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1. Objective

BFC pursues its business activities and processes in such a manner that they comply with the relevant laws in the countries in which business relationships exist.

Internal guidelines are created for the purpose of complying with these laws and requirements of the authorities.

The Compliance Policy (the Code of Ethics) – abbreviated in the following text as CP - describes the principles employed by BFC – internally with the employees as well as externally with business partners and other interested parties.

2. Responsibility

The responsibility for the CP lies with the company management.

The task of the “Chief Compliance Officer” is the creation, adjustment or supplement of rules, the communication with the plants, as well as the reporting to interested parties.

The responsible “Compliance Officers” (Plant Manager/General Manager) in the plants are responsible for compliance with the rules at their respective location, as well as the report to the “Chief Compliance Officer”.

The “Compliance Officers” (Plant Manager/General Manager) in the plants have the responsibility of fulfilling the requirements of the locations as described in Item 4.

3. Benefits of a Compliance Policy / Code of Ethics

The benefits of a CP and their observance is fundamentally the sustainable success of business.

This is based upon awareness of the following, among other things:

- There is a direct correlation between observing the rules of ethics and the financial achievements of a company, such as higher earnings,
- Ethical rules promote a corporate culture with proper conduct between management and employees as well as in dealing with contractual partners and visitors,
- Fines and liability based on violations of statutory requirements are reduced,
- Employee resources for the processing of claims / complaints of third parties can be avoided.
- The good reputation of the company is maintained,

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- Customers expect the compliance with relevant statutory requirements in a business relationship with their suppliers, in order that agreed delivery times, prices and the product quality are maintained,
- Environment and resources are conserved. Negative effects on the environment are minimized,
- The risks in the supply chain can be reduced with trusting co-operation.

4. Principles and Values

The following principles and values should determine our thoughts and actions:

- The laws and regulations of countries in which we maintain business contacts are strictly observed. There are no exceptions.
- Never compromise your integrity. Do not use your position in the company to gain any advantage for yourself, your family, or your friends.
- Do not offer or accept gifts or invitations. Do not create the impression that they could influence the recipient's business judgement.
- Do not intentionally mislead anyone. Do not attempt to falsify any documents.

- Treat your colleagues fairly and respectfully. Any form of discrimination based on race, colour, religion, gender or sexual orientation, age, or disability is unacceptable.
- Respect our business relationships. Always treat our customers and suppliers fairly and respectfully.
- Be a good neighbour.
- Health and safety regulations and procedures are designed to protect you, your colleagues, and others. Follow them at all times.
- Protect our environment and conserve resources.

If in doubt, always ask. If you are unsure about a specific issue, speak with your supervisors, the Compliance Officer or the HR department.

BFC has established a Compliance Management System (CMS) in order to ensure that the operations of the company and the conduct of its employees fully comply with our principles and values. The CP is a fundamental component of this CMS.

5. Compliance Topics

5.1 Fundamental Requirements of Conduct

Compliance with laws and regulations:

All employees of BFC are responsible for being familiar with, and strictly complying with, the laws and regulations of the legal system within which they operate. Regardless of the sanctions that could be imposed by law, each employee who violates a law or regulation may also be subject to disciplinary measures, as a violation of the laws and regulations is simultaneously a violation of the obligations subject to the contract of employment.

Ethical standards:

Moreover, it is expected that each employee follows the applicable ethical standards in internal co-operation at BFC as well as with business partners. This includes all internal and external partners being treated with respect, fairness, and honesty, as well as the promotion of human rights, good labour standards and environmental protection. Managers are expected to prevent any unacceptable conduct.

Reputation of the company:

The reputation of BFC is determined to a substantial degree by the actions of its employees as well as the manner in which they present and conduct themselves. The illegal or inappropriate behaviour of a single employee can cause us serious damage. It is therefore expected that each employee behaves in a manner that maintains and promotes the high regard that our company enjoys.

5.2 Anti-trust Laws

General:

We are committed to conducting our business in line with the principles of fair competition. This includes the strict adherence to the anti-trust laws and regulations that strive to protect the competition from anti-competitive behavior.

Horizontal co-operation agreements:

None of our employees may enter into any agreement with competitors or potential competitors, or be involved in concerted practices with competitors or potential competitors (collectively referred to as "horizontal co-operation agreements"), which have as their objective or effect the prevention or restriction of competition. It is therefore strictly forbidden:

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- to enter into an agreement with a competitor in order to refrain from competition, to restrict transactions with suppliers, to divide up customers, markets, territories or the production, or
- to speak with competitors about prices, production quantities, production capacities, sales, offers, profits, profit margins, costs as well as other parameters that determine or influence the competitive behavior of BFC with the aim of soliciting parallel behavior on the part of the competitor.

