could cause a conflict of interest between our personal interest and those of the BIMA Group.

We must not abuse our position in the BiMA Group in order to gain unjustified personal advantages or advantages for relatives or persons close to us.

» Personal interest must not unjustifiably influence our professional judgement »

We support charitable activities of our employees in clubs and other institutions, as long as these activities do not oppose our company and do not impact their work-related contractual obligations. We do not use our activities in the BIMA Group to obtain private advantages. We must avoid contracting business partners for private purposes. Business partners may not be preferred for private reasons. Therefore, the following applies: Private and business interests must be strictly separated.



Company property and business secrets

Inventions, patents and expert knowledge are crucial for our long-term success, and must therefore be strictly protected against theft and abuse.

We handle materials carefully to achieve our goals. We use materials, including PCs, laptops, fixed line and cell phones not for private purposes unless expressly allowed to do so.

» We protect our intellectual and tangible property in the BIMA Group »

We act responsibly with the assets of the BIMA Group. We must avoid unnecessary costs. We take business decisions on the basis of commercial, transparent analyses of opportunities and risks. We also act with integrity with our business partners.

The BIMA Group is especially conscious of protecting its know-how. We therefore work particularly carefully with business secrets. We must ensure that third parties do not have access to confidential information. This also applies to confidential information that we receive from our business partners. If special confidentiality is in order due to special circumstances (such as for sensitive customer development projects), we preserve this, even with colleagues.

Our obligation to confidentiality persists after our employment relationship ends.

Datenschutz, Dokumentation von Geschäftsvorgängen

We stand for honesty, reliability and credibility. We also work in the same way with data, information and reports. We use the personal data of our employees and contract partners solely for purposes for which they were made available to us, and handle them confidentially. The laws issued to protect personal data must be strictly complied with, and the principles of transparency, permissibility and accuracy of the data must be followed. Conversely, we also trust that our entrusted data will also be carefully handled.

We ensure that all data, information and documents which we create or for which we are responsible, are treated in the same way. We document significant business processes in a transparent and timely manner. Internal and external reports must be correct and complete so that the receiver can form an accurate picture. We therefore stick to presenting the facts and giving a factual impression. Rapid conclusions must be avoided. At no time may we make false or confusing statements or give such information in reports, publications or budget applications. Falsifying reports and files or distorting factual presentations can be held to be fraud.

» We work responsibly with personal data »

In addition to the responsibility of the BIMA Group as a company, employees who are responsible for illegal activities can be subject to severe penalties. Documents which are needed for current or expected internal research of official investigations may not be destroyed, removed or changed.





Electronic means of communication

The term “Electronic BiMA Group means of communication” includes the company’s own devices, such as telephones, fax, computers, laptops, cell and mobile phones; social networks and collaboration tools, such as email, messenger, Internet systems such as blogs, wikis, fora etc. Electronic BIMA Group communications media are basically and primarily to be used for the company’s business activities.

BIMA Group employees may not use these means of communication for personal purposes unless expressly authorised to do so.

» We deploy electronic means of communication and social networks with the necessary care »

