

CTDI Europe's Code of Business Conduct

Preamble

Dear Colleagues,

Corporate responsibility, integrity, and ethical conduct are integral parts of CTDI Europe's corporate culture. Our goal is to conduct business in a sustainable and successful manner while complying at all times with all applicable laws, regulatory requirements, and internal policies.

Compliance is a top priority for CTDI Europe's management. However, an effective compliance culture can only be achieved through the commitment of all employees. That is why we rely on your support. At the same time, we are aware of our responsibility and role as leaders to set an example, and we exemplify the principles of this Code of Conduct in our daily actions.

Mutual respect, trust, fairness, and professionalism shape our collaboration within CTDI Europe as well as our relationships with customers, suppliers, business partners, and other stakeholders. We do not tolerate violations of laws or internal policies, nor do we tolerate discrimination, harassment, or other forms of inappropriate behavior.

This CTDI Europe Code of Conduct outlines the fundamental standards for our business and personal conduct. It serves as a guide for our daily work, provides support when making difficult decisions, and identifies the points of contact employees can turn to with questions or concerns. All employees, managers, and members of executive management are required to adhere to and actively promote the principles set forth in this Code.

CTDI Europe is committed to trust, personal responsibility, and entrepreneurial thinking. We encourage our employees to ask questions, openly address concerns, and report potential violations or risks at an early stage. An open and transparent dialogue is an essential part of our culture of compliance and integrity. Managers bear a special responsibility to create an environment in which employees can raise concerns without fear of retaliation.

If you identify a problem, observe misconduct, or need support, there is always someone who can help you—either on-site or through alternative channels described in this Code of Conduct.

We thank you for your personal contribution to a culture of integrity, responsibility, and compliance at CTDI Europe. Together, we lay the foundation for sustainable business success, the trust of our customers and partners, and the protection of our good reputation.

Malsch, July 17, 2026

The Management Board



Dominik Ernst
Chief Executive Officer



Marcus Lemke
Chief Financial Officer



Marc Schill
Vice President Corporate
Operations



Markus Reithofer
Vice President Customer &
Business Development



Thomas Smolne
Vice President Operations

Policy Scope

This policy applies to CTDI Europe and all subsidiaries of CTDI Europe (hereinafter collectively referred to as “CTDI Europe” or “Company”) in its country-specific version considering diversities in legislation. It provides direction for our business decisions and actions throughout our Europe-wide operations, at all management levels, and applies equally to Company actions and the behavior of our employees in conducting CTDI business. We also expect all of our vendors and suppliers to adhere to the same corporate social responsibility standards.

A violation of these principles constitutes a breach of obligations stipulated in the employment contract and may result in civil consequences. Furthermore, if the violation of the principles is considered a criminal offense, there may be criminal penalties.

1 Business Conduct and Ethics

1.1 Integrity

CTDI Europe expects the highest standards of business and personal integrity and ethics in accordance with the Company’s mission statement and the vision. Employees are required to act following all local, country, and European regulations and laws in any country in which the Company does business. CTDI Europe employees are not permitted to engage in any activity, practice, or conduct which conflicts with, or appears to conflict with, the interests of CTDI Europe, its customers, or its suppliers.

Thus, employees must avoid conflicts of interest and refer questions and concerns about potential conflicts to their supervisor or the representation of interests. Any conflict or potential conflict of interest must be disclosed to CTDI Europe. Failure to do so will result in discipline, up to and including discharge.

Employees may not engage in, directly or indirectly, either at work or outside of work, any conduct which is disloyal, disruptive, competitive, or damaging to CTDI Europe, or which may be or may be perceived to be a conflict of interest. Employees should avoid and disclose relationships or activities that may impair their ability to make objective and fair decisions and should not be employed in other organizations that may compete with CTDI Europe in any manner. Company property should not be used for personal gain. Employees should not provide political contributions or maintain memberships in organizations that are in the business, lobby, or compete with CTDI Europe.

1.2 Adherence to Applicable Law

CTDI Europe and its employees respect and adhere to all applicable local, national, and international laws and regulations. Adherence to these laws and regulations is the basis for CTDI Europe’s long-term economic success. Infringements of these laws and regulations can cause significant harm and have serious consequences for the company, employees, business partners, and other stakeholders.

