

Index	Date
02	17.08.2021



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Wera Code of Conduct for Trading Partners

Wera Werkzeuge GmbH, Korzelter Str. 21–25, 42349 Wuppertal, Germany, as the holding company, and Wera Werk s.r.o., Nádražní 1403, 593 01 Bystřice nad Pernštejnem, Czech Republic, as subsidiary, (hereinafter called as „**Wera**“) as a quality- and value-conscious, medium-sized company attaches importance to responsible, long-term value creation and compliance with all national and international legal provisions. In its procurement activities, Wera also pays heed to social and ecological aspects, such as human rights, working conditions and environmental protection, in addition to procedural, economic and technical criteria. In the case of the procurement of raw materials, goods and services nationally and internationally, Wera requires of its trading partners therefore that, in all business processes, they have sustainable procedures in place for ensuring compliance with environmental protection regulations, fair treatment of the workforce and observance of regulations on health and safety at work.

Moreover, Wera pays heed to the prevention of corruption and requires of its trading partners that they conduct themselves correctly in business. Apart from complying with the provisions of the law on cartels and competition, this also includes, in particular, observance of the regulations relating to responsible management („corporate governance“) and the provisions for the prevention of bribery, illegal money transfers („money-laundering“) and corruption. Therefore, Wera not only places its own employees under an obligation to comply with all applicable regulations and with the ethical principles laid down in this Wera Code of Conduct for Trading Partners, but it requires of all trading partners and their affiliates („affiliates“) within the meaning of this declaration are understood to be companies in which the respective trading partner directly or indirectly beneficially owns at least 50 % of the voting authorized share capital) that they comply with all important standards in the following fields:

Basic requirements

Wera requires of its trading partners that, in the execution of their activities, they conform to the respective applicable national laws, the principles of the United Nations Global Compact and this Wera Code of Conduct for Trading Partners. Wera requires that all trading partners introduce suitable processes that support compliance with the applicable laws at their company and promote continual improvement with regard to the principles and requirements of the Wera Code of Conduct for Trading Partners. Additionally, Wera requires of its trading partners that they ensure that their affiliates likewise recognize and comply with all principles and requirements described herein.

Furthermore, Wera requires that business decisions by its trading partners are not geared exclusively to short-term business success, but focus on their long-term orientation. All resources (raw materials, employees, energy etc.) shall be used as sparingly as possible so as to reduce adverse effects of business actions.

References:

- Global Compact of the United Nations
<https://www.globalcompact.de/en/about-us/united-nations-global-compact>
- International Organization for Standardization (ISO)
www.iso.org

Environmental protection

Wera requires that its trading partners comply with the respective applicable national environmental laws, regulations and standards. Moreover, Wera requires that the trading partners set up and apply an environmental management system commensurate with the size of the respective trading partner's company (e.g. in accordance with ISO 14001) in order to minimize environmental burdens and dangers and improve environmental protection in their day-to-day business operations.

Product safety

Wera requires that its trading partners comply with the respective applicable regulations on product safety.

Employees, health and safety at work

Wera requires of its trading partners that they observe the fundamental **rights of employees** under the respective applicable national legislation. Moreover, Wera's trading partners shall recognize and apply the Core Labor Standards of the International Labor Organization in compliance with the laws and legal provisions applicable in the various countries and locations.

Wera requires that its trading partners prohibit the use of, and refrain from using, **child labor** at their companies. Insofar as national laws or regulations allow children between the ages of 13 and 15 to perform light labor, this shall under no circumstances be permitted, if the minor concerned is thereby prevented from complying with the general requirement to attend school or education, or if this employment harms his/her health or development.

Trading partners of Wera undertake to prevent any kind of **discrimination** in the recruitment of employees, in the promotion of employees or in the granting of training or further training measures. Equal opportunity and equal treatment shall be promoted. No employee shall be discriminated against on account of his/her gender, age, skin color, culture, ethnic origin, sexual orientation, disability, religious affiliation, religious practice or ideology.

Trading partners of Wera shall not allow any **forced labor** at their company.

