



Code of Conduct

of the Helmut Fischer Group

Message from our CEO, Dr. Martin Leibfritz

Dear Colleagues,

The trust of our customers, colleagues and the general public is crucial to our business.

The Helmut Fischer Group has been developing innovative measurement technology and specifically services for coating thickness measurements, material analyses, nanoindentation and material testing that are used in all parts of the world since 1953. The reputation of the Helmut Fischer Group, which conducts all of its business with integrity and respect for all persons involved in doing business with the Group, is based on the very origins of the Group itself. These basic values and obligations must be maintained and suitably upheld in the future.

I am aware that our global business environment creates great challenges for us in terms of geographic and social diversity. Many countries where we operate maintain different business models and are faced with varying local conditions.

As a global employer, we are proud of our multi-faceted business culture with the objective to regard, respect and value each and every person as the individual they truly are. At the same time, however, this means that the entire Group must be able to handle a mixture of cultural expectations and standards. The rapid spread of the digital age has brought further challenges, not least when it comes to protecting sensitive information. Pressure from the competition is everywhere. Customer requirements change and society has also become much more diverse. And these are just some examples.

Expectations regarding our conduct as a responsible Group are rising in line with demands on technology. We are convinced that in order to assure continuing success, one has to act with care and responsibility. For us, this includes compliance with the law as well as aligning our own actions with our joint values and binding principles, in each and every country. Appearing and conducting ourselves with integrity is crucial to us. It forms the basis of all our actions and assures the successful market position of the Helmut Fischer Group.

Thank you for living our values and for assuming personal responsibility within the Group and for proactively and successfully shaping our future – each one of you in your own positions.

Kind regards, Martin Leibfritz



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Part I: Purpose and scope

1. Purpose

The Fischer Code of Conduct determines our entrepreneurial understanding and attitude when dealing with compliance challenges relating to bribery and corruption, gifts and other favors, fraud and theft, conflicts of interest and prevention of retaliation. We aim to lay the foundations for dealing with sensitive and confidential information and presenting ourselves to the general public. Our Code of Conduct also provides a guideline for our work and leadership behavior, dealing with our social responsibility regarding the environment, health and safety as well as what to do if our principles are being violated.

We always comply with all applicable laws and regulations when conducting any kind of business. This principle applies to laws and regulations, stock markets, corporate management, competition, production safety and liability, occupational health and safety, work, environment, protection of intellectual property, data protection, equal opportunities in the workplace, etc.

2. Compliance with the Code

All employees are personally responsible for complying with the Code. The respective supervisor ensures that employees are familiar with the contents of the Code and that they comply with the regulations and rules of conduct applicable to them. Supervisors set an example to their employees through their own actions. Vice versa, employees should contact their supervisors or the Group's management if unclear or uncertain about the application of this Code of ethics.

3. Scope

This Code applies to all Helmut Fischer Group employees. All employees of the Group are expected to comply with the contents of this Code in their personal and professional activities, without exception.

4. Implementation within the Group

The above social standards are implemented and supported by an internal Group strategy of social responsibility. The supervisors are the first points of contact in the event of questions or violations. Employees who report incidents must not be disciplined or disadvantaged because of their actions.

5. Consequences of violations

Violations of this Code may result in employees, their colleagues and the Group being exposed to reputational risks as well as legal consequences. Violations can further lead to disciplinary measures, right up to termination of the employment contract by the Group.

Part II: Principles of collaboration

1. Work behavior

The tasks in our Group require employees to act in a friendly and cooperative manner. Good results can only be achieved if each and every employee thinks responsibly and acts reliably.

The foundation for this is the ability to work as a team. A healthy and strong team incorporates numerous competences. Each member knows their strengths and weaknesses and contributes optimally to the team.

Being able to work as a team means to include other members in the group's activities, recognize and value other members' contributions, provide support, act in a helpful and reliable manner, forward all information and motivate passive members into an active exchange.

If everyone can rely on one another and is heading in the same direction, the collaboration, and therefore also the Group, will become more successful.

Then we will become a Fischer Community.

Self check

- Can my supervisors and colleagues rely on me?
- Am I acting respectfully toward my supervisors and colleagues?
- Am I being a role model when it comes to the things I expect from my supervisors and colleagues?
- How am I integrating in my team?
- Am I dealing with criticism constructively and do I regard criticism as motivation to improve as a person?