1.3 Avoiding Conflicts of Interest

Employees must disclose any controlling financial interest that they or their immediate family have in any enterprise that does business with CTDI Europe. CTDI Europe may require an employee to divest the interest if CTDI Europe considers the financial interest to conflict with the Company.

1.4 Proper Conduct in Public

Employees are expected to represent CTDI Europe positively and ethically. CTDI Europe takes a positive attitude towards the use of social media networks by its employees and respects their right to freely express their opinions. When expressing their opinions in public, employees observe common courtesy and maintain a respectful tone.

1.5 Proper Accounting and Financial Reporting

Employees will prepare accurate business records and financial reports with integrity and honesty, whether they are reported externally or used internally to manage the Company's operations. Employees will maintain accurate records, favor transparency, and retain records as is reasonably necessary, and should maintain records at the direction of legal counsel when records may be needed for potential or pending litigation.

1.6 Handling Company Assets with due Care

Employees shall safeguard the Company's physical property and financial assets by following Company policies and procedures to prevent loss, theft, or unauthorized use. All expenditures must be undertaken for business purposes and never for personal use, with proper pre-authorization as set forth in detail in our **Delegation of Authority Policy**.

1.7 Handling of Risks

CTDI Europe cautiously takes calculated business risks to achieve the Company's strategic objectives and realize the expected resulting benefits. As a rule, business success requires opportunities to be seized and that the related risks are identified early, assessed, and managed.

CTDI Europe defines risks as the threat that events or actions prevent the Company from achieving its objectives or successfully implementing its strategies.

Risks are actively managed with the help of the Risk Management System implemented within CTDI Europe. The handling of risks is enhanced at all corporate and business levels by consistently addressing risks and regularly monitoring risk-driving factors.

In this way, we ensure a continuous and group-wide risk awareness at all levels of the Company and strengthen the lived risk culture. It is the responsibility of each employee to appropriately manage the business risks within their assigned area of responsibility. Individual risks that could jeopardize the continued existence of the Company are not accepted.

2 Behavior towards Business Partners and Third Parties

CTDI Europe seeks to build cooperative relationships with our customers, suppliers, host governments, and other companies and communities to promote corporate social responsibility and commitment. We also seek to establish relationships with customers, vendors and suppliers that adhere to these same corporate social responsibility principles.

CTDI Europe is committed to a financially responsible supply management characterized by integrity and transparency in all supply-related dealings and decisions. Employees will maintain truthfulness in marketing and sales and will provide a fair representation of products and services and avoid exaggerated claims and false advertising. Honesty and integrity will always be applied with Company procurement and sales processes.

Corruption in all its forms will not be tolerated, including acts that are anti-competitive, evasive, coercive, or unethical, such as those that may extort or bribe another person to act.

CTDI Europe values a diverse supply base, and it is the responsibility of each supply professional and all Company management to attract and retain a diverse base of suppliers to CTDI Europe.

2.1 Fair Competition

CTDI Europe stands for fair and undistorted competition. The antitrust regulations of the markets on which CTDI Europe is active are observed and followed by both CTDI Europe and its employees.

Virtually all countries have laws and regulations prohibiting agreements, arrangements, and coordinated actions between competitors, suppliers, consumers, and distributors that may inhibit or be intended to inhibit competition. The same applies to the misuse of market influence by unilateral action.

CTDI Europe expects its employees not to participate in practices that are in contravention of competition and antitrust law.

2.2 Anti-corruption

CTDI Europe does not tolerate corruption in any form. Any conduct – by both employees and business partners – that may give the impression of business decisions being influenced in an impermissible manner is forbidden.

CTDI Europe wants to avoid the appearance of business decisions or economic success being dependent on benefits.

Gifts and Hospitality

Employees and their immediate family must not accept lavish or extravagant gifts or any special discounts or loans from any person or firm doing, or seeking to do, business with CTDI Europe.

Employees must not give, offer, or promise, directly or indirectly, anything of value to any representative of a current or prospective customer in connection with any transaction or business that CTDI Europe may have with that customer or supplier.

Donations and Sponsoring

CTDI Europe promotes community involvement in all the local communities where it has operations. CTDI Europe often sponsors community service projects, including direct funding from the Company and also encourages and supports its employees' commitment to contributing, volunteering, and engaging in local community work.

Donations to political parties or their representatives, politicians, members of parliament, and candidates for political office as well as individual persons will not be made.

