

CODE OF CONDUCT



# CODE OF CONDUCT

of the Kontron Group

Version February 2023

**kontron**



This Code of Conduct expresses the Kontron Group's high standard of integrity. The reputation of our company and the trust of our investors, business partners as well as our employees is of enormous importance to us. Responsible and lawful conduct is integral to our business activities and our corporate policies and this forms the basis for the long-term success of our company.

This Code of Conduct provides you with information on the conduct that everyone can expect from Kontron AG and its consolidated group companies including all employees („the Kontron Group“). The Code of Conduct applies to all employees, including members of the executive board and all managing directors of the Kontron Group (“Employees”). It establishes the way that our Employees are to

conduct themselves in respect to the Kontron Group in general, colleagues, business partners such as customers and suppliers as well as towards competitors.

The Code of Conduct is a summary of minimum binding guidelines for the Kontron Group companies worldwide. It must be noted, that additional requirements might apply locally, which cannot be laid down and adopted in a uniform code of conduct across the entire Kontron Group. International differences in legal and social systems might require local amendments of this Code of Conduct to reflect applicable stricter national standards. In turn, each Kontron Group company either adopts the same Code of Conduct, or where required, adopts a similar Code of Conduct that meets all standards as laid down herein and adds additional or more stringent local rules and regulations for their business conduct.

However, this Code of Conduct shall not solely show, which expectations the Kontron Group fulfills, it also shows what we expect from our reliable and trustworthy business partners in return. Therefore, we also expect our business partners to comply with Kontron's high standards and especially Kontron's Supplier, to observe the Code of Conduct for Suppliers, which is also available on our website.



# Content

Responsibility of the management and each employee	//4
Compliance with laws, rules and regulations	//4
Fair competition and anti-trust laws	//6
Prohibition of corruption and bribery	//7
Combating money laundering	//9
Financial and business records	//9
Avoiding conflicts of interest	//10
Human rights and labor practice	//11
Export, import and trade controls	//13
Responsible supply chain management	//13
Environmental responsibility	//14
Handling of information, intellectual property and trade secrets	//15
Treatment of kontron/third party property	//17
Media and Internet	//17
Misconduct and complaints	//17

## Responsibility of the management and each employee

The local implementation of the Code of Conduct is in the responsibility of the managers of each Kontron Group company. If questions arise in connection with this Code of Conduct, Kontron AG's Legal and Compliance department is available anytime to support local companies. Moreover, the Kontron Group has implemented a worldwide Whistleblower Tool, available on <https://group.kontron.com> to everyone, to report relevant violations of this Code of Conduct and compliance concerns.

The Kontron Group's culture of business integrity and compliance with rules and regulations is driven by all of its managers. All managers should set an example when performing their duties by attaining an excellent level of achievement, acting transparently, being socially aware and behaving impeccably. Each of them is required to fulfill their duties of organization and supervision in an exemplary way. All managers bear responsibility for the business conduct of the Employees entrusted to them. Each manager must accentuate the importance of ethical conduct and compliance, to maintain them as regular topics of everyday dealings, and to foster these through personal leadership and through training. However, the manager's fulfillment of these responsibilities does not relieve each employee of their responsibility to comply with this Code of Conduct. In addition, the responsible employees must ensure that the Code of Conduct for Suppliers is observed and accepted by the respective parties.

This Code of Conduct and the the Code of Conduct for Supplier, as amended from time to time, as well as the Whistleblower Tool is available for everyone on Kontron's website (<https://group.kontron.com/about/corporate-governance>).

## Compliance with laws, rules and regulations

### General compliance statement

Everyone working with the Kontron Group has to obey the applicable laws, rules and regulations of the legal systems within which the Kontron Group operates, as well as this Code of Conduct and all internal Kontron Group policies and processes laid down by Kontron AG for its group companies. Each employee is obliged to adhere to both national and international laws, rules and regulations, and to act in accordance with them. Kontron also requires all of its employees to abide by laws as part of their personal conduct, to meet their personal responsibilities, and to refrain from any activities that may be detrimental to the reputation of the Kontron Group. The Kontron Group acts in strict compliance with



general anti-corruption laws as well as anti-trust and competition laws. Moreover, the Kontron Group acts in strict compliance with securities and insider trading laws and demonstrates a professional awareness for money laundering prevention.

