

CODE OF CONDUCT

OUR BASIC VALUES

ONP Management

Development
Engineering
Value



Knud Grimm



Martin Rahtge

Dear Colleagues,
dear Business Partners,

uncompromising customer orientation is our guiding principle in order to guarantee a goal-oriented, transparent and trusting cooperation with our customers and business partners.

ONP Management's reputation in the business world and in society is one of the greatest values of our company. Our customers and business partners, as well as our society, expect that we, as ONP employees and managers, work on the basis of the ethical standards derived from them and, as a fair business partner, always act honestly and with integrity.

Together we have managed to establish a good reputation based on these principles right from the start. However, even a single wrong decision or misconduct can be enough to seriously damage our excellent reputation in the business community and in society.

For this reason, we have defined our values and summarized them in this Code of Conduct, forming a framework within which we make decisions in our company and on whose guidelines we align our actions for the benefit of our company, our customers and business partners.

In order to continue a corporate culture based on trust and integrity and to secure the sustainable success of our company, our values and this Code of Conduct are binding for all ONP employees.

Please read our Code of Conduct carefully, ensure it is complied with in your area and do not hesitate to ask your management or our »Compliance Organisation for advice and support, if you are unsure what to do or if you notice something unusual during the course of your work.

Martin Rahtge and Knud Grimm

DECLARATION OF THE BASIC VALUES OF ONP

The following principles and values of ONP Management GmbH ("ONP") form the basis of our decisions and our conduct in the business environment, regardless of in which country, in which business field or which task we are carrying out for our company.

They are an expression of our corporate culture and form the foundations of the Code of Conduct of ONP. The Code of Conduct of ONP defines the guidelines within which we take decisions in our company and on which we orient and measure our actions.

We want to achieve our business targets on the basis of ethical conduct and thus bring our company, its owners and society the greatest possible benefits.

This requires a stable foundation of values, values which are accepted and lived by all management bodies, managers and employees without exceptions, as the essential prerequisite for the sustainable success of our company.

By means of the following basic values of ONP we also want to create values for our customers, business partners and society:

SINCERITY, INTEGRITY AND TRANSPARENCY

RESPECT, RESPONSIBILITY

FINANCIAL SUCCESS AND INNOVATION

SINCERITY, INTEGRITY AND TRANSPARENCY

Our customers trust us to deliver on our promises of adherence to deadlines, cost reliability and excellent quality. We are sincere and act with integrity.

Open and fair conduct towards customers, business partners, society and also towards each other, in accordance with the law and in compliance with contracts, are essential prerequisites for implementing a successful and sustainable corporate strategy.

The outstanding reputation of ONP in society is characterised by the sincere and transparent conduct of all management bodies, managers and employees.



RESPECT, RESPONSIBILITY

We respect the personality of every single individual. This applies both towards colleagues and third parties, meaning the employees of subcontractors, suppliers, customers and business partners. This also includes our unconditional commitment to comply with all regulations in the area of occupational safety and environmental protection.

We fulfil our tasks with a high level of commitment, motivation and team spirit. We identify with the company's goals and align our actions with them.

We take responsibility for our own professional actions and we work carefully and efficiently within the framework of a cooperative partnership with each other.