Caution is necessary about requests and offers for donations and sponsoring, as this type of benefit can also be construed as (clandestine) bribery. Every donation and every sponsoring activity must therefore conform to the applicable laws and CTDI Europe's internal regulations.

2.3 Prevention of Money Laundering and Financing of Terrorism

CTDI Europe fulfils its legal responsibilities to combat money laundering and the financing of terrorism. The Company neither participates in activities connected with money laundering and the financing of terrorism, nor does it allow or tolerate the latter. Every employee is required to report all financial transactions that may give just cause to suspect money laundering and to initiate a review of these transactions by the responsible Compliance department.

2.4 Export Control and Sanctions Law

National and international laws and directives regulate import, export, trade, brokering, and financing transactions, the rendering of services, and the forwarding of goods (material goods, software, and technology). CTDI Europe ensures by means of appropriate processes that transactions and activities both with third parties and within CTDI Europe do not contravene export control and sanctions laws.

2.5 Taxes and Customs

CTDI Europe is committed to obeying all applicable tax laws and customs regulations. It does not pursue any improper tax avoidance strategies.

CTDI Europe is aware of its social responsibility as a company and of the need for appropriate state financing. CTDI Europe is prepared to make an appropriate contribution to tax revenue in accordance with the CTDI Europe's group performance capability in Germany and abroad.

Cooperation with financial administration bodies takes place in an open and respectful manner.

3 Confidentiality and Proprietary Information

3.1 Policy Confidentiality

CTDI Europe requires all its employees to sign a confidentiality agreement or a contract of employment with a confidentiality clause, as a condition of employment. This agreement protects the confidential and proprietary information of CTDI Europe and its business partners. All employees will take care in dealing with competitors and gathering information about competitors, collecting, sharing, and using competitive intelligence ethically and legally.

3.2 Proprietary Information

CTDI Europe protects information relevant to the company against misuse, loss, destruction, and manipulation. We utilize the relevant safety standards to do this and implement appropriate confidentiality measures.

As outlined in detail in our **Intellectual Property Policy**, this applies not only to information proprietary to the company but also to confidential information that is entrusted to CTDI Europe by its business partners.

Information and cyber security are a high priority for CTDI Europe, and its objective is to continuously improve the fulfillment of the following safety objectives: confidentiality, availability, and integrity.

3.3 Protection of Personal Data

CTDI Europe protects and observes the personal rights of its employees and business partners. Adherence to the applicable regulations and laws, particularly in the handling of personal data, is ensured by means of suitable measures.

3.4 IT Security

IT systems are designed to a high standard of IT security at CTDI Europe. The corporate data, employee data, and business partner data that are processed are protected by the technical and organizational IT security measures in an optimum and legally compliant manner.

4 Equal Employment, Diversity & Inclusion

CTDI Europe is committed to protecting and respecting the Human Rights of all employees globally. The Company values every employee and supports employment with a safe, productive, and inclusive workplace with people of diverse backgrounds. Employment at CTDI Europe is “at-will” and may be terminated by the employee, or CTDI Europe, at any time.

CTDI Europe provides an equal opportunity for career assignments and development such that the personal well-being of each employee is available. Every employee is an important part of our corporate family and solidifies the foundation of our Company. Our specific commitments are to promote a positive work environment that includes open communications

where employee input is encouraged and protected. CTDI Europe takes responsibility to help protect human rights throughout the value chain as set forth in detail in our **Anti-Slavery Policy**.

4.1 Equal Employment Opportunity

It is the policy and practice of CTDI Europe to offer equal employment opportunities to all qualified persons regardless of race, colour, sex, age, religion, creed, marital status, national origin, genetic information, or disability to the extent required by law. This policy applies to all terms, conditions, and privileges of employment, including, hiring, placement, compensation, training, promotion, discipline, leaves of absence, transfers, and termination. In addition, as part of our commitment to equal employment opportunity, CTDI Europe is an affirmative action employer and maintains an affirmative action plan as a management tool to ensure equal employment opportunity for all employees. CTDI Europe complies with applicable EU and local rules, regulations, and laws governing non-discrimination in employment in every location in which the Company has facilities, especially during maternity and parental leave. In order to ensure compatibility of professional life and family planning, we enable our employees to arrange their parental leave individually within the framework of the legal requirements. We use flexible working time models to ensure a regulated return to work.

