



CODE OF CONDUCT



OUR GUIDING PRINCIPLES – OUR RESPONSIBILITY

The Guiding Principles of the TÜV NORD GROUP unite our vision, our mission and our values. The TÜV NORD Code of Conduct sets out our Guiding Principles in concrete terms. It provides orientation for the implementation of our strategic priorities, and therefore constitutes the worldwide binding basis for the personal conduct of the Board of Management, managing directors, managers, employees and trainees in the company.

The Code of Conduct is an integral constituent of our Compliance Management System. All Group Regulations as well as internal guidelines and instructions are based on our Guiding Principles and our Code of Conduct.

This revised version of the Code of Conduct was approved on 17/12/2019 and therefore became effective as of that date.

The Group Executive Committee



Dr Dirk Stenkamp
Chairman of the Board
of Management



Jürgen Himmelsbach
Chief Financial Officer



Harald Reutter
Member of the Board
Human Resources and
Labor Director



Dr Ralf Jung
Business Unit Industrial
Services



Hartmut Abeln
Business Unit Mobility



Dr Maik Tiedemann
Business Unit Engineering
and Natural Resources



Jörg Becks
Business Unit Training



Luis Gómez
Business Unit Aerospace



Dirk Kretzschmar
Business Unit IT

TUV NORD GROUP

WE
ARE ALL THE KEY TO
OUR **SUCCESS**

OUR INDIVIDUAL CONDUCT P 6

OUR DEALINGS WITH CUSTOMERS P 7

- Transparency in the event of conflicts of interest
- Invitations and gifts
- Acceptance or offering of payments
- Dealings with officials and government bodies

OUR BRANDS P 8

OUR MARKETS AND OUR COMPETITORS P 9

- Marketing
- Dealings with competitors
- Export control laws and embargoes
- Work in the field of nuclear technology
- Deployment in crisis areas

INTEGRITY AND CONFIDENTIALITY P 10

- Financial integrity
- Intellectual property
- Data protection
- Insider knowledge

SUPPORT IN CASES OF DOUBT P 11

OUR INDIVIDUAL CONDUCT

The TÜV NORD GROUP regards itself as a global network in which we implement our Guiding Principles through our professional approach, whilst acting with fairness and mutual respect.

We at TÜV NORD GROUP practice equal treatment towards employees and partners in an environment that is free from discrimination and racism. Any form of harassment and/or disadvantaging based on gender, ethnic background, age, nationality, disability, religion or sexual orientation is not compatible with our Guiding Principles and is not tolerated.

Our conduct at the place of work and during business-related events is guided by our corporate values, in particular integrity. We recognise the right to freedom of expression as well as to involvement in political and trade-union activities, and accept the right of our employees to engage in charitable activities as private persons. At the same time, we pay attention to ensuring that corporate interests are safeguarded during activities away from the place of work.

The companies of TÜV NORD GROUP are committed to sustainable, efficient treatment of resources. All employees undertake to act responsibly at all times, whilst showing consideration for the economic, ecological and social effects of their own actions.

Any participation by TÜV NORD GROUP in political activities is exclusively in accordance with our Guiding Principles and our Code of Conduct. Due to the complex legal and interests position, the companies of TÜV NORD GROUP do not engage in political activities without the prior written approval of the Board of Management of TÜV NORD AG.

Donations to political organisations or candidates using financial resources of the TÜV NORD GROUP companies are not permitted in any form.

OUR DEALINGS WITH CUSTOMERS

Our corporate processes focus on customer requirements, quality and operative efficiency. Continuous learning helps us to achieve constant improvement and to enhance added value.

TRANSPARENCY IN THE EVENT OF CONFLICTS OF INTEREST

All conflicts of interest resulting in connection with our work for TÜV NORD GROUP must be rendered transparent. This is done primarily through reporting to the immediate superior who decides on what further measures to take. In addition, further clarification routes exist for cases of doubt (see page 11).

INVITATIONS AND GIFTS

TÜV NORD GROUP appreciates that the exchange of courtesy gestures is fundamentally admissible in order to improve business relationships. This covers entertainment and gifts that are appropriate and related to our business activities. In this respect the applicable laws and relevant internal regulations must be observed.

TÜV NORD GROUP does not permit, support or tolerate any form of corruption.

ACCEPTANCE OF PAYMENTS

All members of TÜV NORD GROUP are forbidden from directly or indirectly accepting, granting, promising, offering or approving payments or other benefits in kind for the purpose of conclusion or maintaining of business transactions. Violations shall result in direct disciplinary actions.

DEALINGS WITH OFFICIALS AND GOVERNMENT BODIES

In almost all countries, dealings with officials and government bodies are covered by specific laws and regulations. As a rule, the legal consequences of violations of these regulations are more severe than for dealings with other customers. Consequently, the creation of transparency and compliance with any approval requirements within the framework of the business relationships are of the utmost importance in these cases.