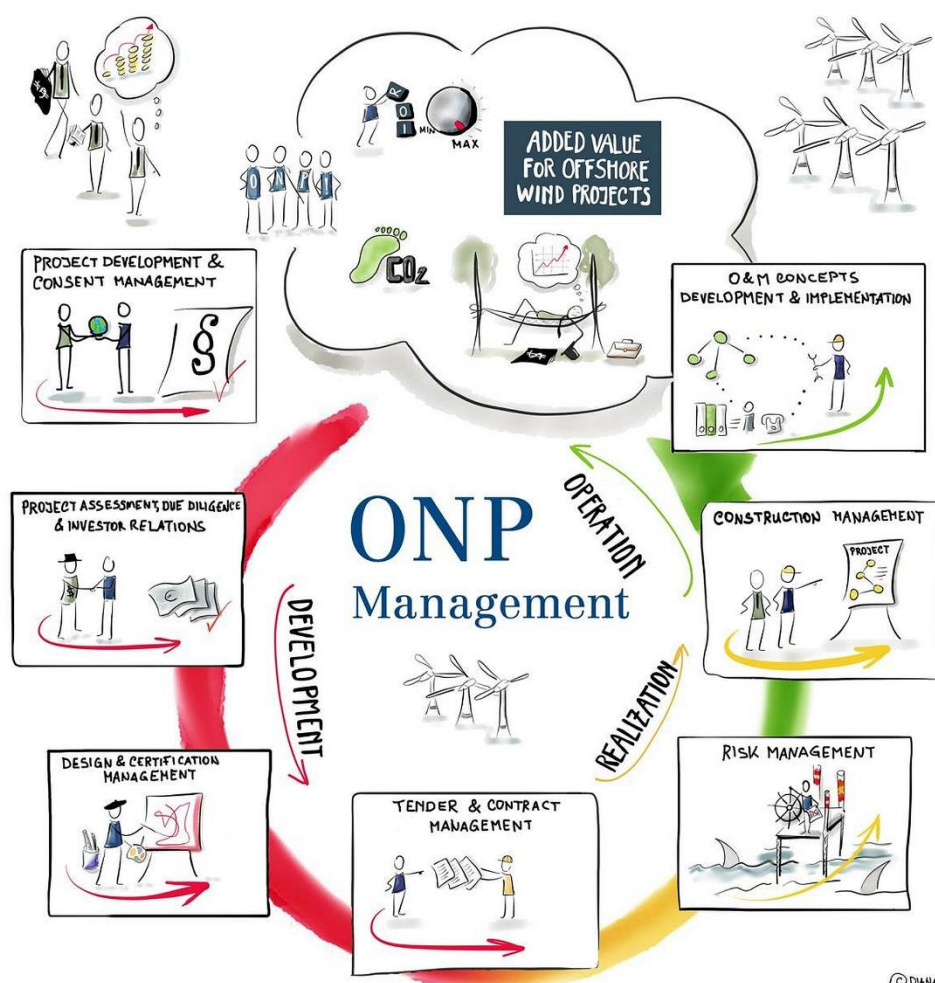


FINANCIAL SUCCESS AND INNOVATION

On the basis of its clear orientation and intrinsic growth, our company has created sustainable value for its owners, business partners and society.

ONP's financial success is based on its innovative corporate culture, in which we consistently strive to recognise entrepreneurial opportunities and implement these in the interest of a corporate strategy focussed on sustainable growth.

Through our open and inclusive corporate culture, which is concentrated on constant learning and optimising performance, we are constantly adapting to technological and social change. The responsible and appreciative conduct of ONP's managers encourages employees to openly address problems and mistakes in order to continuously improve our company.



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1 THE EMPLOYEE AT THE CENTRE

1.1 Human rights

As an internationally active company we at ONP have global responsibility. For this purpose, we rely on a working environment of mutual trust between management bodies, managers and employees. We pay attention to the health of our employees, including the social, mental and physical health aspects. In our dealings with each other and with other people involved in our business activities, we maintain a culture that is characterised by openness and tolerance, respect and courtesy and fairness.

We comply with, protect and promote the applicable regulations for the protection of human rights and the rights of children worldwide as fundamental and universally applicable requirements. We reject all use of child, forced and compulsory labour as well as every form of modern slavery and human trafficking. Compliance with all labour and social regulations and standards is a matter of course in our company. This applies not only to cooperation within our company but also as a matter of course to the conduct of business partners and our conduct towards them.

ONP ensures compliance with the applicable legal requirements in every country in which the company operates. If the local standards are below the level defined by the United Nations Global Compact ("UNGC") ONP checks as to what extent the standards of this UNGC declaration can still be applied. If legal standards make it impossible to comply with human rights in a country, ONP looks for alternative ways to protect human rights. Should ONP employees come to the conclusion that there is a conflict between this obligation to respect human rights and the local legislation, they are obliged to report this case to the designated »Compliance Ombudsperson or to the superior ONP manager in the region. To ensure compliance with human rights, ONP has created a way to report human rights violations.

ONP has appointed a designated »Compliance Ombudsperson for whistleblowers. In the event of violations, employees can submit a report to the Ombudsperson who will further investigate the matter.

1.2 Equal opportunities and diversity

A wide range of ideas, points of view, experiences and abilities can improve the quality of our performance on a daily basis and therefore makes a significant contribution to safeguarding our innovative and dynamic corporate culture.

For this reason, we do not discriminate against anyone and do not tolerate any discrimination on the basis of ethnic or national origin, gender, religion, belief, age, disability, sexual orientation, skin colour, political opinion, social origin or any other legally protected characteristics. We embrace diversity, actively promote inclusion and create an environment that fosters the individuality of every single person in the company's best interests.

