

CODE OF CONDUCT

**for Vendors, Suppliers and Business
Partners
of CellCube/Enerox GmbH**

Version: 1.0

Release date: 09. 2021

Version 1.0. | 09.2021

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Enerox GmbH

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1 Our Company

Enerox GmbH, a company duly incorporated and validly existing under the laws of the Republic of Austria, having its registered office at IZ NOE-Sued Strasse 3, Objekt M36, AT-2355 Wiener Neudorf, Austria, registered at the company register at the regional court Wiener Neustadt under registration o. FN 483106a, is referred to in the following document as “CellCube”.

2 Foreword

Diversity, determination, customer orientation, curiosity and passion are the core values of the corporate culture at CellCube. These values form the foundation for our business success which, for CellCube, is directly linked to corporate responsibility through our employees, business partners, society, and the environment. For this reason, CellCube expects all business partners to behave in accordance with, and stand by, the following Code of Conduct.

CellCube is interested in long-term relationships and long-term oriented partnerships. We strive to involve, and encourage, all stakeholders in our actions to build a community that drives each other forward together. At CellCube, we strive to promote the standards of this Code. We expect that our vendors and suppliers comply with the stipulations of this Code of Conduct and, in addition, we recommend and expect that they carry out their activities within the framework of current and applicable laws.

3 Expectations

Our Code of Conduct sets standards to create working conditions in our supply chain to ensure that all persons are treated with respect, dignity, and that business is conducted in an environmentally and ethically responsible manner.

Vendors and suppliers can expect that the values set out by CellCube are themselves adhered to and actively lived without exception.

All vendors, suppliers and business partners are expected to comply with these guidelines, and they must be familiar with the business and subcontractors to ensure that they work within the guidelines established by this Code. Failure to adhere to this code may result in suspension or termination of the business relationship with CellCube.

CellCube will not immediately terminate the business relationship in the event of a violation of this Code of Conduct, provided that the improvement measures are initiated within a reasonable period. However, if no sufficient improvement of the situation is apparent in the case of repeated violations, CellCube will not continue the business relationship.

2.1 Social Responsibility

Vendors and suppliers agree to respect human rights in accordance with the United Nations Charter¹ and the European Convention on Human Rights² as well as the standards of the International Labor Organization (ILO) concerning core labor³ and minimum wages⁴.

¹ <https://www.un.org/en/about-us/universal-declaration-of-human-rights>

² https://www.echr.coe.int/documents/convention_eng.pdf

³ C 029, C 087, C 098, C 100, C 105, C 111, C 138, C 182; www.ilo.org

⁴ C131; www.ilo.org

In addition, for certain regions as well as suppliers, the criteria and standards of ISPS, ISO 28000, C-TPAT, BASC and OEA are applied.

Labor

The use of child or forced labor is prohibited at any stage of the manufacturing process. The term "child" refers to any person under the age of 15, or to persons of compulsory school age, or to persons who have not attained the minimum age for employment in the country concerned, whichever is the highest. Business partners must implement an appropriate mechanism to verify the age of the workforce. The use of approved workplace training programs that comply with all laws and regulations is encouraged. Workers under the age of 18 are not allowed to perform hazardous work that could jeopardize their health and safety, including night shifts and overtime. Should child or forced labor be identified, including at our own upstream suppliers, immediate reporting to CellCube is required.

Welfare

The vendor or supplier is required to comply with, at a minimum, their respective national standards for a safe and healthy working environment. In addition, its employees are entitled to, at a minimum, the legal minimum wage as well as the legal remuneration for overtime work. The enforcement of long-term working hours that excessively exceed the maximum legal limit is not acceptable. The employees have the right to fair wage negotiations and to organize themselves in a professional manner without denial from the employer.

Safety and Health at Work

CellCube's operations shall be executed safely for both its personnel, contractors, vendors, suppliers, and the communities in which it operates. Safety and Security is our first priority. Any CellCube employee who notices an unsafe condition that may cause any type of damage is authorized to stop or correct this action, including stopping the equipment or machinery causing this situation.

Suppliers are expected to provide a safe work environment, preventing accidents, and minimizing exposure to health risks. A complete commitment to comply with all applicable OSHA Standards in all countries in which they carry out their operations is also expected.

Non-Discrimination

Discrimination against employees in any form is not accepted. The principle of non-discrimination requires equal treatment of an individual or group regardless of their personal characteristics, including gender, color, ethnic or social origin, genetic characteristics, language, religion or belief, political or other opinion, membership of a national minority, property, birth, disability, age or sexual orientation.

Human Treatment

The brutal, or inhumane, treatment of employees is not accepted. This includes sexual harassment, sexual abuse, physical reprimands, mental or physical coercion and verbal assaults. This also applies to threats of such treatment.

2.2 Responsibility Towards the Environment

CellCube recognizes that environmental responsibility is an integral part of producing sustainable world-class products. This is the reason why we strive for constant improvement in any environmental area and do not rest on our achievements. The expectation we have towards our vendors, suppliers and business partners is the same.

Environmental Protection

CellCube and its vendors and suppliers commit themselves to comply with the respective country-specific environmental laws and not to intentionally cause environmental damage. In order to achieve this, CellCube encourages environmental awareness among all employees, contractors and suppliers and provides environmental learning opportunities. CellCube seeks to minimize the consumption of natural resources through procurement opportunities and operational conservation and encourages all vendors, suppliers and business partners to follow this approach.

Avoiding Pollution and Reducing the Resources Used

Vendors and suppliers must strive to reduce or prevent the discharge of pollutants into water, soil and air through modified and innovative production, maintenance, and manufacturing processes. In addition, the processes used should take into account and consider the conservation and sustainable use of natural resources such as fossil fuels, water, ores and minerals. This can be done, for example, through conservation, recycling, reuse or replacement with more environmentally friendly materials.