4.2 Diversity & Inclusion

Everyone has the right to work in a professional atmosphere that promotes equal employment opportunities and is free from discriminatory practices, including without limitation harassment. CTDI Europe is fully compliant with the local rules, regulations, and laws set forth in the respective valid EU directives for equal treatment in employment and occupation.

As outlined in **CTDI Europe's Policy for Diversity & Inclusion**, the Company prohibits and will not tolerate the discrimination against or harassment of applicants, employees, temporary assignment workers, contractors, customers, and/or vendors based on marital status, age, sexual orientation, genetic predisposition or information, and working, including sexual harassment based on race, colour, religion, creed, sex, national origin, age, disability, marital status, veteran status, or any other status protected by applicable law. CTDI Europe also prohibits the discrimination against or harassment of transgender, gender-transitioning individuals, and individuals who self-identify as a gender opposite of the one in which they were born. All individuals are to be called by the pronoun ("he/she/they/them") with which they prefer and self-identify.

4.3 Rejection of Forced and Child Labour

CTDI Europe complies with all local child labour rules, regulations, and laws and will not employ children in school-age. However, CTDI Europe tries to enable children and young people the entry into a future professional career through training and education programs (internships, trainee programs, summer training, and education).

We will conduct any corporate reorganization or restructuring responsibly and with consideration of all workers' rights and corporate responsibilities within the applicable legal jurisdiction. Temporary employment within CTDI Europe will be done according to the legal rules.

We are committed to providing fair wages for all our employees as well as a positive, comfortable and safe work environment. CTDI Europe complies with any and all employment laws and standards, including minimum wage and working hour requirements mandated by each jurisdiction in which we do business. All overtime must be voluntary. Workers shall be allowed at least one day off every seven days. In that sense, any sideline activities require the prior approval of the supervisor.

Our employees do not have to pay any recruitment fees of intermediaries or sub-intermediaries or other fees associated with recruitment. If it turns out that our workers have paid such fees, these fees will be refunded accordingly.

We do not impose unreasonable restrictions on workers' movement around the facility or restrictions on entering or leaving company-provided facilities, including workers' living quarters and common rooms, if provided. Deductions from wages as a disciplinary measure shall not be permitted.

4.4 Dialog with Employees and Employee Representatives

CTDI Europe respects its employees' right to freedom of association and grants them the right to collective bargaining for the purpose of regulating working conditions. In this context, CTDI Europe cooperates with employee representatives in a trusting and constructive manner. Irrespective of this right, CTDI Europe always allows its employees to express their interests directly.

5 Sustainability, Environment, Health & Safety

5.1 Global Citizenship

Global citizenship fulfils our Company's ethical and moral obligation to act for the benefit of society locally and globally with sustainable development that creates employment and wisely cares for our natural resources. In its practices, CTDI Europe adheres to local and international laws and conforms to regulations and industry standards for environmental safety, human rights, and wellness.

As set forth in detail in our **Artificial Intelligence Policy**, CTDI Europe promotes the responsible, transparent and lawful use of emerging technologies, including Artificial Intelligence, in accordance with applicable laws, ethical principles and internal governance requirements.

All economic activities of CTDI Europe requiring permits or licenses will be based on appropriate decisions of relevant authorities and within the scope specified in the decisions.

Furthermore, we seek to understand the cultures to demonstrate our respect for the local communities in which we operate. We strive to build strong relationships in the local business community. We are clear that CTDI Europe does not tolerate any level of corruption, bribery, or unethical behavior. CTDI Europe strives to meet current needs without hindering the ability to meet the needs of future generations in terms of economic, environmental, and social challenges.

5.2 Environmental and Climate Protection

CTDI Europe is committed to protecting and preserving our natural resources through assessing our environmental impacts, setting goals for continual improvement, and routine measurement of our progress. Our environmental commitment is outlined in our **Environmental Policy**, which includes our initiatives on Greenhouse Gas emission reduction, energy and transportation efficiency, waste and water management, and materials conservation and safety. We utilize ISO standards and industry frameworks to inform, guide, and govern our operations through corporate programs, including Environmental, Health & Safety, Sustainability, and Transportation.

5.3 Conflict Minerals

As outlined in detail in our **Conflict Minerals Policy**, CTDI Europe has the aspiration to itself and its suppliers that all products and spare parts CTDI Europe uses for its services are free of conflict minerals, sourced from entities, which directly or indirectly finance conflicts in the Democratic Republic of Congo, or surrounding countries and from mining operations in conflict-affected and high-risk areas.