We select, recruit and promote our employees on the basis of their qualifications and their skills.

1.3 Personal rights and privacy

A fair and collegial working environment is the prerequisite for delivering the best-possible performance for our company and for our customers. In order for this to succeed, we treat every single person with respect and show consideration for each individual.

We therefore expect collegiality and respect from our managers and employees towards colleagues and business partners as well as their employees .

We do not tolerate any statements or behavior that can or will be understood by colleagues and business partners or their employees as personally derogatory, hostile or aggressive.

Every form of harassment or bullying is prohibited at ONP. We are all firmly opposed to such behavior.

We understand harassment to mean all behavior intended to or that has the effect of violating the dignity of a person and creating an intimidating, hostile, degrading, humiliating or offensive working environment.

This includes assaults of a physical or verbal nature, e.g. through offensive jokes or remarks, showing undesirable images etc.

1.4 Data protection

Responsible and trusting cooperation between employees, business partners and customers, as well as their employees, requires that we respect the privacy of others and, if necessary, protect it.

Therefore, we collect, process, use and store personal data only in accordance with the current legal requirements. All components of the information and any data processing that is carried out in our company must therefore be secured in such a way that the confidentiality, integrity, availability, traceability and capacity of information that requires protection is guaranteed at all times and unauthorised use is prevented.

We have taken appropriate technical and organizational measures to protect personal data, which are always up to date. We have also appointed a data protection officer and we ensure that our employees are trained and committed to data protection.



1.5 Occupational health and safety

Alongside the quality of our work and the financial success of our company, the safety and health of our employees are equally important corporate goals.

Occupational health and safety are an integral part of all operational procedures and are included from the very beginning, as early as the planning phase, in technical, economic and social considerations.

Every employee is responsible for safety and health protection in their working area and must comply with the occupational health and safety requirements at all times and in every situation. Managers are obliged to support their employees in fulfilling this responsibility.

For this reason, we avoid risky behavior. As soon as we recognise a dangerous situation, we intervene and inform our superiors or warn our colleagues.

The same safety standards apply to the employees of contractors or their subcontractors that work on behalf of ONP as those that apply to the employees of our company.

Our occupational health and safety specialist together with our occupational health and safety training and inspections and the obligations of our employees ensures the appropriateness of our occupational health and safety.

1.6 Environmental protection and conservation of resources

Environmental protection and conservation of resources are corporate tasks and an essential part of our social responsibility. We work on environmental protection within our company and, together with our customers, develop solutions, products and infrastructure that we continuously optimise in terms of energy and resource efficiency in order to create sustainable value for our customers and for society.

Climate protection is inseparably connected with energy consumption. Therefore, we are constantly working on using the required energy as responsibly and efficiently as possible.

We design our processes in such a way that our products, services, infrastructure and facilities are as environmentally sustainable as possible and that no unnecessary air emissions, noise pollution, water pollution and waste are generated.



2 OBLIGATION TO ETHICAL CONDUCT WITH INTEGRITY

2.1 We comply with the rules of fair competition.

We will only be successful if we work together with our business partners and customers. Therefore, it is our goal to prove and to convince our customers and the market of our expertise by providing the best possible services at competitive prices.

For this reason, we are committed to fair competition and to working together with our business partners and customers on this basis with respect and trust. One of the fundamental principles of ONP is that all of its management bodies, managers and employees act in accordance with the applicable provisions of competition law. In this regard, the benchmark that applies to us all is that we never exchange information with competitors about

- prices, price components and other conditions
- market, customer or territory allocation
- business opportunities, orders and order intake
- capacities, production volumes and production quotas
- corporate strategies and future market conduct, e.g. current and future price developments, sales strategies, investments
- tenders and invitations to tender as well as conduct for invitations to tender or the submission of sham tenders.

Such an exchange of information is also prohibited via third parties, for example, consultants, agents, customers or suppliers.

However, competition law permits cooperation, and thus the exchange of information, with competitors under certain, clearly defined conditions. This relates for example, to cooperation agreements, bidding and working consortiums and joint ventures. In all these cases compliance is required with a number of competition and cartel law regulations. Large working consortiums can even be prohibited after a review by the cartel authorities. Therefore, the legal department of ONP must be involved in all these cases in good time to review and approve cooperation projects.

In cases of doubt or in the event of any suspicion in this area, please contact your management or our designated »Compliance Ombudsperson.



