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Anti-Corruption-Policy of the Planatol Group

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1. Gender clause

For reasons of better readability, the language form of the generic masculine is used. It is pointed out at this point that the exclusive use of the masculine form is to be understood independently of gender. However, this is in no way intended to express gender discrimination or a violation of the principle of equality.

2. Definition of corruption

The Planatol Group does not tolerate any form of corruption, bribery or other illegal practices.

We understand bribery to be the offer, granting or acceptance of benefits (money or gifts) with which the briber pursues the goal of exerting undue influence on the recipient's decisions or behavior in order to gain a personal advantage or otherwise secure a business advantage.

It is not only the acceptance or granting of financial or other benefits that is considered unlawful, but also offering or demanding them. Financial benefits include all forms of direct and indirect payments. Other benefits may be tangible or intangible, such as gifts, invitations, hospitality, favors, discounts, entertainment, loans, deferrals or an item of financial value, including services, transportation, other conveniences or meals (whether provided in kind, by purchase of a ticket, payment in advance or reimbursement of the expense incurred), rewards, non-market discounts or donations.

Corruption is not a trivial offense, but a criminal offense. Criminal offenses involving corrupt behavior may include fraud, embezzlement, restrictive agreements in tenders or money laundering.

Violations of the prohibition of corruption can lead to severe prison sentences or fines for the employees responsible for the violations. The Planatol Group also faces very significant negative consequences such as fines, damage to its reputation. The members of the management boards of the Planatol Group also face severe fines if violations of corruption regulations are found in the company.

3. Aim and purpose of the Anti-Corruption Policy

This anti-corruption guideline substantiates various principles of conduct according to chapter 7 of the „Code of Conduct of the Planatol Group“. In doing so, this guideline is intended to sensitize all employees with regard to the dangers of corruption and at the same time to provide instructions for action and assistance in preventing and combating corruption, in particular also in connection with the granting or acceptance of invitations or gifts in business transactions. The related purpose is to avoid damage to its company and the Planatol Group that may result from corruption or bribery or suspicion thereof.

This policy, together with the Code of Conduct, forms the global framework for Planatol's anti-corruption program and sets the minimum standards for the Planatol Group.

Further specific anti-corruption procedures may be defined at company level in local company-specific guidelines. The regulations in these guidelines must not contradict the minimum standards of this Anti-Corruption Guideline. Any stricter local company-specific requirements shall apply in addition to the defined minimum standards of this Anti-Corruption Policy.

As a subsidiary of the Blue Cap Group, all guidelines and codes of the Planatol Group are subordinate to those of the parent company, Blue Cap AG.

4. Release, enactment and update of the Anti-Corruption Policy.

The Anti-Corruption Guideline shall come into force on 01.05.2021 after a resolution has been passed by the management of Planatol GmbH and a corresponding announcement has been made in all subsidiaries. The regulations of this guideline are to be reviewed regularly, but at least every two years, to ensure that they are up to date and appropriate and, if necessary, redefined.

The management of each company is obliged to observe and implement this policy in a binding manner and to ensure and monitor compliance with it within the company. It is also responsible for communicating this policy or its revision or amendment to all employee levels of its company. The compliance officers of each company provide support in this regard.

5. Scope of the Anti-Corruption Directive

This Anti-Corruption Guideline is binding for all companies of the Planatol Group and their employees. Each employee is bound by the Anti-Corruption Guideline and is personally responsible for its compliance. This Anti-Corruption Guideline also applies to all business transactions within the Planatol Group.

This guideline applies to every business transaction, to all business partners, authorities and third parties, as well as to all intra-Group transactions. The regulations and measures outlined in the guideline apply to both passive corruption (e.g. bribery) and active corruption (e.g. bribery).

„Business partner“ means any company, association or person with which a company of the Planatol Group has a business relationship or intends to enter into such a relationship.

The Planatol Group will consistently pursue and appropriately punish violations of this policy.

6. Dealing with public officials

„Public officials“ are civil servants, judges, persons holding public office (ministers, notaries, etc.) or persons performing public administrative functions with a public authority.

In many countries, however, the term „public official“ is defined very broadly and includes not only elected and appointed officials and employees of national or international authorities. It also applies to employees of commercially active enterprises if the enterprise is wholly or partly owned or controlled by the state. Even candidates for public office, party members and employees. and their respective family members may be public officials.

Since national and international laws are stricter in dealing with public officials, inducements should be avoided as a matter of principle. In order to rule out corrupt behavior in dealings with public officials in case of doubt, the following principles must be observed:



- Benefits to public officials may only represent financially low-value attentions that are legally unobjectionable and are
- are customary according to custom and courtesy (e.g., depending on the occasion, a customary Planatol promotional gift or a bouquet of flowers).
- In the case of invitations to public officials, it is imperative to ensure that the hospitality is customary for the occasion.
- In the case of invitations to events, the public official should always be invited as a representative of his or her authority or in accordance with the mandates he or she exercises.