OUR BRANDS

Brands and company names are fundamental values within TÜV NORD GROUP that distinguish us from our competitors. Our comments and actions must safeguard and strengthen the name, the brand identity, the brand positioning and the image of TÜV NORD GROUP. The requirements of the central brand strategy must be observed and implemented with the aim of achieving a brand-based, globally uniform image.

Use of the brands by third parties is permitted exclusively within the framework of the applicable regulations. Employees are not permitted to use the brands of TÜV NORD GROUP for own or third-party purposes.

OUR MARKETS AND OUR COMPETITORS

We at TÜV NORD GROUP work globally to enhance the success of our customers. Our business activities are structured fairly, with integrity and in compliance with all applicable laws and standards. We convince our customers through a broad range of future-oriented services. These are available throughout the world, and ensure quality, safety and reliability.

MARKETING

We at TÜV NORD GROUP promote our services and products in a responsible manner. We take account of global cultural differences of our customers and markets. Our marketing measures avoid offending or degrading a gender or ethnic group, a religion, a culture or minorities.

DEALINGS WITH COMPETITORS

TÜV NORD GROUP participates actively in competition. Competitors are treated fairly. In particular, it must be ensured at all times that our personal actions exclude violations of anti-trust regulations.

EXPORT CONTROL LAWS AND EMBARGOES

At TÜV NORD GROUP we comply with the relevant laws and regulations governing the export of services and products. Each and every one of us is responsible for rendering relevant facts transparent within the scope of his or her work. This is achieved primarily through reporting to the immediate superior or to the responsible Export Control Officer.

These persons decide on further measures to be taken. Additional clarification routes exist for cases of doubt (see page 11).

WORK IN THE FIELD OF NUCLEAR TECHNOLOGY

TÜV NORD GROUP uses its nuclear-technology services exclusively for peaceful purposes. Activities in areas of nuclear technology that create the impression of not serving peaceful purposes, or that are capable of contributing indirectly to non-peaceful use of nuclear technology, are not permitted. This also applies to the fields of research and development on behalf of third parties.

DEPLOYMENT IN CRISIS AREAS

Given the global business activities of TÜV NORD GROUP our employees can find themselves in crisis areas within the scope of their work. By this we mean crises caused by war, terror, natural forces, disasters or comparable occurrences. If employees spend time in such areas for their work, TÜV NORD GROUP takes appropriate measures to protect them.

INTEGRITY AND CONFIDENTIALITY

We are committed to protecting the tangible and intangible assets of TÜV NORD GROUP with the greatest possible degree of care, and to using them exclusively for lawful business purposes.

FINANCIAL INTEGRITY

All companies within TÜV NORD GROUP are obliged to comply with national or international statutory regulations and recognised accounting principles as well as with the relevant Group Regulations. TÜV NORD GROUP has set up an Internal Control System (ICS), including a Risk Management System, in accordance with KonTraG (German Corporate Sector Supervision and Transparency Act). The ICS covers the organisation as well as all coordinated measures aimed at safeguarding the assets, guaranteeing the reliability of the accounting data and ensuring compliance with all internal control mechanisms.

DATA PROTECTION

TÜV NORD GROUP treats personal data of its employees, customers and business partners as confidential. In order to maintain the security of personal data, to ensure their legality and to protect the confidentiality of personal data, we comply with the requirements of the General Data Protection Regulation (GDPR) as well as of relevant laws and regulations.

INTELLECTUAL PROPERTY

Security and success through knowledge is our vision. For this reason, we share our internal knowledge within the TÜV NORD GROUP via suitable instruments. All work results, achieved by the employees of TÜV NORD GROUP within the framework of their employment, are the exclusive property of TÜV NORD GROUP.

At TÜV NORD GROUP we take appropriate measures to safeguard protected and/or confidential information of our customers, our companies or third parties.

We do not use copyright-protected, licensed or confidential information of our customers, our companies or third parties for personal or other benefit without the consent of the entitled parties.

INSIDER KNOWLEDGE

The use of information from so-called insiders is prohibited worldwide. Employees of TÜV NORD GROUP, who have acquired such information within the scope of their work, are not permitted to use it to purchase or sell securities of a customer or third party. The forwarding of such information is also prohibited.

SUPPORT IN CASES OF DOUBT

Compliance with the Code of Conduct is one of the actions for which we are personally responsible. Various clarification routes exist in case of questions or doubts concerning the alignment or assessment of personal conduct. Ethnic or legal doubts or questions can be addressed here, and help or support obtained:

Immediate superiors

Members of the Board of Management or Managing Directors

Compliance Officer

Legal Department

Internal Audit & Compliance Department

Works Council representatives

Equal Opportunities Officer

Ombudsman

Our personal responsibility is expressed among other things through the fact that cases of doubt and questions are addressed in advance wherever possible, in all cases however as early as possible.

Acting in the perceived interest of TÜV NORD GROUP can however constitute violation of the Code, thus making it unacceptable. Non-compliance with or violation of our Code of Conduct will result in consequences and/or sanctions.

TÜV NORD GROUP



DMT

ALTER
TECHNOLOGY GROUP