2.2 We work actively against corruption.

■ Gifts to public officials and business partners

ONP and its employees act responsibly and work actively against every form of bribery, corruption or unlawful influence. We only want to win mandates from customers in the public sector and from private business partners in a fair and lawful manner. ONP does not tolerate any immoral or corrupt conduct from its managers, employees or business partners.

Employees of ONP must not become involved in corruption and/or the granting of advantages in any manner whatsoever, neither in the public nor the private sector, whether actively as the party providing a benefit or passively as a recipient.

Our aim is to avoid even creating the impression that gifts of any kind, whether tangible or intangible, could be understood or deemed as consideration for a certain desired conduct.

We shall not, under any circumstances, offer any kind of bribe, facilitation payment or kickback or any other benefit of a tangible or intangible nature to public officials or the employees of private companies in order to secure a business transaction or the award of an order or the execution of a contract.

It is also prohibited to demand or accept any of the above benefits from public officials or the employees of private companies for our employees themselves or for a third party.

a) Public officials and public sector employees

The term “public official” is defined very widely in most countries. It includes not only civil servants, judges, soldiers and international officials but also employees in public administration, and the employees of private companies largely under state control, such as public utilities.

In the case of representatives of the public sector, , the prior written consent of the direct superior/line manager must be obtained, especially for invitations. When dealing with public officials and employees in public administration, we are expected to exercise particular care and ensure compliance with all laws, regulations, articles of association and directives. In case of doubt, we are required to contact our Compliance Organisation.

b) Receiving gifts and invitations

As a matter of principle, the employees of ONP do not accept or allow themselves to be promised any gifts or invitations from business partners if this may give th business partner or an uninvolved third party the impression that the employees of ONP could be influenced in their decisions by these gifts or invitations.

We openly disclose the receipt of presents and gifts, or the participation in meals or events, and document these, if the relevant orientation framework for gifts, invitations and hospitality is exceeded. Any further reporting obligations, in particular with regards to taxation, remain unaffected by this disclosure and documentation obligation.

Invitations to product presentations, in-house trade fairs and other events, from contractors, suppliers and the manufacturers of construction materials and other products or services that are or could be purchased by our company must always be approved by the responsible Project Manager or a member of the ONP management or coordinated with our designated »Compliance Ombudsperson before participation. Any participation without prior written approval is prohibited.

c) Granting of gifts and invitations

In business it is quite common to occasionally give gifts or to invite the employees of customers or business partners to enjoy hospitality and/or entertainment. ONP does not consider this as socially appropriate conduct, which is intended as usual hospitality, as an opportunity to influence decisions or to obtain illegal advantages from public officials or other private business partners.

The principle that applies here is that gifts and invitations must be proportionate to the relevant occasion and position of the person invited and that invitations have to be appropriate and sporadic.

Gifts and invitations must always be kept within the scope of normal business dealings between the gift giver and recipient and must never influence business decisions or give the impression of influencing the recipient or any uninvolved third party.

If the company, the authorities or the public corporation in which the recipient of a gift or invitation is employed has its own compliance requirements, compliance with these is mandatory with regard to the selection and value of the gift/invitation.

It is not permitted under any circumstances to give cash gifts or gifts with a cash value (such as gift vouchers or any other vouchers).

What applies to all invitations and gifts given in the business context is that these must be documented precisely, stating the name of the recipient, value, occasion and any prior approval obtained from the recipient's superior, regardless of any additional taxation and accounting requirements.

d) Use of third parties when granting gifts and invitations

This strict zero tolerance policy of our company with regards to corruption also applies to third parties that act for our company nationally or internationally as brokers, consultants, agents, sales representatives, suppliers, lobbyists or any other subcontractors. Under no circumstances may third parties be commissioned in order to circumvent the strict anti-corruption policy of our company. When commissioning third parties it must be contractually ensured that the third party also fully complies with all applicable laws, directives and regulations, as well as with the requirements of the Code of Conduct enacted by ONP.

In case of doubt or in the event of any suspicion in this regard, please contact your management or our designated »Compliance Ombudsperson .

■ **Avoiding conflicts of interest**

Furthermore, all the management bodies, managers and employees of ONP are obliged to take their business decisions free of conflicts of interest and solely in the interests of the company. According to our definition, a conflict of interest can already exist if the objective decision-making capability of the person involved is or could be influenced by their own interests or the interests of third parties and there is a danger that business decisions can no longer be taken exclusively for the benefit of our company. In order to rule out even the slightest possibility of a conflict of interest, the question that should be asked is whether our conduct could lead third parties to draw negative conclusions about our integrity and loyalty towards the company.

