

KLEINWEFERS GROUP

COMPLIANCE GUIDELINES

APRIL 2021

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FOREWORD BY THE MANAGEMENT

Dear Employees,

Corporate success and sustainable growth are the basis for survival in business competition.

An essential prerequisite for this is that the business activities of the Kleinewefers Group must in each case be in line with applicable law and internal guidelines. This is called "compliance" in English, and can be translated into German with the word "Regelkonformität" [conformity with rules].

The Kleinewefers Group has today reached a size that requires an effective compliance organisation. In this context, the present compliance guidelines should give you and our business partners a clear picture of the fundamental expectations of the management regarding our business principles.

Compliance with the present guidelines is binding for all employees of the Kleinewefers Group!

We also expect our business partners to base their actions on principles that correspond to those in these guidelines.

We are also strongly convinced that respecting and complying with our values and principles will be an essential foundation of our success in the future.

Essential values of the Kleinewefers Group are integrity, reliability and fairness.

Furthermore, the Kleinewefers Group constantly strives to improve quality, professionalism and competitiveness.

In addition to these principles, the medium-sized corporate structure is a characteristic feature of the Kleinewefers Group. This is particularly reflected in the ability and readiness of our employees to make independent and competent decisions on a daily basis.

In this respect, our compliance guidelines do not claim to contain a rule for every conceivable situation. Rather, these guidelines can only produce their full effect in daily business when combined with the discernment and abilities of our employees, who are active worldwide.

Therefore, continue to act with heart and mind at all times, as well as with the goal of making our group of companies a little more successful each day.



Jan Kleinewefers



Dr Erich Bröker

SCOPE

These guidelines are binding for all employees of the Kleinewefers Group worldwide and replace the former "Guideline Compliance" of Jagenberg AG.

In these guidelines, the term "Kleinewefers Group" refers to the Kleinewefers GmbH and its affiliated companies, including Jagenberg AG.

In these guidelines, the term "employees" refers to all employees and managing directors/members of the managing board in companies of the Kleinewefers Group.

Each managing director/member of the managing board of a company in the Kleinewefers Group must ensure compliance with these guidelines.

Furthermore, every managing director/member of the managing board must ensure in an appropriate process that

- all employees of his/her company are made aware of these guidelines (e.g. via official notice or appropriate referral to the publication on the Jagenberg website)

and

- he/she as well as all other executive managers, especially executive employees (e.g. all employees with staff responsibility and all employees with general or commercial power of attorney) must confirm their agreement with these guidelines by means of the subsequent statement.

Declaration of consent

I hereby confirm

First and last name

Company

my knowledge of and consent to the compliance guidelines

in Version No.

Date

Signature

COMPLIANCE SYSTEM OF THE KLEINWEFERS GROUP

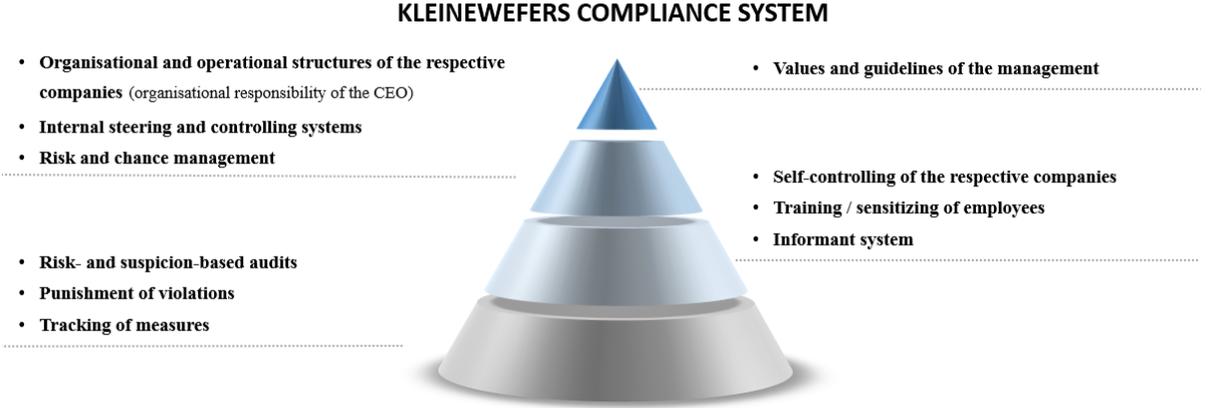
The trust the companies of our Group earn from customers, owners, employees and the public strongly depends on the behaviour of each and every employee.

The basis of this trust is the constant respect of and compliance with applicable law and public regulations as well as our in-house guidelines (compliance).

In cases of questions regarding compliance topics, the executive managers of the Kleinewefers Group are your first contact partners. We also expect our executive managers to call for compliance with these guidelines in their function as role models and act accordingly.

By establishing the compliance system, the management is declaring (and expecting) that guideline-conformal behaviour and action will be the constant task and individual responsibility of every employee.

