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1. Introduction

Borchers GmbH, one of the leading manufacturers in the field of special chemicals, maintains a business culture that is based on ethical, safe and environmentally compatible conduct. All actions are characterized by the following basic attitude:

“Our work shall not have a negative impact on human beings or the environment”

This Code of Conduct governs the actions and labor relations of employees, executives and managing directors¹ with their stakeholders (such as e.g. existing and potential customers, production facilities, forwarding agents, competitors, government and regulatory authorities). These relations are of vital importance for the sustained success of the company.²

However, lasting success can only be ensured if the following rules of conduct are accepted and taken into account. All employees, partners, suppliers and other parties who work on behalf of our company must share our principal values regarding the protection of people and the environment. Furthermore, they have to fully understand their tasks and responsibilities and adhere to and comply with this Code of Conduct.

Violations of this Code of Conduct that become known or are suspected will be investigated and may lead to disciplinary measures, up to and including instant termination of the working relationship with the company.

This Code of Conduct is managed and monitored by the company’s Human Resources department. Any questions and further information about this Code of Conduct should be sent to this department. All managers and direct superiors are responsible for revisiting this Code of Conduct together with the employees they are responsible for whenever a new version of this Code of Conduct is published.

¹ Regarding the aforementioned nouns and pronouns for people and positions, the female form is equal to the male form in this Code of Conduct; we have chosen the male form only for the sake of simplification.

² All references to “the company” in this Code of Conduct also refer to its associated companies.

2. Ethics

2.1 Business integrity

Sincerity, integrity and a clear sense of judgment on the part of our employees, executives and managing directors are indispensable for the good reputation and success of the company. Likewise, we expect the highest integrity from all our partners, suppliers and other parties who work on behalf of our company. Sincere and ethical conduct is expected from all stakeholders.

2.2 Prohibition of improper advantages

Using confidential information about the company or its businesses, employees, executives, managing directors, customers or suppliers for one's own private advantage or disclosing this information to others who are not part of your typical responsibilities of the job shall be prohibited.

Employees, executives and managing directors are not permitted to:

- gain personal advantages from knowledge that was obtained by using the company's property or through its contacts, information or position in the company;
- accept employment offers or participate in transactions (including consulting or similar agreements) that may conflict with compliance with the company's duties or business interests;
- attempt to obtain, demand, accept or agree to accept valuables from others in connection with their employment in the company or when performing their duties for the company;
- act on behalf of the company in transactions in which they or one of their immediate family members have a significant direct or indirect financial participation; or
- use business secrets, protected proprietary information of the company or similar property of which they have become aware in the course of working for a previous employer when performing their duties for the company.

There are certain situations in which you may accept a personal advantage from persons with whom you are doing business, e.g.:

- accepting a gift in connection with a generally acknowledged event or occasion (e.g. promotion, new job, wedding, retirement or public holiday). Furthermore, you may accept awards honoring a certain number of service years or special achievements without violating this Code of Conduct.

Employees, executives and managing directors shall undertake to disclose non-solicitation, confidentiality or similar agreements with a previous employer that would limit or confine them in any way with respect to the duties or responsibilities of their position in the company. Copies of these agreements must be submitted to the manager of the company's legal department so that it can assess these agreements with a view to the position of the respective employee.

2.3 Disclosing information

Each employee shall be responsible for their ethical conduct and adherence to this guideline. Deviations from this guideline must be communicated to the management.

A complete, fair, correct, timely and clear disclosure in the reports that the company must submit to government agencies is regarded as a matter of course.

We communicate risks openly and, in doing so, use a process that supports transparency and dialogue between all stakeholders.

2.4 Proper reporting of unlawful conduct

The company is aware that employees, customers and suppliers need to rely on the sincerity and good character of employees and colleagues.

Fraud is an element of business life that can have a lasting effect on the good reputation and success of the company. The company demands from its employees, executives and managing directors that they talk to superiors, managers or other permanent staff members and report all known or suspected criminal activities or infringements of this Code of Conduct and discuss the issues with them. If you become aware of suspicious activities or conduct in the course of your employment, including concerns regarding questionable accounting or auditing matters, a member of upper management must be informed about these activities / conduct. An employee who reports such activities will not be subjected to disciplinary measures unless the report is intentionally false. All reports will be dealt with confidentially. Even anonymous reports will be fully investigated. Including a name helps the upper management in its investigations.