2. Leadership behavior

As corporate leaders, we believe that it is our task to enable our employees to work in an independent, resource-saving and responsible manner, to contribute to the Group and to continuously develop themselves and the Group.

As role models, we help to create a work environment in which joint success is possible. We regard an appreciative conduct and open, binding and fair communication as the foundation for this. We therefore take care that we live our joint values and comply with our Code of Conduct.

We take our duty of care seriously. We always focus on the health and safety of our employees. All employees support the health and safety measures in their own working environments and comply with the occupational health and safety regulations. We, the members of the Group's management, support our employees in their endeavors to assume this responsibility by regularly providing instructions.

Self check

- Do the employees know their tasks and targets?
- Are my employees able to perform the planned tasks?
- Are the tasks and targets realistic, clearly worded, measurable and time-limited?
- Do I give my colleagues regular, open and constructive feedback on their performance and work behavior?
- Do the employees know their leeway for taking action and making decisions?
- Where and in which respect should I adjust or change my leadership behavior?

3. Conduct in public and dealing with confidential information

The reputation of our Group is materially impacted by the appearance, actions and conduct of each and every employee. We are the ambassadors for our Group. We therefore ensure that our public conduct improves the reputation of Helmut Fischer Group.

Careless, ambiguous or incomplete statements can cause significant damage by having a negative impact on the appearance of our Group to the outside world, for example.

The Group expects fair, appropriate and professional conduct when dealing with customers, competitors and business partners without any favoritism or disadvantage for personal reasons.

The Group complies with anti-trust laws and the rules of competition at all times. Price-fixing agreements or other agreements with competitors are strictly prohibited. When contacting competitors, employees do not talk about internal Group affairs, including prices, costs, organization and processes or other confidential information.

The Group undertakes to honor the principle of pursuing business targets exclusively through legal and ethical means. We engage in competition in a legal and fair manner. The duty to honor the rules of competition law applies to each and every employee. Conduct which fundamentally violates anti-trust law includes agreements with competitors about prices and conditions. It is also prohibited to issue fake offers that could impact the pricing of products or services. If in doubt about the permissibility of conduct when engaging in competition, always consult with the Group's management.

Suppliers and business partners must always be selected on the basis of objective criteria.

We respect the principles of freedom of speech, right to information and the protection of personal rights.

We take the necessary steps to suitably protect confidential information and business documents against access and perusal by uninvolved colleagues and third parties. Employees must not disclose any internal and confidential Group affairs nor any information received from, or pertaining to, our customers / business partners. Confidential information is any kind of information that is marked as such or which can be assumed not to be publicly known and which is also not to be made public, e.g. because it is useful for competitors or its disclosure could harm the Group or its business partners. Business and operating secrets as well as unpublished reporting and accounting figures are typically classed as confidential information.

Even when dealing with colleagues within the Group, it must be ensured that confidential information is only transferred to employees who require it for the performance of their tasks.

Self check

- How do I talk about the Helmut Fischer Group in private?
- Do I know the persons I can contact with questions about Group information (e.g. number of employees, revenue, purchasing volume)?
- Am I handling confidential documents with care? Do I ensure that I do not leave any documents lying around and not forward corresponding emails to external instances? Do I correctly shred documents when necessary?
- Do I always apply the correct etiquette in my written and verbal communications so that they can also be shown to third parties (e.g. investigative authorities, courts), if necessary?
- In particular, are my written communications professional and limited solely to facts and necessary content?

4. Fairness, equal opportunities and respect

A healthy and strong team requires respect among its members and benefits from diversity and tolerance. Fair conduct among one another is therefore crucial for the success of the Helmut Fischer Group. In addition, all employees undertake to conduct themselves with responsibility and integrity.

We treat colleagues and business partners in a courteous, appreciative, fair and respectful manner. We engage in constructive exchanges with one another. The personality and dignity of each individual must be honored.

We do not accept any violations against the General Act on Equal Treatment (Allgemeines Gleichbehandlungsgesetz - AGG).