The compliance system of the Kleinewefers Group is formed on the following cornerstones:



If the Kleinewefers Group has issued further guidelines pertaining to special topics, or does so in the future, they shall apply as supplements to these guidelines.

In order to protect the individual companies of the Group, their employees and business partners, violation of our corporate guidelines will be punished and will result in disciplinary action and potential legal consequences.

SAFEGUARDING FAIR COMPETITION

The Kleinewefers Group is committed to free and fair competition and expressly opposes agreements and other concerted practices with competitors as well as suppliers and customers, who could inadmissibly restrict, distort or hinder competition.

COMBATTING CORRUPTION

The Kleinewefers Group is convinced of the quality and competitiveness of its products and services as well as the capabilities of its employees.

The Kleinewefers Group rejects the bribing of our business partners or officials with money, valuables or other non-cash services and benefits as well as promises to this effect. By the same token, our employees are prohibited from accepting bribes or other inadmissible influences from business partners in the manner described above.

Giving and receiving typical courtesy and promotional gifts of minimal value is allowed, as are business meals and invitations to events with a clear business purpose and in a reasonable context taking into consideration the business situation and the position of the participants. However, it must be kept in mind that benefits and invitations given to officials, representatives of authority and other public office holders is illegal in many countries even if a minimal value is involved.

In general, hospitality and invitations to events that go beyond the bounds of typical business and legally permissible practices are forbidden.

The applicable legal and official regulations must be adhered to in any case. Therefore, our employees are generally obligated to stay informed about the currently valid laws, regulations and guidelines that apply to them and to avoid any intentional giving of gifts or rendering of any other benefits. Where necessary, the companies of the Kleinewefers Group will make available corresponding information to their employees.

COMPLYING WITH TRADE PRINCIPLES

The Kleinewefers Group requires its employees to comply with all national and international foreign trade regulations that apply to their business area.

These include regulations such as export and import bans and/or embargo provisions, provisions for the prevention of money laundering, official authorisation requirements, customs and tax provisions, etc.

Transactions with clients or suppliers who oppose such regulations are to be rejected.

Information on national and international foreign trade regulations for Germany can be found, for example, on the internet site of the Federal Office for Economics and Export Control www.ausfuhrkontrolle.info . For other countries, similar information is available on the internet.

PROTECTION OF BUSINESS ASSETS

The commercial success of the Kleinewefers Group especially depends on the abilities and innovative power of its employees as well as dealing with company assets responsibly. This holds true for both, material assets (e.g., inventory) and immaterial assets (e.g., know-how). All employees must therefore ensure that business and trade secrets of companies belonging to the Kleinewefers Group and their business partners will be kept confidential.

Synergies within the Kleinewefers Group should be checked and utilized if this is economically feasible. Further explanations of this are contained in the internal guidelines for risk and chance management.

We expect our employees to make business decisions on the basis of commercially justifiable risk-benefit analyses. Risk management means, among other things, that our employees must check the integrity of business partners before entering into a business relationship with them.

Ongoing business relationships should always be scrutinized for anything suspicious. Suspicious circumstances or behaviour include requests for money transfers from suppliers into offshore accounts, supplier invoices that lack a business address, customers who delay in disclosing the end use of merchandise, unusual packaging or shipping requests from clients, or the like.

Furthermore, we place just as great a value on the integrity of our employees as on the legality and integrity of business partners. Before an applicant can occupy a sensitive position, besides the request for typical application documents (CV, place of residence, credentials, etc.), we recommend gathering references from former employers as well as, depending on the employee's place of activity and/or other circumstances, submission of a current police good conduct certificate (clearance).

An essential cornerstone of the compliance system, furthermore, lies in the organisational and operational structure of the companies of the Kleinewefers Group. This includes the implementation and monitoring of risk-minimizing principles, such as using a minimum of two people for signing of documents (the "four eyes principle") and/or the strict limitation of sole power of representation in combination with adequate signature limits and an adequate separation of functions (e.g., the same personnel must not have access to both, master data and dynamic data).

If the organisation's size and/or number of employees will not allow such a separation of functions, the management in question must take suitable risk-minimizing precautions (e.g. regular controlling through supervisors, sample analyses of selected risky business transactions or the like).

AVOIDING CONFLICTS OF INTEREST

The Kleinewefers Group expects its employees and executive bodies to refrain from pursuing activities, taking on assignments or carrying out transactions that would contradict the interests of a company of the Kleinewefers Group.

Direct or indirect involvement or sideline activities with/for companies that stand in competition or business relationships with companies of the Kleinewefers Group are strictly prohibited. Direct or indirect involvement of close family members of employees with such companies must be notified to the management of the Kleinewefers GmbH.

Transactions with companies with which employees of the Kleinewefers Group are involved require the consent of the directors of Kleinewefers GmbH before they can be concluded.