## Conventions and recommendations of international organizations

In addition to laws, rules and regulations of individual countries, there are a number of important conventions and recommendations issued by international organizations. Although these documents primarily pertain to and cover member states and thus not directly multinational companies, such standards do nevertheless serve as important guidelines for the latter's conduct and for that of Employees. Kontron observes the stipulations of these conventions and recommendations. Kontron therefore expects its Employees, suppliers and business partners around the globe to recognize and apply them, particularly in relation to the:

- › International Bill of Human Rights, consisting of: Universal Declaration of Human Rights; International Covenant of 19 December 1966 on Civil and Political Rights, (Federal Law Gazette 1973 II pp. 1533, 1534); and International Covenant of 19 December 1966 on Economic, Social and Cultural Rights (Federal Law Gazette 1973 II pp. 1569, 1570);
- › European Convention on Human Rights;
- › ILO (International Labour Organization) Tripartite Declaration of Principles on Multinational Enterprises and Social Policy and ILO Declaration on Fundamental Principles and Rights at Work, and fundamental freedoms, in particular, as follows:
  - › elimination of child labor, minimum age (especially ILO Convention No. 182 and No. 138),
  - › abolition of forced labor (especially ILO Convention No. 105, ILO Convention No. 29 and Protocol of 11 June 2014 to Convention No. 29),
  - › prohibition of discrimination (especially ILO Convention No. 111 and equal remuneration for men and women ILO Convention No. 100),
  - › freedom of association and the right to collective bargaining (especially ILO Convention No. 87 and No. 98);
- › Minamata Convention on Mercury of 10 October 2013 (Federal Law Gazette 2017 II p. 610, 611) (Minamata Convention);
- › Stockholm Convention of 23 May 2001 on Persistent Organic Pollutants (Federal Law Gazette 2002 II pp. 803, 804) (POPs Convention), last amended by the decision of 6 May 2005 (Federal Law Gazette 2009 II pp. 1060, 1061);
- › Basel Convention on the Control of Transboundary Movements of Hazardous Wastes and their Dis-



posal of 22 March 1989 (Federal Law Gazette 1994 II pp. 2703, 2704) (Basel Convention), as last amended by the Third Ordinance amending Annexes to the Basel Convention of 22 March 1989 of 6 May 2014 (Federal Law Gazette II pp. 306/307);

- › OECD Guidelines for Multinational Enterprises
- › Agenda 21 on Sustainable Development (concluding document of the founding UN Conference on the Environment and Development)
- › UN Convention against Corruption
- › UN Convention on the Rights of the Child UN Conventions on the Elimination on all Forms of Discriminations
- › OECD Convention against Bribery of Foreign Public Officials

Moreover, Kontron adheres to the material principles set by „UN Global Compact“ and aims to reach the principles by “Responsible Business Alliance”. The Kontron Group can identify with the standards laid down and aims to comply with the high standards up until now and in the future. The Kontron Group intends also to promote these principles to its supply chain.

## Fair competition and anti-trust laws

The Kontron Group conducts its business in a fair manner and supports free, undistorted and effective competition for the benefit of customers, companies, and society as a whole. Kontron aims to have long-term business relationships with its current and future customers based on the excellent quality of Kontron’s products and services provided, and not based on illegal practices.

The Kontron Group adheres to international and national competition laws and anti-trust laws, when doing business in the respective countries. This commitment ensures that business activities adhere

to the rules of fair competition. The responsible employees and managers attend special training courses on a regular basis and follow the internal guidelines of Kontron AG for the careful selection of business partners.

