

CODE OF **CONDUCT**

for Suppliers and Business Partners



Engineering the Future –
since 1758.

MAN Group



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FOREWORD

MAN is a global enterprise that is steeped in tradition and operates in many areas of business. Being this kind of a company means MAN has a responsibility as a corporation to customers, employees, investors and the public. This corporate responsibility includes compliance with the laws in force everywhere and at all times as well as respecting ethical values and acting sustainably.

By acceding to the United Nations' Global Compact, MAN has undertaken to observe its ten principles in the areas of human rights, labor, environmental protection and anti-corruption. Furthermore, MAN meets the labor standards laid down in the Conventions of the International Labor Organization (ILO). MAN has also set itself binding guidelines in its Code of Conduct for acting responsibly.

In line with the corporate responsibility strategy pursued by MAN, the Company expects its suppliers (i.e. all contracting parties that supply MAN with goods, materials or services) and business partners (including business partners with an intermediary and/or representative function that act in the interests or on behalf of MAN in a sales support capacity, such as consultants, agents, trading representatives, authorized dealers/importers, joint venture and syndicate partners, etc.) and their employees to act responsibly and undertake to observe the basic principles outlined in this MAN Supplier and Business Partner Code of Conduct. If the suppliers or business partners commission third parties (e.g. subcontractors or representatives) in their business dealings with MAN, MAN expects these third parties to also observe the principles laid down in this MAN Supplier and Business Partner Code of Conduct.

1 | CORPORATE RESPONSIBILITY

Corporate responsibility involves a duty to comply with all rules and regulations in force. MAN expects its suppliers and business partners to especially observe the basic principles that follow:



Human rights

MAN suppliers and business partners respect and protect the regulations in force worldwide to protect human rights as a fundamental and general requirement. This also involves MAN suppliers and business partners refraining from employing forced or child labor. Suppliers and business partners comply with the rules laid down in ILO Convention 138 concerning the minimum age of employment for children.

Equal opportunity and non-discrimination

MAN suppliers and business partners do not discriminate on grounds of national or ethnic origin, race, sex, religion, views, age, disability, sexual orientation or any other legally protected characteristics unless the law requires otherwise.

Environmental protection

MAN suppliers and business partners take responsibility when it comes to environmental protection concerns and comply with all applicable legislation relating to the environment and sustainability. They use natural resources sparingly and minimize harm to the environment.

Product safety

MAN suppliers and business partners comply with all applicable legal product safety regulations and requirements, particularly legal requirements pertaining to safety, labeling and packaging of products as well as the use of dangerous substances and materials.

Safety in the workplace

MAN suppliers and business partners comply with the relevant legal regulations for health and safety in the workplace. They support the further development and improvement of working conditions.

Minimum wage

MAN suppliers and business partners ensure that their employees are commensurately remunerated. They orientate themselves at the very least to the applicable minimum wages guaranteed by law and/or collective bargaining and the respective job market.

2 | TRANSPARENT BUSINESS RELATIONSHIPS

Openness and transparency are key to credibility and trust in business practice. MAN expects suppliers and business partners to especially observe the basic principles that follow:



Avoiding conflicts of interest

MAN suppliers and business partners make decisions based solely on objective criteria and do not allow themselves to be guided by personal interests or relationships.

Prohibition of corruption

MAN suppliers and business partners do not tolerate corruption. They ensure that their employees, subcontractors or representatives do not grant, offer or accept any bribes, kickbacks, inadmissible donations or other inadmissible payments or benefits to or by customers, officials or other third parties. This also applies to so-called “facilitation payments” (e.g. illegal payments to accelerate administration matters that are routinely encountered).

Gifts, hospitality and invitations

MAN suppliers and business partners do not offer MAN employees or third parties any inappropriate benefits either directly or indirectly in the form of gifts, hospitality or invitations to unduly influence them. Neither do they ask for nor accept such benefits.

States as customers and dealing with authorities

MAN suppliers and business partners consistently comply with the strict legal provisions when dealing with governments, authorities and public institutions. When taking part in a public solicitation for bids, they comply with legal regulations and abide by the rules of free and fair competition.

Consultants and agents

MAN suppliers and business partners only employ consultants or agents in line with the laws in force. They take particular care to ensure that consultants or agents are only remunerated for consulting and agency services actually rendered and that the payments are commensurate with the performance rendered.



3 | FAIR MARKET CONDUCT

MAN is a fair and responsible market participant and adheres to its contractual obligations. MAN expects the same from its suppliers and business partners and especially expects them to observe the basic principles that follow:

Free competition

MAN suppliers and business partners comply with the applicable antitrust legislation. In particular, they do not enter into any anti-competitive agreements with competitors, suppliers or customers. If they are in a dominant position on the market, they do not abuse this position.

Export control

MAN suppliers and business partners make sure that they comply with all applicable legal provisions for importing and exporting goods, services and information.

Money laundering

MAN suppliers and business partners only conduct business relationships with business partners of whose integrity they are convinced. They ensure that the applicable legal money laundering provisions are not breached.

Business information

MAN suppliers and business partners publish business information and report on their business activities truthfully and in line with the laws in force.

4 | PROTECTION OF DATA, BUSINESS SECRETS AND COMPANY ASSETS

Confidential data, business secrets and company assets have to be protected. MAN expects suppliers and business partners to especially observe the basic principles that follow:

Data protection

MAN suppliers and business partners observe all laws in force to protect the personal data of employees, customers, suppliers and other parties concerned.

Protection of know-how, patents, trade and business secrets

MAN suppliers and business partners respect the know-how, patents, trade and business secrets of MAN and third parties and do not pass such information on to third parties without the explicit prior written consent of MAN or in a way that is otherwise inadmissible.

Handling company assets

MAN suppliers and business partners respect MAN's tangible and intangible assets and do not use them for unfair or non-business purposes. They ensure that their employees as well as any third parties they commission in the business relationship (such as subcontractors or representatives) neither damage nor misuse MAN assets, i.e. use these assets contrary to MAN's interests.



5 | LEGAL CONSEQUENCES OF VIOLATING THE MAN SUPPLIER AND BUSINESS PARTNER CODE OF CONDUCT

If an MAN supplier or business partner does not observe the basic principles laid down in this Code of Conduct, MAN is entitled to terminate the

business relationship with this supplier or business partner for cause.