5.4 Occupational Health & Safety

Within CTDI Europe we are convinced that a safe workplace is a productive workplace. CTDI Europe is committed to providing a safe, healthy, and secure work environment for all our employees. We provide our employees with all necessary personal protective equipment as required. Also, we periodically conduct Industrial Hygiene Studies to ensure indoor air quality and noise protection. Pregnant women are among the most vulnerable groups of employees. CTDI therefore carries out a risk assessment in the case of a pregnant employee and determines on this basis whether special protective measures are necessary.

CTDI Europe maintains emergency preparedness and response processes including emergency planning, evacuation procedures, emergency communications, drills, fire protection measures and business continuity arrangements.

Occupational injuries, illnesses and near misses are reported, investigated and evaluated to identify root causes and implement corrective actions. Employees may remove themselves from situations presenting an imminent danger without fear of retaliation until the risk has been adequately controlled.

6 Monitoring Program, Reporting and Contact

6.1 Monitoring Program

CTDI Europe maintains the following controls to ensure our conformity with this Code of Business Conduct:

- ☐ Verification of required ID documents relative to employment eligibility.
- ☐ Introduction process to ensure that new employees are familiar with the requirements of this policy.

- ❑ Supervisory and management training on all corporate social responsibility principles.
- ❑ Periodic evaluation of our programs, management systems and activities and identification of issues important to our social performance by the Management Board.
- ❑ If an employee becomes aware of a major breach of the law or the rules of our principles, the employee should use internal whistleblower channels to address the incidents within the organization. The organization will follow up on the issue in confidentiality.
- ❑ Monitoring and assessment of supplier's compliance.
- ❑ Accountability to uphold all standards outlined in this policy.

6.2 Reporting of Misconduct

Improper behavior of any kind will be actively addressed at CTDI Europe. Both employees and external actors are encouraged to speak up freely and without fear of repressive measures. Reprisals against employees who express their concerns regarding misconduct within the company in good faith are forbidden. This also applies to external actors who contact CTDI Europe.

CTDI Europe will vigorously investigate any leads regarding misconduct in accordance with the principle of proportionality. Every lead will be followed up. Depending on the result, a comprehensible decision is made as to what consequences are suitable, necessary, and commensurate.

Reporting to Authorities

CTDI Europe also reserves the right to inform the proper authorities for civil or criminal action based on the individual circumstances and severity of the situation.

Confidentiality

The Company will not disclose the identity of anyone who reports a suspected violation if anonymity is requested. However, during the investigation, based on the circumstances of the situation, it may become evident who filed the complaint – even though the Company will make its best effort to avoid this from occurring. Employees should be aware that the members of the Company who are participating in the investigation, are obligated to act in the best interest of the Company and do not act as personal representatives for employees.

Government Audits and Investigations

CTDI Europe will cooperate fully in connection with all governmental audits and investigations and respond in a timely manner to all requirements-imposed involvement in litigation.

Protection of Employees from Retaliation

Employees will be made to feel comfortable that they can report issues of wrongdoing, or issues they reasonably perceive to be issues of wrongdoing – without fear of retaliation for filing such a report. Anyone who does retaliate against an employee in such an instance will be subject to termination of employment for retaliation. However, an employee will be subject to disciplinary action if the Company reasonably concludes that the report of wrongdoing was knowingly fabricated by the employee or was knowingly distorted, exaggerated, or minimized to either deliberately injure someone else or to protect him-/her-/themselves.

6.2.1 Local Contact Persons

To clarify questions about the Code of Business Conduct or address misconduct, employees can always contact a person in their immediate working environment, for example:

- ☐ Managers,
- ☐ HR department,
- ☐ Legal and Auditing department,
- ☐ Whistleblowing coordinator, or
- ☐ Employee representatives

6.2.2 Whistleblowing System

Reports of violations, in particular illegal business practices or potential human rights violations, can be made at any time via CTDI Europe's whistleblowing system. This system is available in several languages and enables anonymous, confidential, specially encrypted and secure communication with the respective whistleblowing coordinator.

CTDI Europe's whistleblowing system is available to internal and external persons under <https://ctdi.hintbox.eu/>.