
Code of conduct for the corporate group – guidelines we must all follow.

I) Introduction

1. Objective

The goal of this code of conduct is to protect our company, employees and business affiliates from damage caused by non-compliance with laws or ethical rules. On behalf of the shareholders, executive board and managers, we urge all group employees to familiarize themselves with our corporate principles and code of conduct and to follow these guidelines in their daily work.

With this set of rules, we also want to define what characterizes the Moll style and what makes us reliable partners for our employees, customers and suppliers. Additional regulations and guidelines will be issued as necessary to cover other topics and situations.

2. Basics

Claims for damages, penalties, delivery interruptions or harm to our reputation can pose a threat to the existence of our company and jobs.

Violations of the law will not be tolerated and will lead to disciplinary actions. Minor infractions may result in a verbal warning. Serious misconduct can lead to termination without notice.

3. Scope

This code of conduct applies to Leonhard Moll AG executive bodies and employees as well as to all affiliated companies directly or indirectly holding more than a 60% share (i.e. the Leonhard Moll AG corporate group).

For affiliated companies that are not included in the aforementioned, Leonhard Moll AG will, in cooperation with its shareholders, strive to implement these rules or similar regulations as a means of ensuring compliance with the principles of business integrity and corporate ethics.

4. Managers serve as a role model and point of contact

All managers must abide by the code of conduct and all relevant laws. They are expected to act as role models, communicate these rules to employees in the required form, and actively demand compliance. Managers also serve as the first point of contact for their employees in all matters related to these rules of conduct.

5. Individual responsibilities

Each employee should be familiar with the laws and regulations (including operating procedures) relevant to their work in order to independently follow these rules on the job. Supervisors and managers are tasked with ensuring employees have the required knowledge and, if necessary, to communicate and strengthen the requisite skills through employee training.

For business situations in which the legal requirements or code of conduct appear incomplete or unclear, employees must use clear judgment and common sense in line with our corporate principles. In most cases, a self-test can be helpful – i.e. determining whether one's conduct would be regarded as honest and trustworthy if the roles were reversed. If there is any doubt or misgivings, employees can seek advice from a supervisor or the responsible compliance officer. If an employee becomes aware of any breach of the code of conduct, he or she must notify their supervisor or compliance officer.

6. Legal effects

The rules defined in the corporate principles and code of conduct apply between the respective company and its employees. More specifically, these rules supplement the employment contract, individual instructions, procedural directives or other in-house guidelines as an interpretative aid or standard. This does not justify third-party legal claims.

II) Human rights and non-discrimination principle

The Leonhard Moll AG corporate group respects human rights in all its activities. We regard good, equality-based cooperation between people of different nationalities, cultures and mindsets as a key to success. We do not tolerate unlawful discriminatory treatment, harassment or humiliation.

III) Working conditions, occupational safety, employee representation

The Leonhard Moll AG corporate group offers employees fair working conditions that include the required education and training as well as appropriate remuneration. The company also ensures occupational health and safety at the workplace in accordance with the statutory provisions. We require all employees to comply with legal and professional association regulations for work safety and health. This requires everyone to pay close attention to the risks at their own and neighboring work sites. Avoiding accidents and absences due to illness also serves the economic interests of the company.

Any form of forced or child labor or obstruction of the legitimate interests of workers will not be tolerated.

IV) Competition

The Leonhard Moll AG Group is committed to fair competition and complies with all applicable laws to protect and promote competition. This applies in particular to antitrust laws. Violations of these laws may result in existence-threatening penalties, delivery interruptions or damage to the company's reputation.

In particular, sharing information about territorial or customer allocations, agreements, details regarding prices or pricing aspects, calculations, supply relationships and conditions, production capacities or bidding schemes and plans is prohibited between competitors. This also applies to exchanging information on future market conduct. Sharing of expertise or information about development projects or joint developments is only permitted within very narrow limits and requires prior approval from the Leonhard Moll AG executive board.