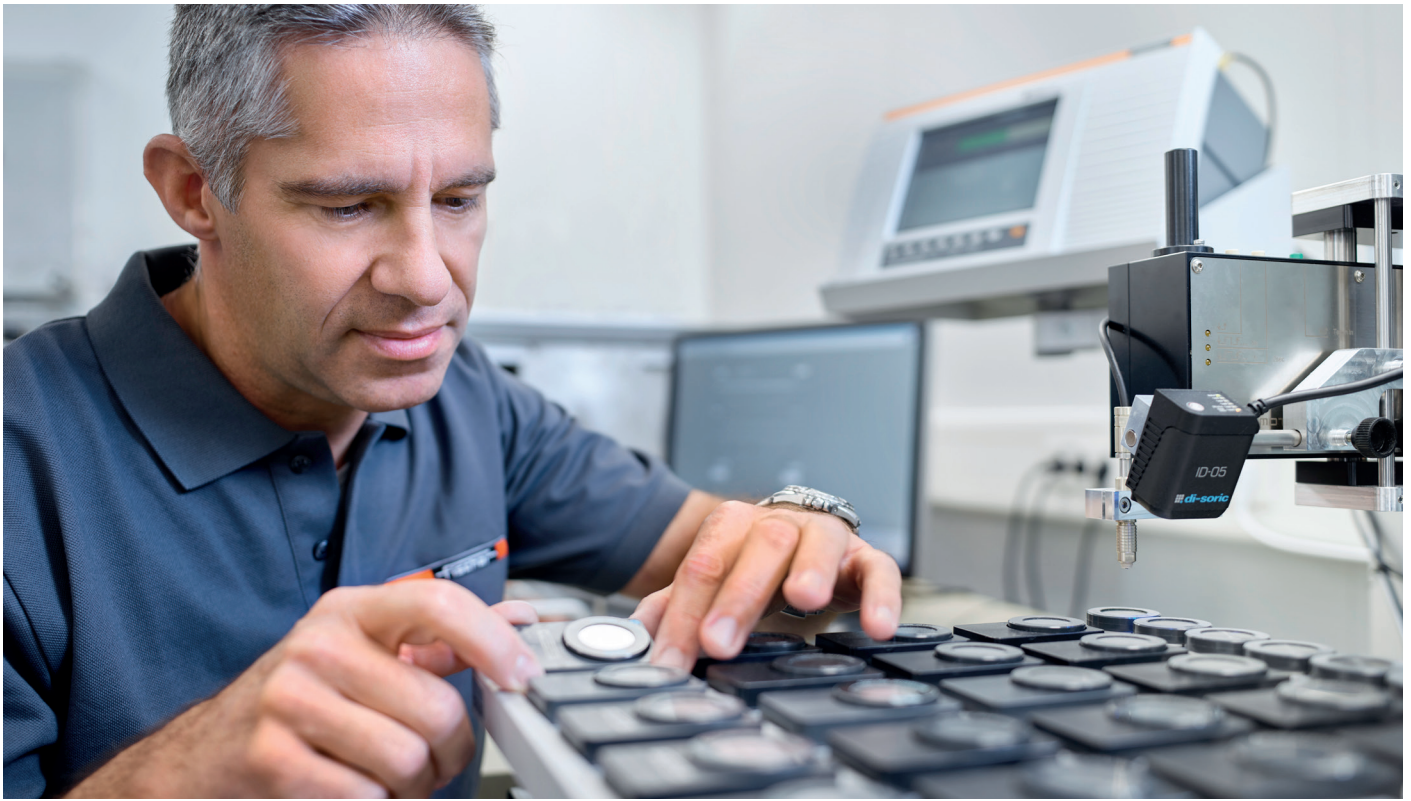
We do not disadvantage anybody on the grounds of race, religion, gender, country of origin, sexual orientation, age and physical and mental disabilities.

We do not tolerate any comments and conduct that incite aggression or hatred in the workplace. Together, we aim to create a climate of acceptance and mutual trust. This also means that problems in the workplace are addressed and solutions to these problems are explored together. This is the only way in which we can develop an open, tolerant and fair environment.

Self check

- Am I acting respectfully and fairly toward my colleagues, supervisors and business partners at all times?
- Am I engaging in slander within the group?
- What could I do to prevent bullying, if necessary?
- Am I treating other people with the same respect that I expect for myself?
- Do I openly address any unfair or disrespectful conduct that I witness?





5. Continuous improvement and sustainability

The continuous improvement process is a way of thinking which sustainably strengthens the Group's competitiveness by continuously implementing improvements in small steps.