## Conduct towards competitors

The Kontron Group will not enter into any anticompetitive agreements or arrangements with competitors. “Illegal agreements and arrangements between competitors” are defined to be between companies pursuing the same business activities on the same market. Certain kinds of conduct can result in contraventions of fair competition and anti-trust laws. To preclude these, Employees are not allowed to

- › confer with competitors about prices, markets, output, capacities, sales, bids, profits, profit margins, costs, methods of distribution or any other fact or factor that determines or influences the company’s competitive behavior, and specifically in cases in which this is designed to elicit accompanying behavior from the competitor;
- › enter into an agreement or arrangement with a competitor foreseeing a refraining from competition; restrict dealings with suppliers; submit bogus offers for bidding; or to allocations on customers, markets, territories or production programs;
- › exert influence on the resale prices charged by our purchasers, or to attempt to make them restrict the exporting or importing of goods supplied by Kontron. In addition, Employees are not to obtain intelligence on competitors or markets by resorting to industrial espionage, bribery, theft or electronic eavesdropping. Nor are they to knowingly communicate erroneous information about a competitor or its products or services.



## Conduct towards customers, sales/business partners, suppliers

The Kontron Group also supports open competition in our relationships with customers, sales/business partners, and suppliers. Therefore, Employees will undertake to talk to customers, sales/business partners, or suppliers about:

- › adherence to resale prices. In many cases, however, non-binding recommendations, without pressure or incentives, regarding resale prices and the establishment of maximum sale prices are permissible; or
- › obstruction of exports or reimports.

Anti-competitive behavior can have serious consequences. These include the levying of fines amounting to up to 10 percent of the Kontron Group's annual worldwide turnover; the exclusion from tendering for public contracts; imprisonment and serious damaging of the reputation of the Kontron Group (including damages claimed by third parties). Please note that fines can also be imposed in cases in which the impeding of competition was not intentionally. It's the responsibility of each Employee of the Kontron Group to act in strict compliance with all applicable competition and anti-trust-laws.

## Prohibition of corruption and bribery

The Kontron Group competes on a worldwide scale for contracts awarded by public-sector entities and government-owned businesses. It is of essential importance for the Kontron Group to be in strict compliance with all applicable laws and regulations related to government procurement, with this encompassing those regulations that prohibit attempts to improperly influence government officials as well as private business partners.

Kontron does not tolerate any form of corruption in our business dealings anywhere in the world. Kontron is successful due to the offered quality and features of our innovative products, our customer-oriented service and the expertise of all Kontron's Employees. Payments made by the Kontron Group companies shall always have a legitimate purpose and shall be properly documented.

A number of anti-corruption standards have been promulgated at international level and implemented at national level. The latter laws and regulations prohibit bribery and corrupting acts in all and any



forms. These include the UK's Bribery Act and the USA's Foreign Corrupt Practices Act. They are strictly enforced and have a worldwide scope of application. Employees shall report all suspected corrupt activity to Kontron's Legal and Compliance department.

Corruption is not a minor offense. The same applies to any form of extortion. These are illegal activities. Employees are obliged to refrain from all forms of corrupt conduct, either directly or indirectly. This particularly applies to attempts to influence decision-makers working for business partners or in the

public sector by offering, promising or awarding impermissible advantages; or by authorizing, directing, approving or condoning such conduct by any other person. Promises, offers, invitations and gifts are not to be made in cases in which they might be deemed to be an attempt to improperly influence a public official or a business partner.



In general, employees shall be sensitized to indications of unlawful conduct, to which the careful selection of business partners is inextricably linked.

#### Handling of gifts and invitations

The most common form of corruption is bribery. The Kontron Group does not tolerate any form of bribery, regardless if it's made directly or indirectly through third parties. Bribery is the act of offering, promising, or giving money, gifts, or other benefit to a public official or public or private employee with the aim of receiving improper advantages. Bribery is a criminal offense worldwide.

To preclude these, by taking into account the local circumstances, Employees are not allowed to:

- › give or accept excessive gifts or invitations for entertainment events;
- › give or accept excessive travel expenses;
- › give or accept inappropriate donations, sponsorship or memberships;
- › give or accept inappropriate monetary payments (including facilitation payments);
- › give or accept any other improper benefits to or from current/potential business partners.