2.5 Conflicts of interest

There is always a "conflict of interest" if private interests contradict the company's interests in any way.

A conflict of interest is e.g. any financial position, financial participation or participation of another kind

- that could result in a material conflict due to its characteristics; or
- that affects your independence / sense of judgment with respect to transactions between the company, its customers, suppliers or competitors; or
- that could suggest such an effect if considered in a reasonable manner; or
- that could reflect badly on the company in any other way.

It is expected from all employees, executives and managing directors of the company that they avoid any situation that could lead to a real or apparent material conflict between their own interests, on the one hand, and their duties and responsibilities, on the other. They are encouraged to contact the upper management if they are not sure whether a certain situation constitutes a conflict of interest.

2.6 Data protection and proper use of company property

All employees, executives and managing directors must protect the company's property and business assets and ensure its proper use. Theft, carelessness and wastefulness can have a direct effect on the profitability, reputation and success of the company. It is strictly prohibited to permit damage, loss or unauthorized use of company property (including transmitted or electronically stored data and computer resources). Employees, executives and managing directors may not use paper with the company's official letterhead for private purposes.

2.7 Rules of confidentiality and fair business conduct both inside and outside the company

Non-public information about the company and its businesses, employees, customers, suppliers, etc. is confidential. All employees, executives and managing directors who are entrusted with confidential information may only use this confidential information for the company's intended business purposes. They are prohibited from passing confidential information on to others outside the company, including family members, friends and other employees of the company who do not require this information to perform their work duties. In the course of their employment with the company, employees, executives and managing directors may be requested to sign a specific confidentiality agreement. Regardless of whether a specific confidentiality agreement is required from them, they undertake to keep any information confidential even after their employment with the company has ended.

Following is a non-exhaustive list of information deemed confidential:

- legally relevant, non-public financial information regarding the company or associated companies;
- business secrets, including customer lists, price and cost data, business and technical information, programs, methods, technologies, compilations and other information that is valuable because it is not known to the general public; and
- all inventions and processes that were developed by an employee using the facilities or business secrets of the company or that relate to the business of the company.

3 Management systems

3.1 Obligations of the company

We commit ourselves to our stakeholders, including our employees, customers, business partners, suppliers, supervisory authorities and local municipalities, to conduct all aspects of our business with respect and care for human beings and the environment.

The company is committed to providing excellent performance in the fields of work safety, health, environmental protection and product responsibility (in short: EHS).

3.2 Accountability and responsibility of the management

The managing directors shall clearly appoint executives and representatives of the company who are responsible for introducing and maintaining the management systems and related programs. The management shall control the condition of the management system in regular intervals by means of efficient management assessments. With these management assessments and qualified independent audits, we pursue the objective of continuously improving performance and the management system.

3.3 Legal provisions and customer requirements

We regard compliance with legal requirements, including all applicable laws, rules and regulations, as a matter of course. This Code of Conduct is based on the company's principle that all employees, executives and managing directors have to act in a law-abiding manner. While the laws provide a minimum standard, this Code of Conduct requires rules of conduct that often exceed statutory requirements. Compliance with legal requirements is not limited to those of the country in which the headquarters of the company are domiciled, but extends to all countries in which the company does business.

We offer our customers technical support, consulting and comprehensive documentation about our products (technical data sheets). In doing so, we aim to address customer-specific problems and turn them into economically sensible solutions. Our highest priority is customer satisfaction. Customer satisfaction is the key to our success in global markets. For this purpose, the quality of products, processes and services, environmental protection and safety must be ensured on a lasting basis.

3.4 Improvement goals

A continuous improvement process and motivated employees increase the quality of our products and services at all levels.

Constant improvements in work safety, environmental protection, health and the prevention of accidents, product responsibility and safety at all company sites form the basis of our EHS programs. Here, state-of-the-art technology is always a minimum standard. The intention to exploit all possibilities for improvements is demonstrated by the participation of independent third parties. The management system is maintained through cooperation between internal employees and external consultants, and it is audited and rated by an independent certification body. With respect to industrial safety, the company is assisted by an expert in work safety and a company doctor.