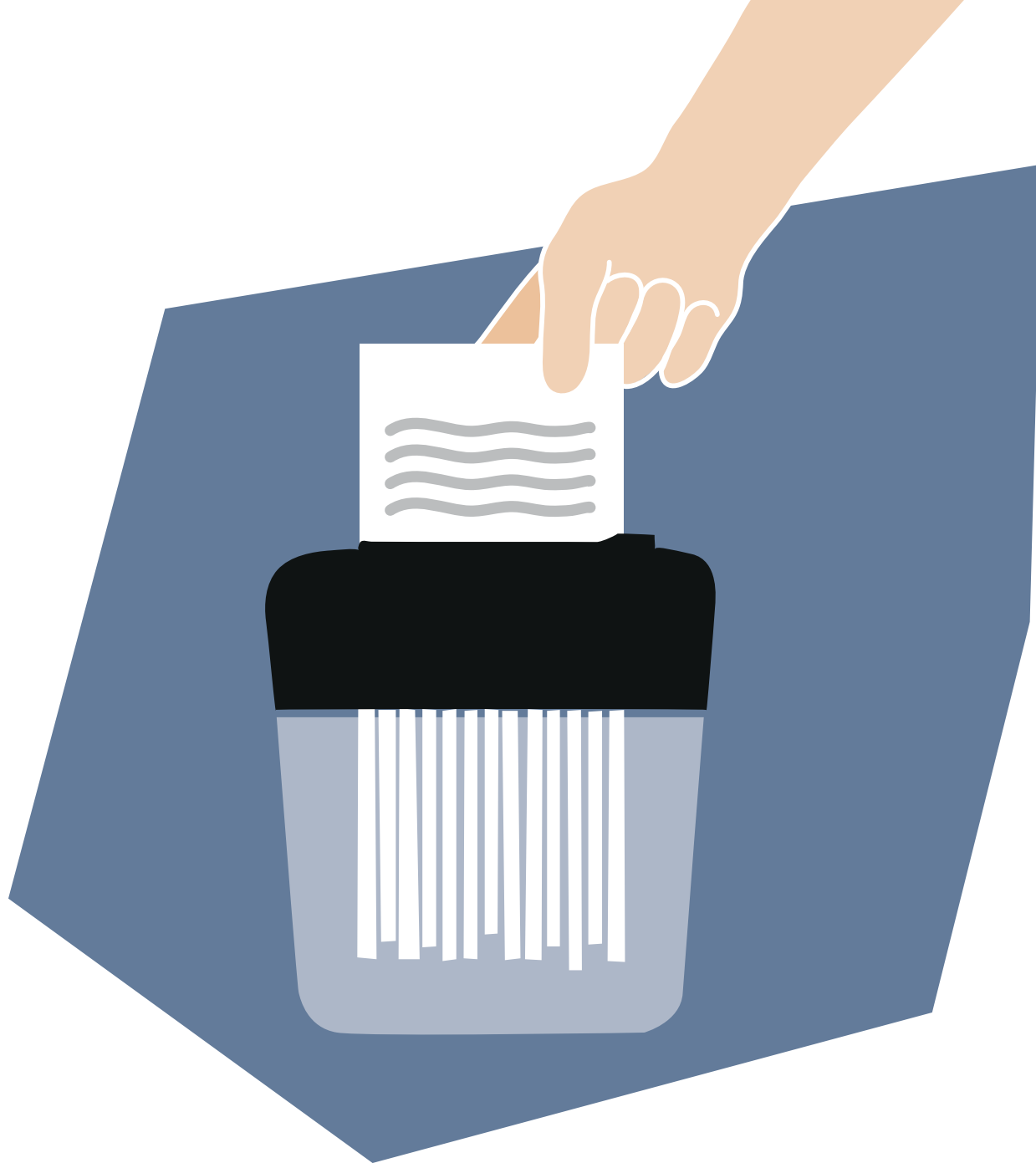
“Personal use” means any use which is not directly connected with the business activities of the BIMA Group. Employees who have access to BIMA Group means of communication must handle these carefully, and ensure that they are not damaged or misplaced. In addition, employees of the BIMA Group must comply with rules for IT security; for example, they may not install forbidden software or connect non-approved hardware to BIMA Group systems. If electronic BIMA Group means of communication are stolen or if they are lost in some other way, senior management must be informed immediately.



In connection with the use of electronic BIMA Group means of communication, data protection is guaranteed without restriction; it may be cancelled in accordance with the applicable BIMA Group privacy policy.

The BIMA Group recognises the benefits of social networks (such as blogs, wikis, communities and social networking web sites), but we expect that employees will use these platforms in a responsible way with observance of the principles for social networks even if they are operated by a company within the BIMA Group. In particular, communication about our companies and products is severely regulated.

If not expressly permitted, it is not allowed to make statements about BIMA Group products. In order to enter on-line “in the name of the company,” prior examination and permission must be obtained from senior management. All external digital channels created by employees (such as BIMA web sites, Goetz web sites, Bachmann web sites, etc., and social networks) must be entered in senior management’s Global Digital Registry.



Records Management

Records Management is understood to be the creation, storage and destruction of business-related documents (records). Many of the business records produced by BIMA Group employees during their work are of considerable value to the Group, regardless of the medium (paper, electronic documents, audio/video, etc.). Therefore, efficient and careful records management is very important to protect the interests of the BIMA Group.

BIMA Group differentiates between temporary documents (convenience records) and official documents (official records). Official documents must be managed in accordance with relevant internal and external standards, and stored for a specific period. Temporary documents are of temporary value, and must be regularly destroyed in order to avoid costs and risks.