Continuous improvement is a basic principle of quality management and crucial component of ISO 9001.

We aim for such improvement in all parts of the Group and focus, in particular, on our product, process and service quality. This process also includes the optimization of the workplace, work environment and work organization. We therefore critically question our work processes and are open to innovations. We consider our processes across all departments. We avoid waste.

We regard mistakes as an opportunity for improvement. We learn from new knowledge, new experiences and insights as well as mistakes that we make.

By adopting this attitude and by acting in a sustainable manner, each and every one of us contributes to maintaining and increasing the Group's value.

Self check

- Do I know how other departments process our work results?
- Do I use resources frugally?
- Do I support change processes?
- Do I approach my colleagues or superiors with any potential for improvement that I recognize?

Part III: Principles of conformity with the law

1. Business activities in a global context

Business success and social responsibility are two inseparable targets.

Needless to say that we comply with all applicable laws and regulations. This applies at a local, national and international level. Compliance with human rights as well as the protection of health and the environment are a major part of our social responsibility.

We develop and produce safe, high-quality products for our customers. We condemn any form of corruption and bribery. Assuring fair working conditions is an integral part of our corporate culture.



2. Environment, health and safety

Together with quality and efficient operations, safety and environmental protection are among our success factors. We place highest priority on safety in the workplace, the health of our employees and environmental protection.

When developing new products as well as when operating production systems, we ensure that all negative effects of our actions on the environment and climate are kept to a minimum whenever possible.

Occupational health and safety is firmly integrated in our operating processes and already included in the technical, financial and social deliberations during the planning phase. All employees share the responsibility for protecting people and the environment in their work area. All relevant laws and regulations regarding environmental protection as well as plant and occupational safety must be strictly adhered to. The same applies to the Group's internal guidelines and regulations.

All superiors must instruct, supervise and support their employees in the assumption of this responsibility. In areas where no safety, health or environmental regulations are defined or where no internal Group guidelines or instructions apply, if necessary, employees must make their own independent decisions, in agreement with their supervisor.

Compliance with all laws that protect human life and the environment is a fundamental principle for our Group, and this is based on legal and ethical principles. It applies to our products as well as our processes.

Our Group continuously improves processes and methods – beyond the specifications of the existing laws – to further reduce the environmental impact and health risks. Should accidents or operational breakdowns happen despite these efforts, we aim to initiate the necessary measures for averting the danger and rectifying the damage as quickly as possible. The competent responsible people must be immediately notified with all details. These personnel, in turn, must initiate mandatory reports to the authorities immediately and in detail.

Together, we ensure that the work environment is safe and are aware of potential accident risks.

Together, we create working conditions in which we can tap our full potential as best as possible.

Self check

- Do I know the corporate guidelines on occupational health and safety?
- Do I know the safety notices and instructions for my workplace?
- Do I know where the first aid material, emergency escape routes and assembly point are located?
- What can I personally contribute to this topic (please reflect on your own situation)?





3. Protection of assets

Assets can be of a financial, tangible or intangible nature.

They include facilities, funds, products, raw materials, software, data and intellectual property as well as our working hours and work results. All employees are responsible for protecting these corporate assets. Assets must not be used for private purposes or removed from the Group's premises without explicit consent from the competent person.

Corporate assets must be used exclusively for their intended business purposes. Misuse for other, particularly inappropriate private, illegal or other purposes is prohibited.

We therefore ensure that the Group's property is protected and used properly.

We ensure that all business transactions are recorded accurately in our financial documentation through account entries and related receipts. We consciously reject incorrect account entries. We do not tolerate theft, fraud and embezzlement.

We secure important decisions by applying the principle of dual control.

The legal and internal security regulations, which are binding for all employees, serve to protect the assets and also prevent claims against the Group.

Self check

- Do I ensure that the Group's assets are protected and maintained within my area of responsibility?
- Am I using operating tools and materials for private purposes without consent?
- Do I ensure that the principle of dual control is applied to all important decisions?

4. Protection of personal data

We comply with the applicable laws when collecting, storing, processing or transferring personal data and information.

