



Supplier Code of Conduct of WPS Group B.V.

1. Preamble

The CERTINA GROUP is a family-run industrial holding company focused on European SMEs in transitional and special situations. We have over 25 years of investment experience with more than 65 successful transactions across various industries. Our group currently includes 22 companies in different sectors, generating over €850 million in revenue with more than 3,600 employees.

It is important to us to comply with applicable laws and act ethically. Therefore, we place great emphasis on the selection of our suppliers. This Supplier Code of Conduct outlines the expectations we have of our suppliers regarding compliance with applicable laws and ethical conduct (including the observance of human rights and environmental standards). We believe that only lawful and ethically correct actions lead to long-term economic success for all involved. By signing this Supplier Code of Conduct, our suppliers commit to act in accordance with the values, principles of conduct, and goals outlined in this code, to be guided by the internationally recognized UN Guiding Principles on Business and Human Rights (UNGP), and to address the values, principles of conduct, and goals contained in this code along their own supply chains.

2. Scope

This Supplier Code of Conduct applies to all suppliers of WPS Group and its subsidiaries. Suppliers are all natural and legal persons who enter into contracts with WPS Group for the supply of primary products and goods as well as for the provision of services of any kind and other services to WPS Group.

3. Principles

We expect our suppliers to comply with applicable laws, apply them in a way that fulfills the spirit and purpose of the legal requirements, and develop and implement processes that ensure compliance with applicable laws and other relevant regulatory requirements, while not engaging in unethical business practices. Where legal requirements and this Supplier Code of Conduct cover identical issues but differ in their provisions, our suppliers should apply the provisions that best align with the purpose of this Supplier Code of Conduct and are legally permissible. Our suppliers also ensure transparency about their own legal compliance and that of their suppliers along their own supply chains.

4. Compliance and Integrity

Our suppliers establish compliance standards within their companies, promote a culture of integrity, and create a trustworthy working environment. Legal violations and unethical practices are not tolerated. Our suppliers promptly investigate indications of such behaviors to identify and minimize them.

4.1 Product Safety and Quality

Our suppliers adhere to the highest standards of product safety and quality in the manufacture and sale of their products. They take measures to ensure that all delivered products comply with applicable laws and industry standards and regularly review their production processes and products for defects. In case of defects, measures are taken promptly to ensure product safety and quality.

4.2 Corruption and Money Laundering

Our suppliers do not tolerate any form of corruption, bribery, or similar practices. Gifts, invitations, or hospitality where there is reason to believe that they are intended to improperly influence business decisions and relationships are neither accepted nor offered by our suppliers or us. They also do not engage in money laundering, terrorism financing, or other financial crimes and do not facilitate such activities. Our suppliers implement processes to best prevent the above-mentioned behaviors.

4.3 Protection of Intellectual Property

Our suppliers comply with copyright, trademark, and patent laws and do not engage in actions that infringe on the intellectual property of third parties.

4.4 Fair Competition and Ethical Business Practices

Our suppliers adhere to the principles of fair and free competition, do not engage in actions that hinder it, and conduct their business within the framework of applicable antitrust and competition laws. They honor contracts, are aware of their corporate responsibilities, and meet payment obligations on time. Imminent payment defaults are communicated to us in a timely manner before they occur. Failure to comply with contractual obligations may result in legal consequences. We offer and expect a respectful and integrity-driven business relationship.

4.5 Avoidance of Conflicts of Interest

Our suppliers disclose any potential conflicts of interest that may affect the business relationship with WPS Group. This includes, in particular, attempted or completed third-party influences that could impact the business relationship with WPS Group, as well as the involvement of WPS Group employees in such influences.

4.6 Data Protection and Information Security

Our suppliers comply with relevant data protection laws and ensure the confidentiality of business information.