Hazardous Materials

Chemicals or other materials that pose a hazard when released into the environment shall be identified and handled in a manner that ensures safety during their handling, transport, storage, use, recycling or reuse, and disposal.

2.3 Ethical Conduct and Anti-Corruption

Vendors, suppliers and business partners must adhere to the highest ethical standards in their dealings with employees and customers, including:

Commitment to Anti-Corruption

Any form of corruption, extortion and embezzlement is not accepted nor tolerated and may lead to termination of any supply agreement with CellCube. This relates to the promise, offer, authorization, grant or acceptance of pecuniary benefits, whether directly or indirectly by a third party, for the purpose of obtaining or maintaining business, procuring business to any person or otherwise obtaining an improper advantage. Such benefits include, but are not limited to, commissions, gifts, gratuities, entertainment, transportation, and accommodation. Small gifts of little value that conform to customary cultural and social norms are not covered by this provision.

Furthermore, vendors, suppliers and business partners agree to cooperate on security matters, for the detection and reporting of any illegal activity which could be detrimental to the levels of protection, including events such as cargo theft, information theft, corrupt practices, smuggling, bribery, damage to reputation, terrorism, and any other incident of a criminal nature, as applicable to the nature of the supply relationship with CellCube.

Disclosure of Information

Vendors, suppliers and business partners are required to disclose, upon request, values specified in this Code of Conduct, within an agreed timeframe. Falsification of records as well as misrepresentation of conditions or practices in the supply chain are unacceptable.

Upon CellCube's request, the vendors and suppliers are obliged to disclose the sources of critical raw materials⁵.

⁵ For the latest European Commission definitions see https://ec.europa.eu/growth/sectors/raw-materials/specific-interest/critical_en

Protection of Intellectual Property

Intellectual property rights must be respected; technology and know-how transfers must be carried out in such a way that intellectual property rights and customer information are protected. CellCube employees cannot establish commercial relationships with contractors, vendors, suppliers and business partners who do not demonstrate that they are duly authorized to use or market products and services subject to payment of royalties or property rights intellectual or industrial to third parties, as well as authenticity and legality.

Protection of Identity and Prohibition of Retaliation

Vendors, suppliers and business partners are required to develop programs to protect the confidentiality of company and employee informants. They must also prevent retaliation against employees who participate in good faith in such programs or refuse to comply with an order that violates this Code of Conduct. Suppliers shall establish an anonymous whistleblower mechanism so that employees have the opportunity to report workplace abuses and violations of this Code of Conduct.

Security

CellCube and vendors, suppliers and business partners agree to cooperate on security matters, for the detection and reporting of any illegal activity which could be detrimental to the levels of protection, including events such as cargo theft, information theft, corrupt practices, smuggling, bribery, damage to reputation, terrorism, and any other incident of a criminal nature, as applicable to the nature of the company, as established by CellCube from time to time.

Conflict of Interest

CellCube employees are not allowed to act as a vendor or render services for CellCube. Employees owning personal businesses shall refrain from providing CellCube with products and/or services.

All employees, contractors, vendors and suppliers and business partners of CellCube shall act with honesty and integrity, seeking to protect the best interests of CellCube. All of CellCube employees shall avoid situations that imply or could imply any conflict of interest. A conflict of interest occurs when a CellCube employee is in a position to derive personal benefit from actions or decisions made in their official capacity, and this situation includes and extends to benefits to family members.

Responsible Sourcing of Minerals

Vendors, suppliers and business partners shall have policies in place to reasonably ensure that minerals are not sourced from conflict and high-risk areas. These conflict materials include tantalum, tin, tungsten, and gold, which may be used in the manufacture of their products. Procurement of these materials must not directly or indirectly fund armed groups that commit or benefit from serious human rights abuses (particularly in the Democratic Republic of Congo and its neighboring countries). Suppliers are required to conduct due diligence on the sources and chain of custody of these minerals and to provide CellCube with their due diligence measures based on the Responsible Minerals Initiative (RMI) or equivalent standards upon request.

The supplier declares and undertakes to fully support CellCube's efforts to keep its supply chain free of conflict minerals.

Community Involvement

Vendors, suppliers and business partners are encouraged to engage the local community in which they operate to promote social and economic development.

Data Protection

All business partners are required to ensure privacy and confidentiality of the personal information of all persons with whom they do business, including customers, consumers, and employees. They agree to comply with laws and regulations relating to data protection and information security in all business processes where personal information is collected, stored, processed, transmitted, and shared.

4 Monitoring

CellCube reserves the right to inspect vendors, suppliers and business partners for compliance with this Code of Conduct by its own employees, representatives of CellCube or independent organizations during normal business hours and by arrangement.

If subcontracting is permitted within the scope of the cooperation with CellCube, these subcontractors must also implement and comply with all regulations from this Code of Conduct. It is the responsibility of the vendors, suppliers and business partners to ensure and monitor this.

5 Declaration

As a vendor, supplier or business partner, _____ [the company] is committed to support the implementation of processes focused on supply chain resilience and security. We also commit to the exchange of information about personal references, illicit cargo, personnel with possible suspicious profiles. We accept as good and valid CellCube's security procedures, which include but are not limited to: Verification of Personal Data Verification, Recognition Visits, Modern Slavery and Human Trafficking Policy, Anti-Bribery and Corruption Policy, Code of Ethics, money laundering and financing of terrorism and to send applicable information via the registration process as a business and supply partner. We are committed to encourage and support process improvements implementations based on the security criteria set out in international standards for security of the CellCube logistics chain.

Title

Name

Position

Place, Date

Supplier / Vendor Signature

CellCube/ Enerox GmbH Signature

CellCube/ Enerox GmbH
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