» Records Management deserves our full attention »

Employees must adhere to the following rules of behaviour when creating records:

- ▶ Before writing, think about whether a written process, such as an email, is necessary.
- ▶ Ensure that records contain nothing unlawful.
- ▶ Stick to the facts, do not assert any suspicions, and avoid confusing or ambiguous statements.
- ▶ Do not create records for which you cannot take the responsibility.
- ▶ Think about the people receiving it, and do not forward records, especially to external receivers, if they do not absolutely need them.



Employees' rights and obligations

As a responsible employer, we want to make it possible for employees to develop their talents and ideas, and to spur high performance. We also expect managers who live the Code of Conduct, to have goal orientation, consciousness of responsibility and leadership strengths.

Therefore, we support continuing education of our employees, and reward good performance. Each employee is therefore urged to adhere to the principles of this Code of Conduct.

An “open door” policy, which gives all employees access to superiors, is an integral part of our company. We provide a working environment free of discrimination and harassment.

The BIMA Group protects the rights of employees, and adheres to the rules for work times, work and health protection in compliance with the rules, and offers fair compensation.

»» *For well-being* »»

Employees are not treated preferentially. We stand for equality of opportunity and deal equally with all employees, regardless of their gender, age, skin colour, culture, sexual identity, ethnic origin, disability, world view or religious affiliation. We respect and support internationally-recognised human rights. The rights of our employees are very significant to us.



Behaviour with employees and with colleagues

The BIMA Group regards its employees as valuable capital. It is therefore obvious to us to invest in the qualifications of our employees. Employees receive the best-possible support to ensure an environment that attracts and keeps very well-qualified employees.

Respect and honesty with one another are essential values between colleagues and between senior management and staff.

We expect from all managers and also from employees polite and esteemed approaches in their personal and written dealings with one another.

**» Together instead of against
one another »**



Behaviour guidelines for suppliers and business partners

Product safety

Suppliers and business partners of the BIMA Group observe all applicable product safety statutory regulations and rules, especially statutory rules related to safety, identification and packing products, as well as the use of hazardous materials and goods.

Safety at the workplace and work times

The suppliers and business partners of the BIMA Group adhere to the respectively applicable statutory rules for safety and health protection at the workplace. Work times adhere at least to the respective national statutory rules or the minimum standards of the respective national commercial area.

Minimum wage

The suppliers and business partners of the BIMA Group provide adequate compensation to their employees which is at least the minimum as dictated by law. Should legal or collective contract rules not be in place, the compensation is judged against industry-specific, local compensation which secure employees and their families a suitable standard of living.

If a business partner does not adhere to applicable laws, industry guidelines, contractual conditions or generally recognised sustainability standards, the BIMA Group will demand immediate creation of the required status and will, if necessary, end collaboration. The BIMA Group selects its business partners using objective and commercial criteria. Preferred negotiations with suppliers, especially for private reasons, are prohibited in our company.



Behavioural guidelines with customers

For us, the focus is on the relationship with and satisfaction of our customers' needs. We want to fulfil our customers' expectations through our professionalism, closeness to customers and joy in innovation. We exercise the right amount of confidentiality and discretion. Professional and close business relationships are our priority.

Any form of direct bribery or advantages, either through acceptance or making payments, giving gifts or donations of any kind beyond the legally allowed framework and the usual amount is prohibited.

» We're here for you! »

Fair, honest and legally permissible advertising for BIMA Group products is a matter of course for us. We do not tolerate false, confusing or deceptive statements. Advertising activities must be agreed with BIMA Group senior management in order to provide a globally uniform image.

The BIMA Group selects its business partners using objective and commercial criteria.