Promoting the exchange of information between competitors through third parties, e.g. dealers or brokers, is also prohibited. It is permissible, however, to obtain market information from competitors through generally available sources of information or from contacts with customers and suppliers. On the other hand, encouraging business affiliates to break confidentiality obligations vis-à-vis competitors in order to obtain information about such competitors is not allowed.

The company's market position must not be unlawfully exploited to enforce price discrimination or refusal of supplies.

Note: Within the framework of antitrust and other competition laws, even minor breaches of duty by careless statements or conduct can lead to far-reaching liability claims. Antitrust laws are extremely complicated. Employee decisions are often difficult to make in a given situation and at the same time, can be very risky. Therefore, in matters possibly related to antitrust issues, each employee has a special obligation to immediately seek advice prior to making a decision or entering into negotiations.

Leonhard Moll AG has also issued more detailed guidelines to address the importance of antitrust laws.

V) Corruption

Price, quality, performance and reliability should be the decisive criteria for selling our products or for purchasing intermediate products or services.

1. Supplier relations

Employees are not permitted to use their position to accept, obtain or otherwise secure benefits or incentives within the scope of their business dealings.

This does not include the acceptance of occasional gifts of symbolic value or invitations to restaurants or events within reasonable limits – providing the activity is in line with local customs. Any other gifts or invitations to restaurants or events must be declined. Invitations to events that last for more than one day and include free leisure activities for the employee must first be submitted to a supervisor for approval. We expect our employees to use their own judgment when the size and value of a gift is intended to influence business decisions. If there is any doubt, approval from a supervisor must be obtained.

2. Customer relations

Employees are not permitted to privately offer, promise or otherwise ensure incentives (cash, valuable gifts or other benefits such as tickets to events) beyond the legal limits or outside of the customer's known compliance policies or standard commercial practice. This applies to incentives offered to corporate bodies, employees, or agents as a means of obtaining orders or other benefits of value for the Leonhard Moll AG corporate group. Items that are occasionally offered as an incentive within the framework of standard commercial practice may be prohibited if they are provided on a regular basis.

It doesn't matter if the incentives are provided to the recipient or to a third party who is somehow connected to the recipient, or whether they are awarded or promised directly or indirectly through intermediaries.

In brokering transactions and relationships with brokerage firms that serve as intermediaries between companies within the Leonhard Moll AG corporate group and the end customer, it is especially important to ensure that all activities comply with the defined rules.

If possible, gifts should be presented openly or in public. They should not give the impression that a return favor is expected, nor should they coincide with, or otherwise be relevant to, specific business transactions.

If a customer's employee directly or indirectly demands an incentive, this must be documented and, together with a supervisor, a solution should be worked out to maintain the customer relationship without violating regulations or corporate guidelines. The following principle applies: Leonhard Moll AG cannot be blackmailed nor made a co-perpetrator, accomplice or abettor of illegal acts carried out by third parties.

3. Relationships with other third parties

The information outlined above in 1. and 2. applies accordingly to people with political mandates and members of public administrations.

VI) Conflicts of interest

Secondary employment with companies affiliated with a member of the Leonhard Moll AG corporate group, including customers or suppliers that are in direct or indirect competition, is prohibited. Shareholdings in companies that are in competition with a member of the Leonhard Moll AG corporate group are only permitted within the framework of private wealth management and insofar as (1) the shareholding is less than/equal to 2% and (2) the company is publicly listed on a stock exchange. Shareholdings of more than 1% in other companies must be reported to the Leonhard Moll AG management.

In order to avoid any conflict of interest between the fulfillment of tasks in the interest of the company and private interests, business affiliates of the company with whom an employee has supervisory contact in his or her area of responsibility, may not be engaged for private purposes or otherwise assigned in a private context.

The likelihood or appearance that the business relationship is dependent on the existence or form of a private relationship (see part V. Corruption) must be strictly avoided. Exceptions are only possible with prior written consent from a supervisor.

Business transactions with a relative of an employee working for Leonhard Moll AG should be avoided. In any case, these transactions must be disclosed as such and require the written consent of a supervisor. If consent is given, the employee should be prevented from directly participating in the conclusion or implementation of the business transaction.