We undertake to comply with data protection and data security regulations. We respect the privacy of our employees as well as employees of our business partners. It is prohibited to process personal data, to disclose it, make it accessible or use it in any other manner, without being authorized to do so. Employees must comply with the data protection regulations and, in particular, actively contribute to personal data being reliably secured against unauthorized access. Personal data may only be processed in strict compliance with the respective applicable regulations insofar as this is required for an exactly defined purpose for the legitimate fulfilment of tasks. If in doubt, the data protection officer must be consulted.

Discussing confidential information in public or transferring information about the Group or its customers to third parties, such as the media or competitors, without authorization is a violation of confidentiality.

We implement suitable measures to protect personal data against loss and unauthorized access and ensure that this data is handled carefully.

Self check

- Do I know the data protection regulations applicable to my tasks?
- Are documents containing confidential data lying around in the open at my place of work (home office)?
- Do I secure my IT workplace against third-party access?
- Do I deal with emails I receive cautiously and only open attachments from known senders?



5. Dealing with corruption and bribery

Corruption or bribery occur when a payment, gift or other favor is being offered, granted, requested or accepted to illegitimately influence the outcome of a transaction. No employee may offer or grant bribes. Bribery is a crime, including bribery in business transactions and offering bribes to officials.

When dealing with government agencies or authorities, particular care must be taken to ensure that no payments or other advantages are offered or granted to them with the purpose of influencing the actions of a civil servant or other official. Civil servants, politicians and other representatives of government institutions must not be given any gifts, gratuities or invitations that could question their independence. Gifts or invitations to this group of persons must always be agreed with the Group's management.

We ensure that decisions are made on the basis of economic criteria (price-performance ratio, strategic alignment, etc.) and ethical principles.

Gratuities, as part of invitations or in connection with advertising measures for example, which serve the purpose of promoting business relationships or the presentation of products, must remain within a reasonable scope. We avoid or decline invitations or gratuities that give even the slightest impression of trying to influence us. If in doubt, we decline offered gifts, invitations or other gratuities in a friendly manner. **You can read the definition of reasonable gratuities in the local guidelines.**

Social engagement, such as donations and sponsoring, are never related to a business decision.

We do not link any business decisions to personal or private advantages.

Decisions made under the principle of dual control effectively assist with the prevention of corruption.



Self check

- Are all of my business decisions transparent and traceable by third parties?
- Have I ever been offered money, gifts or favors in connection with a business decision?
- Have I felt obliged in any way after accepting an invitation or other gratuity?
- Can I disclose the decision to the public without any issues?
- Does my decision maintain the good reputation of the Group?



6. Dealing with conflicts of interest

All employees must ensure that their private interests do not conflict with the Group's interests. It is entirely normal to develop relationships between people, to trust one another and to engage in numerous activities. However, relationships, private interests or additional employment always become a problem if they impact the actions of decision-makers. The following rules must be complied with, in particular:

- Contracts may only be concluded and issued for the Group in accordance with the rules of fair competition.
- Employees may only represent the Group in transactions in which they or their family members (spouse, registered partner, children or other other relatives living in the same household as the employee) have a financial interest with prior consent from their supervisors and after consulting with the Group's management.
- Major shareholdings (more than 5%) in competing companies, suppliers or customers require approval from the Supervisory Board and must be reported to the Group's management. Other shareholdings in other companies that could lead to a conflict of interest must also be reported to the Group's management.
- Additional employment may only be entered into with prior consent. Employees must not pursue any additional employment or other own business interests that could conflict with the Group's interests.

As a general rule, any personal interests of employees, which relate to the performance of their work for the Group, must be reported to the respective supervisors or the Group's management if there is a risk of a conflict of interest or damage to the Group's reputation.

We may engage socially, politically and culturally, but must ensure to resolve potential conflicts of interest.

Additional employment (paid or unpaid) could also cause a conflict of interest and must be reported to HR prior to starting such activities.

Self check

- Are my private relationships impacting my business decisions?
- Do I know how to deal with a conflict of interest and how to avoid it?
- Am I engaging in additional employment without first having obtained consent?

Helmut Fischer Group bases its actions on the following guidelines in addition to this internal Code:

- Principles of the Universal Declaration of Human Rights of the United Nations (UN)
- Global Compact of the United Nations (code of conduct for a globalized economy)
- OECD guidelines for multinational corporations
- Core labor standards of the International Labour Organization (ILO)
- UN Convention on the Rights of the Child
- UN Convention on the Elimination of all Forms of Discrimination Against Women