Showing special favour to specific business partners due to private interests, especially the preference of family members, is forbidden.

DATA PROTECTION

The Kleinewefers Group considers data protection to be the comprehensive protection of all personal data from any type of abuse according to existing laws. The collection of personal data is only allowed if it is necessary for developing business processes or adhering to legal provisions. Every employee actively contributes to keeping data reliably safe from unauthorised access.

SAFE AND FAIR WORKING CONDITIONS

When dealing with employees and in cooperation with our business partners, the Kleinewefers Group is guided by objective and plausible criteria.

We take responsibility for our employees, so we strive to create and maintain an attractive work environment. Applicable co-determination rules will be observed.

In particular, we strive for a fair wage and reasonable working hours for our employees in every country and reject any form of forced or child labour.

Furthermore, we wish to maintain and promote the health of our employees. Therefore, one of our goals is to guarantee a high degree of work safety at all company locations of the Kleinewefers Group.

We expect all our employees, and especially our management, to advocate work safety and fair working conditions at all times, and to respect different philosophies as well as cultural and country-specific characteristics when dealing with other employees and business partners.

Any form of discrimination, harassment or disadvantages due to ethnic origin, gender, religion or world view, a handicap, age or sexual orientation will not be tolerated in the Kleinewefers Group.

SECURITY IN INFORMATION TECHNOLOGY (IT)

Each company of the Kleinewefers Group shall use appropriate procedures to ensure that its IT infrastructure and related operational sequences are safeguarded appropriately, taking into consideration the size of the organisation in question.

These guidelines and processes should contain regulations to relevant IT specialist areas. Ideally, these regulations should align themselves with the basic protection components published by the German Federal Office for Security in Information Technology (BSI).

For the German-speaking world, detailed information can be found on the website of BSI at https://www.bsi.bund.de/DE/Themen/ITGrundschutz/ITGrundschutzKataloge/Inhalt/Bausteine/bausteine_node.html. For other countries, similar information is available on the internet.

Independent of this, the following guidelines apply:

Using the Kleinewefers Group's IT systems to call up internet sites or messages with illegal contents, or storing/sending data from such sites using the firm network, is forbidden.

Mobile data carriers that are found (e.g., USB sticks or mobile hard drives) may not be brought into the IT system of the Kleinewefers Group under any circumstances. Such data carriers are often left intentionally (in company parking spaces, for example) in order to automatically install malware or Trojan horses on the firm network when they are connected with it, thereby gaining access to business secrets or damaging the firm network.

Each company of the Kleinewefers Group maintains current and complete overviews of the IT hard and software systems it uses as well as their proper licensing.

ENVIRONMENTAL PROTECTION

The Kleinewefers Group strives to deal gently with environmental resources. Besides complying with all legal provisions for environmental protection, we expect all our employees to use and continually improve operational sequences that benefit our environment and our corporate efficiency.

IMPLEMENTATION PROVISIONS

Our employees, business partners and the public can find these guidelines on the website www.jagenberg.com in both German and English.

All employees of the Kleinewefers Group are obligated to comply with these guidelines accordingly, and to ensure that they are complied with in their areas of responsibility.

All our managers serve as role models in this respect, are available as the first contact partners in case of questions and ensure that the employees in their area of responsibility are adequately informed about the guidelines of the Kleinewefers Group.

Furthermore, our managers must ensure that the organizational and operational structures of their company are in line with these guidelines and that they are implemented and checked on an ongoing basis, according to internal steering and controlling systems.

If needed, supplementary guidelines can be created that will also apply as binding.

The compliance organisation of the Kleinewefers Group will continually check for the implementation of these guidelines.

For queries regarding the interpretation of the regulations found in these guidelines, the supervisor in charge is the first contact partner. If satisfactory answers cannot be found using these channels, the following persons may be contacted:

Kleinewefers GmbH – General Counsel
Herr Dr. Christian Jostes | +49 2151 934099 82 | jostes@kleinewefers.de

COMPLAINTS AND CONCERNS

If an employee or business partner of the Kleinewefers Group is or becomes aware of a violation of these guidelines, they are encouraged to report any such violation.

All managers and the aforementioned contact partners of the Kleinewefers GmbH are available to give advice concerning the violation or suspected violation of these guidelines. All information will be handled with the utmost confidentiality in any case. You can also make the report anonymously.

The Kleinewefers Group hereby expressly declares that employees or business partners who turn to the aforementioned contact partners of Kleinewefers GmbH or the managers in charge of a company of the Kleinewefers Group regarding a violation of these guidelines need not fear any repressive measures.

If informants have violated laws, guidelines or internal regulations themselves or are involved in such violations, the disclosure of the violation by the informant will be taken into consideration at management's discretion when determining the needed course of action.

To protect the Group and its employees as well as its business partners, the Kleinewefers Group and/or the management in charge of the company in question will take appropriate disciplinary and/or legal measures in the case of a violation of these guidelines.