In many cultures, gifts and invitations to entertainment events are important for developing and deepening business relationships. Especially when it comes to gifts or any kind of payments or benefit without contractual basis, such grants may be considered inappropriate if they exceed a value of approx. EUR 100,00 per business partner every half-year. Therefore "business partner" means the company (or individual) connected by the business relationship and all of its employees. Inappropriate grants must be politely refused, unless local regulations stipulate otherwise. In no case shall any gifts and invitations unreasonably influence the recipient's decision-making or create the appearance of improper influence. Therefore, each Employee shall take care that gifts and hospitality will be solely accepted or offered limited to a reasonable extent. Employees are not allowed to offer to public authorities, civil servants, other officials and representatives of public organizations gifts or invitations or offer and grant cash payments or other advantages of any kind, which could influence their actions or decisions. For local thresholds on gifts and invitations, your local manager can give you further details. Each Employee is requested to consult with their supervisor in cases of uncertainties as to the valuation of gifts and the ceilings placed on such, and on the appropriateness of these. The ensuing, jointly-reached decision shall be properly documented.



### Sponsorships, donations, charity events, memberships

Sponsorships, donations, charity events and memberships must always be carefully examined to determine whether they promote the company's legitimate objectives. This shall not be promised, offered, or made to obtain improper business advantages or for other unethical purposes.

### Combating money laundering

Money laundering is the process of disguising the nature and source of money arising from the pursuit of criminal activities, such as terrorism, drug trafficking or bribery – and then feeding such "dirty money" into streams of finance and business. Such laundering is undertaken to give the money the appearance of being legal, and to conceal its source or the identity of its owner.

The Kontron Group strives to maintain business relationships only with reputable business partners whose business activities comply with legal require-

ments and whose financial resources are of legitimate origin. All Employees are required to follow record-keeping and accounting requirements when pursuing cash-based and other kinds of payment transactions.

The responsible employees and managers of Kontron Group attend special training courses on a regular basis and follow the internal guidelines of Kontron AG for the careful selection of business partners, to avoid any contact with money laundering.

### Financial and business records

The Kontron Group is committed to accurate and truthful reporting to investors, employees, customers, business partners, the public, all government agencies and other stakeholders. We follow all applicable laws, regulations, standards, and practices, especially regarding tax and commercial law retention requirements for annual financial statements, accounting vouchers, etc.



All Kontron employees ensure that business and financial records are correct, truthful and complete. All books and records are to depict each transaction or expenditure in an objective and true way. Their entering and maintenance are to be undertaken in a prompt manner. Books and records are to be kept up-to date. Books and records will be always prepared on time and will be in accordance with the applicable rules and accounting standards. Such books and records include all data, certificates, and other written materials provided for financial reporting and disclosure purposes, and materials collected for other purposes. Each Kontron Group company provides correct and complete information for financial reporting purposes. All transactions must be reflected correctly for tax purposes.

Non-compliant behavior might cause a risk of being subject to investigations (e.g. for accounting/tax, fraud, money laundering). Such investigations could have a negative impact on the Kontron Group, its reputation and its employees.

### Remuneration and reimbursements

Remuneration and Reimbursements (e.g. discounts) to contractual partners may only be paid on a contractual or objectively comprehensible basis, to the business accounts of the business partners only and shall be documented in writing properly ensuring that the date and time of the documentation is transparent.

### Avoiding conflicts of interest

All Employees are obliged to conduct themselves in ways preventing the arising of conflicts of interest that may be detrimental to the Kontron Group. All Employees must therefore maintain a clear distinction between the interests of the Kontron Group and their own personal interests. There is a conflict of interest in day-to-day business if an Employees

personal interests differ from those of the Kontron Group or personal interests could influence their business-related decisions or behavior.

### Secondary employments

Any intention to take up additional paid employment outside the Kontron Group must be sent in writing to the Human Resources department and to the supervisor of the Employee in advance for approval. Approval for the secondary employment may be



declined if it is perceived to lower the employee's performance level at the workplace, if it is inconsistent with the employee's duties within the Kontron Group or if there is the risk of a conflict of interests. Stricter work-related regulations in the employment agreement, if any, remain unaffected. This also applies to supervisory board or advisory board activities in external companies.

However, Employees are encouraged to do occasional writing, lecturing, and similar activities, which are not regarded as secondary employment.