Wera requires that, in conformity with the applicable national legislation, its trading partners pay heed to employee rights to **freedom of association**, i.e. the right to form a body representing employees and to conduct collective negotiations.

Wera's trading partners undertake to comply with the respective applicable national legislation relating to **remuneration** and **working times**. In particular, this obligation shall also encompass adherence to the collective bargaining agreements concluded and to the **minimum wages** set by law.

Wera's trading partners undertake to comply with the respective applicable national legislation relating to **health and safety at work**. Furthermore, it is expected that, within the scope of the respective international legislation, all trading partners set up and apply a health and safety management system commensurate with the size of the supplier's company (e.g. in accordance with ISO 45001). This shall encompass, on the one hand, the stemming of actual and potential risks at work and, on the other hand, the training of employees in how to optimally prevent accidents and occupational illnesses.

References:

- the Universal Declaration on Human Rights
- International Labor Standards (ILO)
- ISO 45001 Occupational health and safety management systems

Conduct in business

Wera's trading partners undertake not to tolerate any form of **corruption** or **bribery** and to ensure at their companies compliance with the Conventions of the United Nations (UN) and the Organization for Economic Cooperation and Development (OECD) relating to the combating of corruption, as well as with the relevant anti-corruption laws. In particular, all trading partners shall ensure that neither they nor their employees, subcontractors or representatives offer, promise or grant any advantages to Wera employees, or third parties closely associated with them, with the aim of obtaining, offering, promising or granting an order or any other preferential treatment in business transactions.

Wera requires that its trading partners do not misuse **invitations** or **gifts** for the purpose of exerting influence. Invitations or gifts shall be granted to Wera employees, or persons closely associated with them, only if the occasion and scope concerned are appropriate, i.e. they are of low value and can be regarded as an expression of business practice generally recognized at the respective place. Equally, the trading partners shall not demand any inappropriate advantages from Wera employees.

Wera requires that **conflicts of interest be avoided**. Trading partners shall make decisions relating to their business activities with Wera only on the basis of substantive criteria. Conflicts of interest, or even the appearance of conflicts of interest, with an employee's private concerns or economic interests elsewhere or other activities, including those of relatives or other close persons, shall be avoided.

Wera requires that its trading partners promote **free and fair competition** by always conducting themselves fairly in competition and heeding the applicable laws on cartels. Trading partners shall not participate in any collusion with competitors contrary to the law on cartels or misuse any market-controlling position possibly existing. Trading partners undertake to comply with the relevant statutory provisions on prevention of **money-laundering** and to not participate in money-laundering activities.

Application to the trading partners' own business relations

Wera's trading partners undertake to communicate to their subcontractors and suppliers all principles and requirements described herein and to likewise take these into account when selecting subcontractors and suppliers. The trading partners shall encourage their subcontractors and suppliers to comply with the standards described relating to human rights, working conditions, corruption prevention and environmental protection when performing their contractual obligations.

Index	Date
02	17.08.2021



Compliance with the “Wera Code of Conduct for Trading Partners”

Compliance with the principles and requirements arising from this Wera Code of Conduct for Trading Partners by our trading partners shall be regularly reviewed by the trading partners themselves. Moreover, Wera or third parties appointed by Wera may, subject to agreement with the trading partner concerned, carry out random checks commensurate with the size of the respective trading partner's company.

If there is any reason to suspect that the principles and requirements of this Wera Code of Conduct for Trading Partners are not being heeded, Wera shall be entitled to request **information** on the situation (e.g. in the event of negative media reporting).

Any **breach** of the requirements specified in this Wera Code of Conduct for Trading Partners shall be regarded as a material impairment of the contractual relationship between the trading partner and Wera. Wera shall have the right to prematurely terminate without prior notice some or all contractual relations with trading partners who provably fail to comply with this Wera Code of Conduct for Trading Partners, or who do not seek and implement improvement measures, despite having been set by Wera a reasonable time limit for doing so.

With the following signature, we confirm that we have read this document and ensure that it is applied accordingly:

Contractual Partner

(Name of company and signatory in block letters)

Signature / Date

Stamp