

## SUPPLIER CODE OF CONDUCT

### INTRODUCTION

CMS Germany is committed to environmentally and socially responsible corporate governance. We strive to continuously optimise our corporate actions and services to ensure sustainability and ask our suppliers to contribute to this using a holistic approach.

The Supplier Code of Conduct ("**Code of Conduct**") is based on the principles of internationally recognised standards for responsible corporate governance. Examples of these include the Global Compact of the United Nations (UN), the Guidelines for Multinational Enterprises of the Organisation for Economic Co-operation and Development (OECD), the labour and social standards of the International Labour Organisation (ILO), the SA8000 social accountability standard and the UN Declaration of Human Rights.

CMS Germany expects its suppliers to comply with applicable laws, guidelines and regulations when executing their activities. This Code of Conduct goes beyond mere compliance, however. It forms the basis of all business relationships between CMS Germany and its suppliers and sets out binding minimum requirements. The continuity and development of successful business relationships are greatly dependent on a shared commitment to integrity and responsible entrepreneurship. We therefore expect our suppliers to observe and implement the principles of this Code of Conduct.

### A: GENERAL

The supplier must comply with the ten principles of the United Nations Global Compact (UNGC), the Universal Declaration of Human Rights and the OECD Guidelines for Multinational Enterprises (OECD).

### B: SOCIAL RESPONSIBILITY

#### 1. Forced labour

We do not tolerate any forms of forced and compulsory labour, servitude, serfdom or slave labour or similar conditions. No employee may be forced into employment, directly or indirectly, by any form of violence, intimidation or other mental or psychological coercion. All

work must be voluntary and employees must be able to terminate work or employment at any time.

## **2. Child labour**

The supplier must ensure that it complies with all applicable laws and regulations relating to the prevention of child labour. Suppliers are requested to comply with the recommendation from the ILO Conventions on the minimum age for the employment of children. According to this, the age should not be lower than the age at which compulsory education ends and in no case should it be lower than 15 years.

## **3. Wages and salaries**

Employees' remuneration must comply with all applicable local wage laws, including compliance with laws on minimum wages and salaries, overtime and legally prescribed benefits. Illegal and unauthorised deductions from wages, in particular those in the form of direct or indirect disciplinary measures, are prohibited.

## **4. Working hours**

Working hours must comply with applicable laws and industry standards. In general, working hours may not exceed 48 hours per week on a long-term basis. In addition, at least one day off per week must be granted. Overtime may only be worked voluntarily, but not regularly. Overtime may not exceed the provisions of statutory law.

## **5. Freedom of association**

Suppliers must respect the right of employees to freedom of association. Memberships, such as in trade unions or labour organisations, may not be prohibited. Employee representatives must be protected from discrimination. They must be granted free access to the colleagues' workplaces to ensure that they can exercise their rights.

## **6. Non-discrimination rule**

The supplier must not discriminate against anyone on the basis of nationality, gender, race, age, caste, ethnic origin, skin colour, disability, political conviction, ideology, religion, pregnancy, sexual orientation, membership of a labour organisation or for any other reason. Each individual's personal dignity, privacy and rights of personality must be respected.

## **7. Health and safety at work**

The supplier must comply with the applicable occupational health and safety regulations and ensure a healthy and safe working environment for its employees.

## **8. Complaints mechanisms**

The supplier is responsible for setting up an effective complaints mechanism at establishment level for individuals and communities that may be affected by negative impacts.

## **C: ENVIRONMENTAL RESPONSIBILITY**

The supplier must comply with all applicable national environmental protection requirements. In addition, the supplier must make all reasonable efforts to comply with internationally recognised standards on environmental protection. CMS Germany expects all business partners to minimise pollution, improve energy efficiency, minimise the consumption of natural resources and continuously improve environmental protection.

## **D: ETHICAL BUSINESS CONDUCT**

### **1. Fair competition**

The standards of fair business, fair advertising and fair competition must be complied with. In addition, the applicable antitrust laws must be applied, which in particular prohibit collusion and other activities that influence prices or conditions when dealing with competitors. **2. Confidentiality/data protection**

With respect to the protection of private information, the supplier undertakes to meet the reasonable expectations of its principal, subcontractors, customers, consumers and employees. The supplier must observe the applicable laws on data protection and information security and the official regulations when collecting, storing, processing, transmitting and passing on personal data and information.

### **3. Intellectual property**

The supplier must respect Intellectual property rights; technology and know-how transfers will be executed in such a way as to protect intellectual property rights and customer information.

### **4. Integrity/bribery, taking advantage**

The highest standards of integrity must be applied to all business activities.

CMS Germany will not tolerate any form of bribery or corruption. All suppliers must conduct themselves in such a manner that no personal dependencies, obligations or influences can arise. The supplier is expected to conduct business based on fairness and compliance with the

respective applicable regulations. The supplier will take appropriate measures to ensure that its employees are aware of and comply with the relevant regulations and principles.

## **5. Supply chain**

The supplier should also communicate the principles set out in this Code of Conduct in its own supply chain wherever possible.

### **E: DUTY TO PROVIDE INFORMATION AND REPORT VIOLATIONS**

Employees must be informed by the supplier about the contents of this Code of Conduct and the rights and duties arising for them from it, as well as about the laws applicable to them, in such a way that they can easily access the information. We expect our suppliers to report substantial violations of the principles contained in this Code of Conduct and, in particular, illegal activities in the workplace. We expect our suppliers to investigate such reports and, if necessary, to take corrective action.

### **F: CONSEQUENCES OF NON-COMPLIANCE**

If the Code of Conduct or its principles are violated, CMS Germany reserves the right to respond appropriately within the legal framework, depending on the severity of the breach. This includes, in particular, the demand to remedy the violation without undue delay, the assertion of claims for compensation or termination of the contract. If the Code of Conduct is severely violated, CMS Germany reserves the right to terminate the contract without notice.

### **G: UPDATE PROCESS**

This Code of Conduct is regularly updated and reviewed to reflect findings from our continuous improvement process. The latest version of the Code of Conduct is available on our website at <https://cms.law/en/deu/supplier-code-of-conduct>.

If the supplier has any queries, it may get in touch with its CMS business contact.