### Investments in third-party-companies

Each Employee shall inform HR in writing of any direct or indirect investment in third party companies:

- › that are business partners of the Kontron Group, meaning if the Employee is engaged in business with the third-party-company or has a board or management role in the third-party-company. With respect to publicly traded companies, this only applies if the investment exceeds five percent of its total capital; or
- › that compete with the Kontron Group, if the Employee can influence the management of the competitor through this investment. This is presumed if the interest exceeds five percent of the total capital of the company.

The holding - direct or indirect - of shares in companies that are competitors of the Kontron Group that give rise to an entrepreneurial influence requires the prior securing of approval by the Executive Board. Employees shall not undertake to operate or work for a company that competes with the Kontron Group and Employees shall not engage in any activity that competes with the Kontron Group.

### Decisions regarding related persons

Employees must report transactions or decisions relating to relatives or other closely associated persons in due time to the local management, make sure there is a written approval from their local management prior to the transactions taking place and make sure, the transactions are documented in writing together with the written approval. This includes all business or personnel decisions concern-

ing the Kontron Group with regard to the following relatives or related persons:

Spouse, partner, life partner, parents (in law), (half) step-children, (half/step) siblings, other persons living in domestic community, other persons with whom there is a personal/economic close relationship.

## Human rights and labor practice

### Young workers and prohibition of child labor

The employment of young workers is only permissible in compliance with the international and national regulations regarding the minimum age of young workers. All forms of child labor are prohibited. Kontron acts in particular in accordance with the two fundamental ILO conventions on child labor (Convention No. 138 on Minimum Age and Convention No. 182 on the Worst Forms of Child Labor).

Kontron Group companies have appropriate measures and control mechanisms installed to ensure compliance with this provision. Under no circumstances will Kontron accept any violations of this provision in its supply chain.

### Prohibition of modern slavery

All forms of modern slavery, such as forced or bonded or servitude or compulsory labor, human trafficking or practices similar to that, especially other forms of domination or oppression are strictly prohibited and Kontron will not tolerate any violation of this provision in its supply chain.

Kontron Group companies installed appropriate measures to ensure compliance with this provision.

### **Diversity, equal opportunities and non-discrimination**

The Kontron Group's staff is comprised of individuals of a variety of ethnic backgrounds, cultures, religions, ages, levels of ability (disabilities), races, sexual identities and persuasion, genders and mind-sets. The diversity of our staff constitutes a driving force of the successes achieved by the Kontron Group. All Employees are treated equally. The Kontron Group does not tolerate discrimination against anyone evincing any of these characteristics. It especially does not tolerate sexual harassment or any other form of aggression towards individuals. These principles apply on internal as well as on external levels. They also encompass dealings with partners. The Kontron Group's policy is to employ staff that possess the highest degrees of motivation and capabilities. The Kontron Group actively promotes the equal opportunities of all individuals, regardless of the specifics of the above characteristics, in all positions including management roles, supported by internal group policies and guidelines.

### **Freedom of association and collective bargaining**

Kontron respects the freedom of association and the right to collective bargaining. Employees are free to exercise their rights and are no subject to any form of harassment or reprisal from Kontron Group.

### **Wages and benefits**

Each Kontron Group company offers fair and reasonable wages to their Employees. Each Kontron Group company respects all applicable laws related to minimum wages and compensation laws. The Kontron Group respects the equal pay principles, meaning no discrimination is made on the basis of gender. Benefits are available to every employee of the Kontron Group according to the applicable regulations.

### **Working hours**

The Kontron Group adheres to all applicable working-hours regulations globally. Especially Employees working from home/mobile offices are explicitly advised to strictly not exceed the maximum working hours.

### **Health and safety**

The Kontron Group promotes the health and well-being of its Employees. Each Kontron Group company guards its Employees against the risk of work-related accidents and occupational diseases. A safe work environment for each Employee shall be ensured by each Kontron Group company by taking into account local law requirements and regulations. Employees shall be supported in maintaining physical and mental health. Employees are encouraged to report any unsafe conditions in their work environment to their supervisor.

### **Training and skills**

Kontron offers internal and external education programs and training courses in order to provide appropriate support for its Employees. Besides technical and social skills, training is also provided regularly throughout the group on security awareness, data protection and compliance.