Business and private expenses must be kept strictly separated. Any mixing of these expenses is prohibited. Expenditures for business purposes are based on the principle of clarity, traceability and correct documentation. It is inadmissible to use company funds for private expenditures. If, however, business funds are used for private purposes, the company must be immediately notified and reimbursed without requesting the employee to do so. If private funds are used to pay for business expenses, these expenses must be immediately verified. Actions prohibited by these rules may not be carried out using private funds. The claimant will be held liable for any lack of clarity, traceability or correct documentation. Strict adherence to travel cost guidelines is required.

VII) Donations and sponsorship

Leonhard Moll AG supports selected non-profit organizations and causes with cash and in-kind donations. The principles for selecting sponsored causes and for the responsibility and allocation of donations are determined by the executive board. The management is entitled to pledge donations or sponsorship services to third parties. No donations will be made to gain specific compensation or to influence a decision or consideration for such a decision.

Donation-like allowances are prohibited. For example, if compensation for a service is granted and the remuneration significantly exceeds the value of the service. This would be regarded as a partial donation for other purposes.

VIII) Protection of information

The company's confidential information, including trade secrets, new business strategies, information about technical innovations etc., must be kept secret. The group of individuals having knowledge of this information must be limited to as few persons as possible to ensure proper processing.

Documents, data and other items (prototypes, samples) must be specially protected against unauthorized access. This requirement for confidentiality also applies after termination of employment or a consultancy agreement.

Information from and about suppliers, customers, employees, consultants and other third parties that has not been made public must be protected in accordance with legal and contractual requirements or in the interest of the parties concerned. If information is shared, the purpose, necessity and impact on the interest of the data subject must be carefully considered.

Personal data subject to data protection regulations may only be collected, processed or used as necessary for specified, clear and legitimate purposes. Personal data must always be securely stored and may only be transferred if the necessary safeguards are applied. The quality of the data and protection against unauthorized access must always meet the highest standards. The use of data must be transparent to the data subjects. Their rights to data access, objection, restriction of processing and erasure must be upheld.

IX) Payment integrity and prevention of money laundering

We do not tolerate any form of illegal employment, moonlighting or tax fraud. Money laundering, i.e. the transfer of illegally generated funds into the legal economic cycle, is strictly prohibited in connection with Leonhard Moll AG business activities. All employees are required to pay close attention to unusual financial transactions. Suspicious conduct on the part of customers, agents or other business affiliates must be reported immediately. Large cash movements or payments through unknown third parties are generally not standard procedure and should be carefully scrutinized.

X) Handling company property

The careful and long-term use of capital goods secures the company's profitability and continuing existence. Property belonging to the corporate group, customers or business partners must be treated with care and used exclusively for business purposes – unless private use is expressly permitted. This property must be protected against damage or unauthorized access by third parties.

Employees are responsible for ensuring that property or other assets belonging to the company or its affiliates is not subjected to unnecessary risks.

XI) Accounting, documentation

Records and reports (internal and external) must be accurate and reliable. The principles of correct accounting must be followed at all times. Each accounting transaction must be based on a verifiable receipt. Simulated transactions, subledger accounts and „slush funds“ are prohibited. The deception of supervisors, shareholders or creditors has serious consequences in terms of labor regulations and oftentimes criminal law.

XII) Cooperation and information

Teamwork plays a key role in our company's success. All employees are tasked with ensuring a fast and smooth exchange of information within the company. Knowledge relevant to the workplace must not be unlawfully withheld, falsified or only partially shared.

XIII) Appearance in public

Public statements, in particular to the media, may only be communicated by individuals who are expressly authorized to do so.

The right to freedom of speech generally applies to statements made by employees in public. However, all employees must ensure that their appearance in public does not harm the reputation of any companies in the Leonhard Moll AG corporate group. Private statements on general topics (without specific reference to the company) must not include information about an employee's position or activity within the company.

Munich, March 2014
LEONHARD MOLL AG

Executive Board