Possibilities and risks that come up for the company are recognized early on and addressed in a targeted manner.

3.5 Training

With their level of qualification and motivation, our employees represent the high standards of our company. The former is constantly encouraged and improved in ongoing training seminars. We ensure that employees and suppliers have the knowledge that their work requires.

3.6 Communication

We strive to communicate appropriately and establish an open dialogue with the company's internal and external stakeholders. Any communication, whether internal or external, should be accompanied by mutual respect and recognition.

All employees, partners, suppliers and other parties who work on behalf of our company must communicate possible problems to allow for an immediate investigation and the implementation of direct measures.

Any public notification and media communication in connection with the company must first be approved by the upper management of the company.

3.7 Documentation and recordings

The quality-relevant parameters of our products are set forth in specifications.

3.8 Responsibility of suppliers

We cooperate with the company's suppliers on an equal footing. It is only with mutual respect that we can reach the common goal of high-quality standards.

4 Health and safety

4.1 Safety at the workplace

Protection, health and safety at the workplace are among the fundamental values of the company and must be provided to all employees. Therefore, the maxim that

"All injuries are preventable."

applies to any conduct during activities performed for the company. Respecting all the rules for occupational safety is our operational decision and these rules are integrated into our operational planning. This enhances preventive work safety. This goal can only be achieved with expertise and outstanding performance in implementing and supporting the responsible handling and responsible use of the products through all phases of their lifecycle.

4.2 Responsibility in occupational safety

Each employee is individually responsible for occupational safety. Each employee is individually responsible for his own safety and the safety of the people around him. This particularly applies to people who work under your supervision. Safe conduct and strict adherence to our rules and procedures regarding occupational safety and health are considered a prerequisite for employment.

Any employee who gives instructions is an executive / manager. Within his area of responsibility, he is responsible for the employees subject to his authority, and he ensures that all employees comply with the rules for occupational health and safety. He must identify and assess risks, take the necessary protective measures and resolve any shortcomings. Employees must be informed on a regular basis about the risks that have been identified. Executives must report to the management if they are no longer in a capacity to act.

4.3 Emergency precautions

All employees, executives and managing directors shall act immediately in the event of emergencies and incidents and take effective measures to minimize the impact on employees, the public and the environment. They are instructed and trained for this on a regular basis. Precautions have already been taken for any emergency measure. If there are accidents, appropriate first aid is provided by trained first responders and the required first-aid facilities and materials. In addition to the first-aid material that is required by law, the company has a defibrillator that hangs in the entrance area of the building. For a possible fire, there are also employees who are trained as fire-protection assistants, and there are fire extinguishers and a fire-alarm system. In addition, we train for the evacuation of all people from the building. An emergency plan indicates which measures have to be taken in the event of an emergency.

4.4 Work accidents and occupational illnesses

We investigate EHS incidents, such as workplace accidents, and take the required action to prevent such incidents from recurring. The company culture sees near-misses as a second chance. Accordingly, all near-misses have to be reported and systematically investigated, as do unsafe work methods that may lead to injury.

5 Environment

5.1 Prevention of pollution and reduction of resources used

For all company activities, the principles of sustainability and environmental protection shall apply by saving energy and raw materials, minimizing risks, preventing environmental pollution, materials management and recycling. The administrative and laboratory activities at the site in Langenfeld only have a low relevance for the environment. The "ABC analysis for identifying environmental aspects" explains the environmental aspects in detail. Any company impact on the environment is significantly minimized as far as the possibility of intervention allows. The company is aware of its contribution to maintaining a healthy environment. The company is characterized by excellent performance in product responsibility. The company supports the responsible handling of the products in all phases of their lifecycle.

5.2 Restrictions regarding product ingredients

Essential environmental aspects and contributions for the improvement of environmental performance exist in the development and distribution of eco-friendly additives. These include, for example, substituting cobalt, Sn-organic compounds, 2-ethylhexanoic acid, VOC reductions.

5.3 Product safety

Product safety is of vital importance for this goal. We constantly keep the safety and technical data sheets of our products up to date.

The company's Code of Conduct is communicated to all relevant parties and revised to ensure its continuing appropriateness.

Signed Devlin H. Riley, Managing Director

Simon Oram, Managing Director

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