Most public institutions have their own legal and administrative regulations governing the acceptance of gratuities and invitations. Therefore, it is not uncommon for the acceptance of benefits or invitations to be refused.

If a benefit is to be offered or granted to a public official, the approval of the responsible compliance officer must be obtained in advance.

If there are any doubts in dealing with public officials, each employee of the Planatol Group must first obtain written advice from his or her supervisor or the responsible compliance officer.

7. Gifts and invitations

Granting and promising gifts or invitations

Gifts to business partners and the invitation of business partners by employees of the Planatol Group are only permitted if they:

- are appropriate
- are non-cash and of low value, and
- comply with local law and local customs.

If there is any doubt as to whether a gift or invitation to be given or promised to a business partner is permissible under the above criteria, any Planatol Group employee who intends to promise or give such a gift or invitation must first seek written advice from his or her supervisor or the relevant Compliance Officer.

Soliciting and accepting gifts and invitations

- Prohibition of soliciting gifts and invitations
No employee of the Planatol Group may solicit gifts or invitations from business partners.
- Acceptance of gifts
The acceptance of gifts from a business partner by an employee of the Planatol Group is only permitted if they:
 - are reasonable
 - are non-cash and of nominal value, and
 - comply with local law and custom.



If there is any doubt as to whether a gift meets the above criteria, any Planatol Group employee who intends to accept such a gift must first obtain written advice from his or her supervisor or the responsible Compliance Officer.

- Acceptance of invitations

If a Planatol employee is invited by a business partner, the employee may only accept such an invitation if it is

- is reasonable
- is non-cash and of low value, and
- complies with local law and practice.

If there is any doubt as to whether an invitation meets the above criteria, any Planatol Group employee who intends to accept such an invitation must first seek written advice from his or her supervisor or the relevant compliance officer.

Further more precise regulations are contained in the Allowance Policy of the German Planatol companies and the Allowance Policies of our foreign subsidiaries.

8. Dealing with representatives and consultants

Business cooperation with representatives or consultants is quite common in practice. Fees for representatives and consultants are often suspected of concealing a corrupt benefit. It should be noted that the Planatol Group is in principle also responsible for corrupt behavior of a consultant or representative.

To ensure that the interests of the Planatol Group are protected in the best possible way and that the appearance of corrupt behavior does not arise in the first place, the following principles must be observed by all employees:

- The amount of remuneration for consultants, agents and intermediaries must be in reasonable proportion to the value of the service provided and to personal qualifications, as well as being in line with the market.
- A written agreement shall be concluded for each type of cooperation.
- Agents and consultants working on behalf of the Planatol Group will only be paid on presentation of appropriate proof of activity and time.
- Remuneration that is intended to be used to influence business partners or third parties is illegal and strictly prohibited.
- Decisions on the use and selection of consultants, agents or intermediaries are made on the basis of a transparent procedure.
- Payments may not be made in cash.
- Agents and consultants working on behalf of the Planatol Group must strictly comply with national laws.
- The duration of employment of consultants is limited in time and subject to regular review.



In summary, all of the above criteria must be observed by each employee when dealing with representatives or consultants. Each consultant or representative should also be made aware of these principles of conduct of the Planatol Group and align his or her own conduct with the Planatol Group's standards of ethics and integrity.

9. Donations and sponsoring

The Planatol Group allows corporate donations and sponsorships that seek to improve the image of our group of companies.

The following criteria must be considered when giving a donation or sponsorship (including merchandising).

Any donation or sponsorship activity must always:

- be in compliance with applicable law
- be in accordance with the values and objectives of the Planatol Group and not be made for personal gain or profit,
- not be made with the intention of obtaining an unfair advantage or serve a dishonest or improper purpose,
- do not give the impression that the recipient is expected to act in a certain way because of the benefit received,
- be conducted in a transparent manner (documentation must include recipient identity, purpose, reasons for sponsorship/donation),
- if necessary, be approved in advance by the management.

Payments are explicitly processed only in a cashless manner.

Political donations on behalf of the Planatol Group may not be made.

10. Anti-corruption clause in contracts with business partners

The management of each company of the Planatol Group shall in principle ensure that an anti-corruption clause is included in each contract with a business partner with the relevant company of the Planatol Group.

In the event that a business partner refuses to include an anti-corruption clause in the contract, a coordination with the responsible compliance officer must be brought about and it must be ensured that the reasons for this refusal and, if necessary, the decision of the employee responsible for concluding the contract to nevertheless establish a business relationship are properly documented.



The German edition of the guideline in its currently valid version shall be applicable. This translation is for orientation purposes only.