For this reason, we avoid situations in which personal or our own interests could conflict with the interests of the company or those of our business partners. If such a conflict of interest has arisen, we are then obliged to disclose this immediately and to find a solution together with the relevant person as set out in Sec. 6. FURTHER INFORMATION.

In case of doubt or in the event of any suspicion in this regard, please contact your management or our designated »Compliance Ombudsperson.

■ **Committee memberships and secondary employment**

The assumption of any employment on the management board, supervisory board or advisory board of another commercial enterprise or trade association is only permitted if this has been previously approved in writing by the management of ONP. The undertaking of any secondary employment must first be approved by the ONP. A Secondary employment can be prohibited or any approval for secondary employment may be revoked, if it leads to an impairment of the employee's performance at work, contradicts their duties in the company or if there is any danger of a conflict of interest, in particular if there is a competitor situation or within a contract and supply chain. Example: The purchaser of a construction company concludes a consulting agreement with a construction materials manufacturer, who could also be a business partner of his employer.

2.3 We keep company secrets and protect the assets of the company.

We are aware of the value of the know-how of our company and protect this very carefully. The success of ONP also depends on how managers and employees handle confidential information. Data and information that we become aware of during the course of our operations may only be used within the approved framework. Any disclosure of information to third parties, who may be subcontractors, suppliers, customers and colleagues, is only permissible after a careful check of whether the recipient is entitled to receive this information. It is also necessary to check which information the recipient really requires in order to carry out their tasks.

The intellectual property and intangible assets of the company include:

- Trademarks, patents and copyrights
- Business, financial and production information
- Information about research and development, including know-how and innovations
- Business-related records and documents
- Information about customers and suppliers

We respect the intellectual property of competitors, business partners and other third parties.

Our company provides us with a wide variety of work equipment, vehicles, tools, machinery, operating materials, inventories and other materials that is required for our daily work. We take responsibility for the objects entrusted to us. Company property may only and exclusively be used for company purposes. Any misuse for other personal or unauthorised purposes, such as illegal car races with company cars, is prohibited. We protect these assets of our company against theft, misuse, damage and waste.

ONP has taken appropriate technical, organizational and legal measures to protect trade secrets. For more details, please refer to the protection level concept for the Trade Secrets Protection Act (the German "Gesetz zum Schutz von Geschäftsgeheimnissen" of 2019, also GeschGehG).

2.4 Compliance with laws

We comply with laws to fight money laundering. Money laundering means bringing illegally acquired assets into legal financial circulation by means of covert activities. This is intended to conceal the criminal origin of the money.

It is especially important to pay attention to any warning signs in connection with money laundering when dealing with new business partners. These signs can include unusual payment channels, such as via offshore accounts and escrow accounts but also the desire to pay the entire contractually owed price or parts of it in cash. Another indicator can be that the true beneficial owner, meaning the person who is actually behind the transaction, is deliberately kept secret.

In case of doubt or in the event of any suspicion in this respect, please contact your management or our designated »Compliance Ombudsperson.



3 DONATIONS AND SPONSORSHIP

As a responsible member of society, ONP supports education, science, research, culture, social causes, sports and the environment.

However, such support both as donations and sponsorship may only be provided within the scope of legal regulations and in a financially appropriate manner. The aim of a donation or sponsorship is to always have a positive impact on the reputation and perception of ONP in the public eye.

Donations or sponsorships to achieve a financial or legal advantage are not permissible.

Donations to individuals, private accounts and to individuals or organisations that could damage the interests or reputation of our company will not be granted.

All donations or sponsorships require the written approval of the management board within the scope of a transparent and clearly documented approval process. This approval must be obtained before promising any donation or sponsorship.

In case of doubt or in the event of any suspicion in this respect, please contact your management or our designated »Compliance Ombudsperson.



4 DEALING WITH SUPPLIERS AND SUBCONTRACTORS

Business partners, meaning subcontractors, suppliers and service providers, are an important factor in the success of ONP. Not only do they play an important role in the satisfaction of our customers, they also support us in creating sustainable value.

We only maintain business relationships with reputable partners who comply with the law. Sustainability is the core element of our subcontractor and supplier management. For this reason, we set the same high demands on our business partners and their actions as we do on our own actions.