Vertical agreements:

In the European Union and the USA, albeit with minor differences, there is a ban on many types of vertical arrangements and agreements, meaning arrangements and agreements between suppliers and customers, or between patent holders and licensees. These include:

- restrictions on the freedom of the customer to set resale prices,
- restrictions on the freedom of the customer to set the terms of delivery in regard to their business partners (such as geographical restrictions or customer restrictions),
- certain most-favored-nation clauses of affected customers,
- certain exclusivity agreements (such as total requirement clauses) as well as
- Non-competition agreements

Abuse of a dominant market position:

To the extent that BFC has a dominant market position in a specific market, we must be aware that the abuse of a dominant market position is prohibited in the EU and the USA (albeit with minor differences). The following behaviour can, for example, constitute such abuse:

- the differing treatment of customers without a good reason (prohibition of discrimination),
- the refusal of delivery,
- a selective delivery,
- the imposition of unreasonable purchase or sales prices and conditions,
- Tie-in deals for an additional delivery or service, without there being an objective reason for this.

Company mergers and acquisitions:

Company acquisition or mergers by BFC are subject to the previous approval of the competent anti-trust authorities.

As BFC is a part of the larger Triton Group, the necessity of a previous approval is highly probable. For this reason, BFC will not acquire a company or shares in another company, and there will be no merger with another company, without having the prior approval of the legal department of Triton.

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Consequences of non-compliance:

The violation of anti-trust laws may not only render the relevant agreements null and void. It may also lead to substantial fines and damage claims, all of which could endanger the existence of BFC. We are therefore determined to pursue the principle of “zero tolerance” and to enforce disciplinary measures against any employee who violates anti-trust laws (including the termination for cause).

We are also aware that a violation may result in facing personal damage claims and fines (including possible imprisonment).

5.3 Anti-corruption Regulations

General:

We are committed to the principles of fair competition. In our daily course of business, we therefore compete by the quality and price of our products and services, rather than offering improper advantages or benefits to third parties.

This demand must also be fulfilled by persons representing third parties (“interested parties”). Exceptions to this are gifts of a symbolic nature or business meals within a reasonable expenditure and frequency.

The promise, offer or the granting of advantages to third parties is fundamentally prohibited...

- ... to a public official or a person closely connected with an official, who can influence official directives or provide an advantage,
- ... to responsible persons, employees or representatives of political parties,
- ... to any other person who performs a public function on behalf of a country or the public,
- ... to persons who are not in the public eye, such as customers, suppliers, other business partners, their employees and representatives,
- ... to third parties, such as brokers, consultants, business partners, dealers, etc.

Benefits may include:

- The offer of cash or cash equivalents such as cheques, loans, moratoriums, waiver of debt, price reductions, ...
- This also includes unofficial payments (? bribes) or routine tasks, such as the granting of licenses or official documents,
- Gifts, invitations to cultural or sporting events, drinks, meals, lodging, ...
- Benefits such as the use of facilities, travelling, ...
- Sexual or immoral benefits, ...

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5.4 Political Contributions, Donations and Sponsoring

Political contributions:

These require the explicit and priority approval of management. This means all types of contributions that support a political objective.

Examples include local or regional events, or the provision of goods or services for a party or a candidate, the payment of employees during working hours to work at a political function, or payment for political campaign expenses.

Charitable donation:

Our donations are always voluntary. We expect no advantage as a result from this. We document our donations properly and transparently, and we have each donation approved by management.

Sponsoring:

We permit sponsoring, if it is beneficial to BFC and has been contractually secured, with...

- ... the amount of the contribution,
- ... the event for which the money is intended,
- ... and the equivalent value for the company.

5.5 Trade Control Regulations

Trade control regulations are observed, as non-compliance leads to severe penalties for BFC and to personal liability and imprisonment for the persons responsible.

Possible restrictions apply to the export and import of goods, services and technologies as well as to financial transactions.

5.6 Conflicts of Interest

It is the duty of each employee to place the interests of BFC before personal interests.

Each employee must avoid any possible appearance of a conflict of interest.

In the case of any conflict of interest, the company supervisor or HR department is to be immediately informed.

It is not permitted to make a decision on behalf of BFC, to participate in any decision-making process or to influence third parties when making your decision.

During their terms of employment, our employees may not engage in activities competing with us or assist any company that directly or indirectly competes with BFC.

After termination of the employment relationship with BFC, they are bound by a non-compete obligation, and under no circumstances may they provide third parties with confidential company expertise.

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5.7 Dual Control Principle

For this purpose, BFC has created the organizational guidelines “Signature Regulation”.

5.8 Handling of Assets (including mobiles and computers)

All employees of BFC are required to handle all company assets in a responsible and diligent manner in order to protect them against loss, damage, abuse and use by third parties. This categorically applies to all tangible and intangible assets.

Operating assets – which also applies to computers, laptops, tablets, mobiles, etc. – may only be used for company purposes and on the company’s business premises. The company’s software may not be copied to personal electronic devices.