## Export, import and trade controls

The importing and exporting of products and services are highly regulated. The Kontron Group complies with all applicable export controls and customs regulations in the countries in which it does business. Export controls generally apply to the dispatching of goods, services, hardware, software and technologies across certain national borders, including those



pursued by E-Mail. Such laws can be applied to the direct and indirect exporting to and importing from countries upon which sanctions have been imposed. These laws also apply to third party countries under suspicion for reasons of their possibly posing threats to national security or being involved in criminal activities. Contraventions of these laws and stipulations can give rise to major-scale punishment and penalties, including fines and officially decreed exclusions from simplified import and export regulations. All Employees whose work entails dealing with imports and exports are obliged to observe all applicable laws and stipulations.

If any doubt arises as to whether import or export is permissible or sanctions could be associated with it, the employees must immediately notify the local management before proceeding with this export or import in writing.

## Responsible supply chain management

The Kontron Group also published a separate "Kontron Supplier Code of Conduct" (<https://group.kontron.com/about/corporate-governance>) setting for the minimum requirements directly addressed to Kontron suppliers, which describes the Kontron Group's expectations towards its business partners within its supply chain.

## Responsible mineral sourcing

The Kontron Group is committed to avoiding the use of raw materials in its products, which originate from high-risk areas and/or conflict-affected areas and therefore potentially support human rights abuse, corruption, the financing of armed groups, terrorism or equivalent circumstances. Insofar as applicable to each Kontron Group company (by taking into account its business model), the Kontron Group established a procedure to avoid in-scope conflict minerals. Kontron Group companies shall adopt a reasonable policy and exercise reasonable due diligences on the source and chain of custody of the tantalum, tin, tungsten, and gold, as well as other critical mineral resources, in the products they manufacture. This is to reasonably assure, that they are sourced in a way consistent with the OECD Guidance for Responsible Supply Chains of Minerals from Conflict Affected and High-Risk Areas or a comparable due diligence framework.

## REACH and RoHS-Compliance

Kontron Group companies ensure also the compliance with REACH, RoHS and other applicable regulations in regard to product-related requirements.

## Usage of original parts

Kontron Group companies source only original parts for its products and services. The Kontron Group companies maintain effective methods and processes to identify and minimize the risk of introducing counterfeit parts and materials into its products. Kontron Group companies invest a great deal of effort in ensuring counterfeit parts are neither sourced directly nor indirectly through their supply chain. The Kontron Group expects from its suppliers that they implement appropriate measures to safeguard high compliance with the requirements of this provision.

## Environmental responsibility

### Environmental permits and compliance

Kontron Group companies comply with all applicable environmental legislations, including laws and regulations regarding prohibition or restriction of specific substances, labeling laws and regulations for recycling and disposal. All required environmental permits and registrations are obtained, maintained, and kept current, and operational and reporting requirements are followed.

Resource efficiency and ecological aspects are also observed in collaboration with Kontron's business partners, suppliers and customers. If there are ecological aspects, employees find noteworthy, they should send an informal e-mail to the ESG-Team ([esg@kontron.com](mailto:esg@kontron.com)) to report it as ESG measure.

## Responsible use of natural resources and pollution prevention

All Kontron Group companies are requested to avoid and reduce waste of all types, e.g. the reduction of water consumption as well as to promote the reduced usage of energy, fossil fuels, minerals and other resources, including raw materials and to ensure energy efficiency and a sustainable resources management in general. The usage of renewable energy sources, such as from photovoltaic systems, is encouraged over the usage of non-renewable energy sources. Moreover, all Kontron Group companies are requested to take measures to minimize their pollution, including carbon and greenhouse gas emissions. This can be implemented by several measures e.g. reducing business travel, optimization of facilities and business operation processes.

## Hazardous substances

Kontron Group companies identify, label, and manage to ensure the safe handling, movement, storage, use, recycling or reuse, and disposal of chemicals, waste, and other materials posing a hazard to humans or the environment. All employees inform their respective superior immediately if they notice or are informed of the release of such substances, so that appropriate measures can be taken in due time. Furthermore, the concerned employees, the department head or the local management shall also inform ESG-Team about such instances and the measures taken ([esg@kontron.com](mailto:esg@kontron.com)).

## Solid waste management

Kontron Group companies shall implement a reasonable systematic approach to identify, manage, reduce, and responsibly dispose of or recycle solid waste.