The following principles apply to our cooperation with our business partners:

- We are committed to partnership and help our business partners to improve.
- We analyse our business relationships on a regular basis and react immediately to any emerging risks.
- We prefer to work with business partners who are prepared to solve problems proactively and to implement appropriate safeguards.
- We conduct all legally required audits of our partners as a rule, for example, to avoid illegal employment, and we document these audit results.
- We work exclusively with business partners who have accepted the Code of Conduct of ONP for Business Partners and who also commit to pass on its regulations to their potential subcontractors.

In case of doubt or in the event of any suspicion in this respect, please contact your management or our designated »Compliance Ombudsperson.



5 COMPLIANCE MANAGEMENT OF ONP

5.1 Compliance Organisation

The Compliance Organisation of ONP ensures that there is a contact on site in all parts of ONP for managers and employees for issues concerning compliance.

Those responsible for compliance locally within our projects are the "ambassadors" for the issue of compliance in their unit. They provide support for implementing the compliance rules of ONP.

This Code of Conduct cannot cover or foresee every conceivable situation. If you - in your role as manager or employee - are unsure in a specific situation and if you have any questions about the right conduct, please contact your responsible Project Manager or a member of the ONP management board or our designated Compliance Ombudsperson at any time.

- They are available for all your questions concerning compliance and acting with integrity in the prescribed reporting channels.
- They will check the information (first conclusiveness check, factual area of application) and make an assessment of the necessary reaction and investigation required.
- They will ensure the timely communication with the person providing the information (acknowledgment of receipt, protocol, report, ...) and are available for a personal meeting.



5.2 Compliance Ombudsperson

Our Compliance Ombudsperson is the direct point of contact for all information and reports on actual, suspected, possible or feared violations. Please contact

Dominik Bleckmann
datenschutz nord GmbH

Konsul-Smidt-Straße 88
28217 Bremen
Germany

Tel.: +49 421 69 66 32-349

Mail: dbleckmann@datenschutz-nord.de

You have the option of submitting your report via our reporting office. You decide whether and which of your contact details you provide and whether you wish to receive feedback. If you wish to receive feedback and provide your contact details, you will receive confirmation of receipt of your report within 7 days via the communication channel you have specified.

You will also receive information within 3 months on how your report has been dealt with, including any measures taken.

You can submit your reports:

- in person after making an appointment,
- by sending a written report by post,
- via telephone
- electronically via e-mail

You have the option of submitting reports on legal violations or abusive behavior.

5.3 Implementing the Code of Conduct

The management bodies and managers of ONP are responsible for ensuring that their employees are aware of the relevant laws, the requirements of the Code of Conduct and supplementary directives and that they also comply with these requirements at all times in their working environment.

Training in relation to the values of ONP, the Code of Conduct is provided regularly with the support of the Compliance Organisation. We insist on compliance with the principles and business instructions by management bodies and managers and this also forms part of the company performance evaluation.

Concrete measures to communicate the contents of the Code of Conduct and the supplementary business instructions:

- The Code of Conduct is available in English being the most applicable business language.
- The Code of Conduct is set as a basis when concluding and amending contracts of employment and is an integral part of such contracts.
- The Code of Conduct is published in the ONP Management System and on the ONP website.
- The contents of the Code of Conduct and its arrangement are communicated by IT learning programmes (online training) and face-to-face trainings, as required.
- All suppliers, subcontractors and contractors and their sub-suppliers and subcontractors must be contractually obliged to comply with the ONP Code of Conduct. ONP expects its business partners to make an active contribution to the implementation of the contents of this Code of Conduct.

ONP encourages its employees and business partners to speak freely about any information concerning perceived violations of laws, the values of ONP or this Code of Conduct. On request this information about possible unethical or illegal conduct, which is given in good faith, will be treated confidentiality as far as possible.

ONP takes such reports very seriously and investigates them in a fixed, structured review procedure. The results of these investigations are discussed in the Compliance Organization chaired by the designated »Compliance Ombudsperson who documents the results and reports on this to the ONP Management Board.

5.4 Zero tolerance strategy of ONP

In the event of any violations of the Code of Conduct in the company and/or of any legal regulations by employees, ONP will consistently take the necessary disciplinary and labour law actions against the relevant employees.

These measures can range from formal warnings to instant dismissal from employment. Regardless of any additional consequences that may be possible under criminal law, the company reserves the right to assert claims for compensation for any losses incurred due to the employee's conduct within the scope of what is possible under the applicable labour law.



6 FURTHER INFORMATION

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