5. Human Rights and Animal Rights

Our suppliers respect human rights as set forth in the Universal Declaration of Human Rights of the United Nations, oppose violations, and treat their employees respectfully without subjecting them to degrading conditions. They observe social standards and value fair working conditions. Animals, as part of our natural environment, are kept in a manner appropriate to their species and treated with care.

5.1 Child and Forced Labor

Our suppliers condemn any form of child labor and take immediate remedial measures upon becoming aware of any form of child labor in the sense of the ILO Core Labor Standards. Additionally, our suppliers do not tolerate any form of forced labor, slavery, or similar conditions. All work activities must be performed on a voluntary basis.

5.2 Occupational Safety and Workers' Rights

Our suppliers comply with all occupational safety and health laws at the respective place of employment and take effective measures against work-related accidents or illnesses.

They pay fair, job-appropriate wages at least commensurate with the employment location and comply with applicable laws on maximum working hours and rest periods.

Furthermore, suitable measures are taken to ensure that employees are not discriminated against based on origin, skin color, nationality, religion, gender, age, appearance, sexuality, gender identity, physical or mental disability, political views, or similar reasons.

Our suppliers also guarantee that their employees can join workers' representations and unions and exercise their right to strike and collective bargaining without fear of disadvantages or intimidation. They ensure that when using private or public security forces, these do not act unlawfully and do not exert unlawful violence or threats.

5.3 Protection from Displacement and Land Grabbing

Our suppliers oppose any form of illegal eviction and the illegal deprivation of land, forests, and water that secure the livelihoods of people and communities.

5.4 Animal Rights

Our suppliers comply with all applicable animal protection laws. If they possess specific animal protection labels, they continuously ensure that the minimum standards for these labels are met. They ensure that the animals they keep have sufficient space and movement and do not cause suffering beyond humane slaughter.

6. Environment and Sustainability

Our suppliers respect the environment and our natural life-support systems. They keep greenhouse gas emissions as low as possible, use resources sparingly, work energy-efficiently, and minimize the environmental impact of their operations.

6.1 Environmental Protection

Our suppliers do not cause harmful soil changes, water pollution, air pollution, harmful noise emissions, or excessive water consumption. They ensure that their operations do not contaminate drinking or groundwater or hinder or destroy access to it or to sanitary facilities.

They also ensure that the natural resources necessary for the preservation and production of food are not significantly impaired and that human health is not endangered.

6.2 Waste Disposal and Hazardous Substances

Our suppliers comply with all applicable laws and agreements on waste disposal and hazardous substances, as well as their manufacture, use, and storage, and – regardless of their location – adhere to the Minamata Convention (mercury), Stockholm Convention (persistent organic pollutants), and Basel Convention (ban on the export of hazardous waste). They ensure that waste is, where possible, integrated into the circular economy.

7. Violations of the Supplier Code of Conduct

WPS Group reserves the right to review compliance with this Supplier Code of Conduct upon information about supplier violations. Upon request, our suppliers provide all necessary documents and information promptly and allow WPS Group to conduct reasonable control measures.

Depending on the severity, violations of this Supplier Code of Conduct may result in the following actions:

- Request to implement control measures within their own company and/or supply chain and to present the results of the measures taken;
- Request to implement remedial measures for violations of human rights or environmental obligations within the meaning of the LkSG;
- Classification as a lower-priority supplier if an identified violation is not rectified;
- Suspension of the business relationship until an identified violation is rectified;
- Termination of the contract for good cause or withdrawal from the contract;
- Assertion of claims for damages.

8. Complaint Procedure

Any behavior that contradicts this Supplier Code of Conduct can be reported anonymously and confidentially through the complaint procedure established by WPS Group and available in various languages. This also applies to violations by other parties along CERTINA's supply chain. Our suppliers ensure that whistleblowers do not face disadvantages or punishment for submitting a report, regardless of its nature.

9. Review of the Supplier Code of Conduct

WPS Group reserves the right to adjust this Supplier Code of Conduct as needed in response to changes in legal requirements or other significant changes in the framework conditions.