### Further development of environmental measures

The Kontron Group has a clear understanding of the environmental impacts and responsibilities that the Kontron Group associates with its business conduct and the products/services provided. The Kontron Group has several processes in place to mitigate negative environmental impact by reasonable efforts. All Kontron Group companies are requested to establish a reasonable environmental management system, aligned to the material requirements of ISO 14001. The Kontron Group is committed to constantly improve its sustainability performance. Moreover, the Kontron Group expects its suppliers to contribute to Kontron's environmental objectives and to collaborate with Kontron to improve the environmental performance of the Kontron Group's supply chain. Therefore, Kontron Group companies verify and screen their main suppliers based also applying ESG (environmental, social, governance) criteria. Learn more about the Kontron Group's sustainability strategy by reading Kontron's annual Sustainability Report, available under [https://ir.kontron.com/Corporate\\_Governance.en.html](https://ir.kontron.com/Corporate_Governance.en.html), which points out the measures and objectives in more detail.

### Handling of information, intellectual property and trade secrets

#### Insider information

Kontron AG's stock is listed on the Frankfurt Stock Exchange. As a listed company, the Kontron AG is subject to the stringent requirements imposed on players on capital markets. The efficiency of the financial market is to a large degree based on the confidence accorded to it by its participants, with this particularly applying to the accessibility of public information and to the non-disclosure of confidential information and insider information. "Insider information" is information of a precise nature, which has not been made public, relating, directly or indirectly,

to one or more issuers or to one or more financial instruments, and which, if it were made public, would be likely to have a significant effect on the prices of those financial instruments or on the price of related derivative financial instruments (Art 7 (1) a Market Abuse Regulation).

The Kontron Group is therefore obliged to maintain a particularly high level of care when handling non-public information respectively insider information. This is undertaken to ensure that all market participants enjoy the same opportunities and conditions. All information to which stock quotes respond in a sensitive manner is strictly confidential. The misuse of insider information is strictly prohibited (regardless of whether a confidentiality agreement or an insider declaration is signed). This misuse is a criminal offense. All legal requirements and compliance regulations are to be adhered to when handling insider information. The obligation to maintain secrecy exists without limitation after the termination of the relationship of employment. In addition, certain proprietary transactions by the members of the Kontron AG Executive and Supervisory Boards with securities or other financial instruments of Kontron AG (so-called "directors' dealings") must be disclosed by them and by Kontron AG. Specific regulations regarding the handling of insider information are laid down in the Compliance Directive of Kontron AG, applicable to all relevant employees in addition to this Code of Conduct.

In cases of any doubts or questions related to handling of insider information or any incidents regarding the confidential handling of insider information please contact Kontron's compliance team under: [compliance@kontron.com](mailto:compliance@kontron.com).

### Trade secrets, intellectual property and confidential information

Employees are obliged to handle non-public information (e.g. trade secrets, intellectual property and confidential information) confidentially, and they must ensure that it is not accessible to third parties. Third parties are defined also to be family members, friends and acquaintances, individuals not working with or for Kontron Group as well as employees of Kontron Group, for whom access to such non-public information is not required to perform their duties in a professional manner. The confidentiality of information about operational secrets and business secrets must be strictly safeguarded. Kontron's corporate assets (including trade secrets, intellectual property rights, and know-how) are essential to the Kontron Group's business success.

For this reason, each Kontron Group company shall ensure that these assets are handled responsibly and are fully protected. All employees undertake to refrain from disclosing confidential internal matters or confidential information concerning Kontron's own business or those of Kontron's business partners or suppliers. Confidential information includes information marked as such and information that by its very nature should not be made public, in particular business and operating secrets, intellectual property and know-how as well as unpublished figures in reporting and accounting documentation. The same applies to information of Kontron business partners or suppliers. Appropriate technical and organizational measures are taken by each Kontron Group company by taking into account its size and business to secure trade secrets, personal data, any other confidential information relating to the company as well as confidential information from third parties.