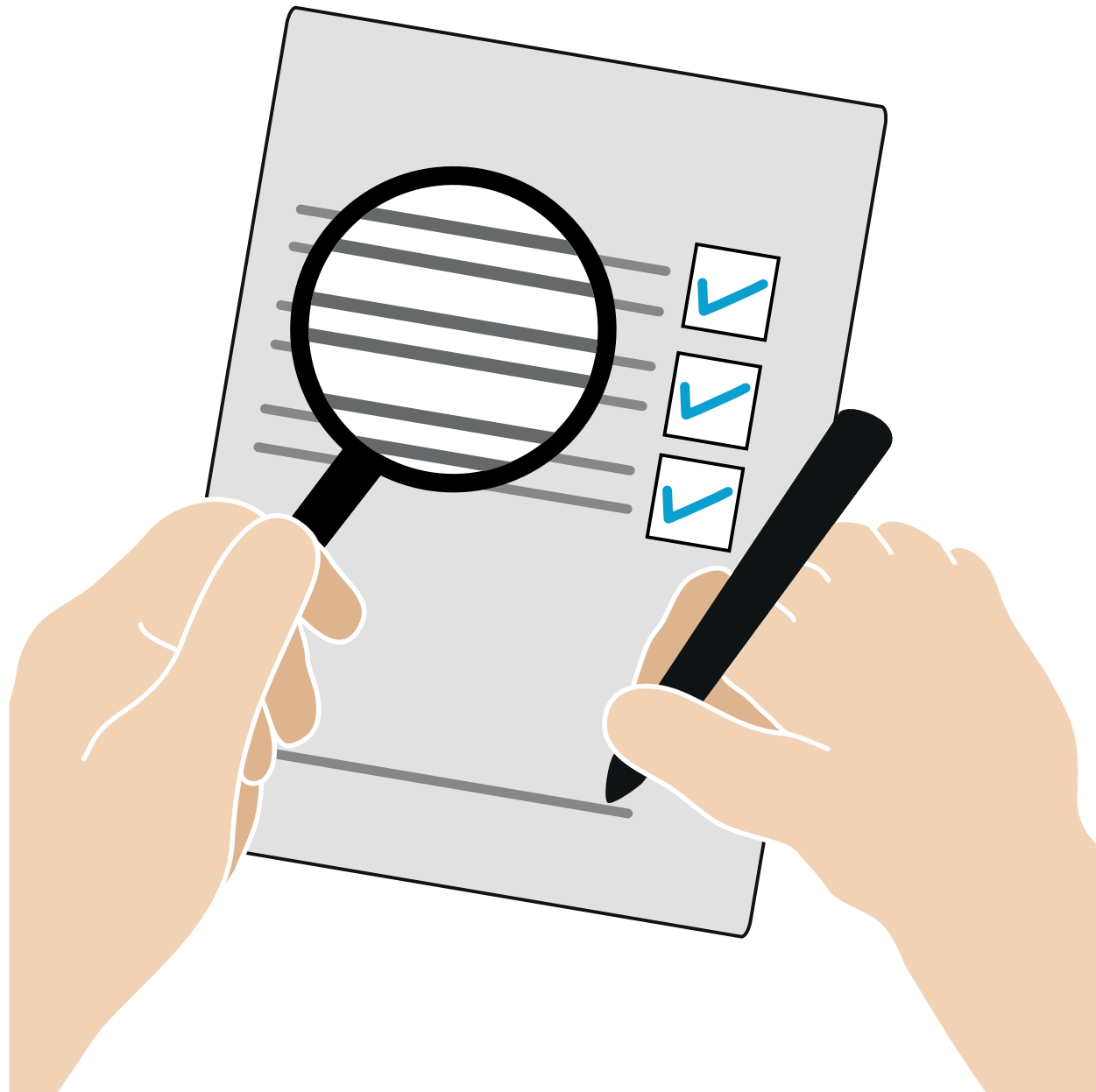
Business partners

BIMA Group strives for high performance and sustainability standards in all its business activities. This also applies to relationships and requirements from business partners. Our business partners play a decisive role; they enable our sustainable growth and success. All relationships between the BIMA Group and its business partners must be at a high level of quality for the products delivered to us and services, availability, competitive prices, best-possible suitability, sustainability and integrity.

The BIMA Group expects that its business partners adhere to applicable laws, industry guidelines, contract provisions and generally recognised sustainability standards. This relates to the protection of human rights, safety and environmental protection, the prohibition of child and forced labour, money laundering and bribery.

» We expect high performance and sustainability from our business partners »





Scope, implementation and sustainability

Where it makes sense, the Code of Conduct will be made concrete and extended by topic-related or country-specific rules and training. The BIMA Group will take efforts to ensure that all of the values described in this Code of Conduct are implemented, and improved if there are deficits.

Our senior management has special responsibility. They are called upon to exemplify the Code of Conduct and values of the BIMA Group and are the first point of contact for questions from employees regarding proper conduct in individual cases. They are also responsible to ensure adherence to this Code within their area of responsibility. This Code must not only be read, but also understood, and its significance valued, as a breach of this Code could have negative consequences such as damage to the reputation of the company. Senior management is responsible for answer questions about this Code or proper behaviour in individual cases.

» This Code of Conduct is binding for all employees in the BIMA Group »

Breaches against this Code are not tolerated, and will result in disciplinary measures. All references to such violations will be investigated. For references given in good faith, confidential treatment of the whistleblower is assured. References can be given to the respective superior or senior management.



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