5.9 Confidentiality

The business and technical expertise is particularly important for the long-term success of our company for this reason, company expertise that has not been made public is to be treated with confidentiality and protected against unauthorized outside access.

If confidential expertise must be disclosed to third parties (such as customers or co-operation partners) based on business interests, then a corresponding confidentiality agreement is to be documented.

The expertise of third parties will be treated in the same manner as our own.

5.10 Data Security and Protection of Personal Data

The statutory requirements of the respective location constitute the legal basis of our actions. The GDPR in its currently valid version shall apply to the German plants.

5.11 Insider Information

Insider information at BFC is treated with confidentiality by management and is not communicated to the employees.

5.12 Communication

Internal and external communication is carried out according to the communication matrix. Communication with the media is carried out exclusively by the management.

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All employees are expected to exercise the same care when sending an e-mail message as they would in sending a formal letter.

It must be kept in mind that e-mail messages can be forwarded to additional recipients without the sender's knowledge.

We also know that deleted electronic information can usually be reproduced.

The contact data of the recipient as well as the content must be seriously examined before the e-mail is sent.

5.13 Records and Financial Information

Business books and records are created exclusively by the management and in accordance with the latest information. They are created in accordance with the applicable statutory and regulatory requirements.

BFC may not establish or maintain any unrecorded or undisclosed funds, regardless of the purpose.

5.14 Basic rules for making payments

As a rule, payments are made via bank transfer. Cash payments are avoided to the extent possible.

If a cash payment cannot be avoided, then this must be documented according to the applicable rules.

5.15 Money laundering

The statutory requirements of the respective location constitute the legal basis of our actions. For the German companies, the German Money Laundering Act (Geldwäschegesetz - GwG) adopted on 26 June 2017 (Federal Law Gazette No. 39, page 1822, from 24 June 2017), version 14/07/2011.

5.16 Human Rights, Employment and Occupational Safety

BFC respects and supports the protection of internationally valid human rights in line with the UN Declaration of Human Rights, such as

- ... the principles of the "International Labour Organisation (ILO)",
- ... the freedom of association within the bounds of the prevailing laws and statutes,
- ... zero tolerance of forced labour,
- ... zero tolerance of child labour in line with Convention no. 138 and no. 182 of the ILO,

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- ... equal conditions for hiring based on qualification and performance,
- ... equal pay for work of equal value,
- ... no discrimination based on ethnicity culture, religion, age, disability, race, gender, sexual orientation, or belief,
- ... prohibition of violent behavior and harassment,
- ... occupational health and safety in accordance with applicable requirements.

We are committed to promptly investigating any complaints regarding the above points.

5.17 Product safety

A risk and opportunity evaluation as part of management documentation for the current company processes. This also contains aspects of the applicable environmental and occupational safety requirements in regard to products and processes.

5.18 Environmental protection

We have committed ourselves to the protection of our environment and the conservation of our resources. This conduct is actively supported by management.
In addition, we are committed to complying with statutory requirements and strive to improve our processes.

5.19 Promotion of Best Business Practice with Business Partners

The principle stated in Items 5.1 through 5.18 will be communicated to our business partners and encourage them to follow these principles as well.
We will select our suppliers and service providers according to implementation of such principles.

5.20 Questions; Reporting of Violations; Sanctions

Questions:

If an employee has concerns about ethics topics, the relevant laws or statutes, or regarding concrete situations in which an employee is unclear about what to do, then his/her supervisor or the Compliance Officer is to be contacted.

If employees are unsure about whether they are acting in accordance with the CP, then the following applies: First ask, then act.

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Reporting of violations:

An employee who knows, or who has good reasons to believe, that a violation regarding the above-named items has occurred is requested to report this to his/her supervisor or Compliance Officer, regardless of the position of the person, who is responsible for the violation.

These will address the topics and document the subject, the persons, the time and the place of the incident.

Each report will be assessed without delay. Countermeasures – if necessary – will be taken.

Protection for the person who reports:

No restrictions may be imposed on an employee who has reported a violation. Upon request, the identity of the employee can be treated with confidentiality, unless otherwise required under law.

Consequences:

Whoever violates the Code of Ethics or any other guidelines of BFC must face the consequences.

6. Documentation

The management agrees on suitable guidelines for the various CMS topics. These then become a component of the management documentation.

7. Communication / Training

The management is committed to the contents of the CP and communicates this understanding throughout the entire organization.

The topic of compliance itself is a standard item on the management's agenda.

The status of implementation is thereby discussed, as well as the necessary measures for the further development of the CMS.

Our employees familiarize themselves with the CMS. The training courses are documented and verified.

The observation of compliance topics will be checked as a part of internal audits.

If faulty actions become apparent, then these will be assessed accordingly with appropriate disciplinary measures.

General Management:

Ali Yildirim
CEO

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