In case any mentioned non-public information comes to the attention of third parties, employees must immediately inform their supervisor, the local management and the compliance team under:

[compliance@kontron.com](mailto:compliance@kontron.com)

### IT-Security, data protection and privacy laws

Each Kontron Group company complies with the Kontron Group IT Security Framework as well as the GDPR compliance framework. Confidential information must be protected from unauthorized access. Within the Kontron Group, information is only to be shared with those employees who require it to handle their professional responsibilities. The duty of employees to maintain secrecy also applies after the termination of employment.

The Kontron Group respects all applicable privacy laws (including GDPR as well as local laws applicable to each Kontron Group company) and every Kontron Group company ensures the safety and protection of data in an appropriate and lawful manner.

If any questions arise regarding IT Security, Data Protection or Privacy Laws or if employees notice violations (e.g. of the respective framework or regulations), please contact [privacy@kontron.com](mailto:privacy@kontron.com).

### Third party intellectual property rights

Kontron Group respects the intellectual property rights of third parties (such as trademarks, patents, designs, copyrights, trade secrets and tangible assets) to the best of its knowledge. Third party intellectual property rights are utilized only after having properly secured rights to its use.

## Treatment of Kontron/third party property

Employees are obliged to treat Kontron's property and resources (such as telephones, copiers, fax machines, multifunctional office equipment, PCs including software and other licenses as well as intranet/internet, company cars and other tools provided by Kontron for the performance of working activities) with the greatest care. Company property and resources are to be used carefully and sustainably; solely for business purposes, unless approval for private usage has been given by Kontron AG or the respective Kontron Group companies. The same shall apply also in regard to third party property, e.g. property of Kontron's customers or business partners.

## Media and Internet

Since Kontron AG is listed on the Frankfurt Stock Exchange and operating international, Kontron AG is in the focus of a broad public and subject to strict legal requirements for the publication of corporate matters. Uniform and factual communication is particularly important for Kontron AG. Therefore, it is the responsibility of the Management Board and the respective investor relations department to provide information on the development of the Kontron Group as a whole, business sectors and business backgrounds.

Any questions regarding such topics of Kontron Group as a whole should be referred to the investor relations-team under: [ir@kontron.com](mailto:ir@kontron.com).

The development of the local business of the respective company and information in this regard, is at the discretion of the concerned local company, as far as the Kontron Group as a whole is not affected.

## Misconduct and complaints

Violations of norms of professional behavior and other forms of professional misconduct have serious consequences for the employee and for the Kontron Group. Misconduct will not be tolerated. The managers of the Kontron Group are to serve as role models in this regard. The Kontron Group punishes each case of willfully-committed and unlawful misconduct and any violations of internal guidelines. This is done in a consistent way. The punishment does not take into account the employee's rank or position in the corporation.

All employees as well as any third parties are entitled to report cases of contraventions of compliance regulations, be they proven or suspected. This is to be done via the whistleblower reporting channel: <https://compliance.kontron.com/#/> or – if desired –

- › directly to a member of the Executive Board of Kontron AG or
- › directly to the Kontron Group Compliance-team under [compliance@kontron.com](mailto:compliance@kontron.com)
- › directly to a senior manager or to the employee's superior.

All complaints can be submitted at any time both confidentially and anonymously. The Kontron Group places great importance on its Employees' being willing to report cases of breaches of compliance codes, and suspicions of such, and of being able to do such without fear of incurring legal, professional or personal disadvantages. All complaints will be investigated. Corrective measures will be implemented if necessary. All documentation will be kept confidential to the extent permitted by law. No reprisal of any kind against complainants will be tolerated.



## About Kontron AG

Kontron AG ([www.kontron.com](http://www.kontron.com), ISIN AT0000A0E9W5, WKN A0X9EJ, KTN) is a leading IoT technology company. For more than 20 years, Kontron has been supporting companies from a wide range of industries to achieve their business goals with intelligent solutions. From more efficient industrial operations, smarter and safer transport to advanced communications, medical and energy solutions, the company delivers technologies that add value for its customers. Kontron is listed on the SDAX® of the German Stock Exchange and has more than 4,400 employees with subsidiaries in 21 countries around the world.

**February 2023**

### **Kontron AG**

Industriezeile 35  
4020 Linz, Austria  
[compliance@kontron.com](mailto:compliance@kontron.com)