KARL MAYER

CODE OF CONDUCT



KARL MAYER CODE OF CONDUCT 2/12

FOREWORD



DEAR EMPLOYEES,

Our company stands for more than 80 years of decisive impulses and innovations for the textile industry, but at the same time also for a corporate culture that has evolved and is unique to us. The values, standards and attitudes that unite us go back to our founder Karl Mayer. They are trust, fairness and stability. We actively live with and for each other, treat each other with respect and show the same appreciation for our business partners, stakeholders and the environment.

This common identity is both a strength and an obligation. Together we bear the responsibility for the reputation of our group of companies; each individual shapes the community.

This Code of Conduct brings together all the important basic principles that apply at the KARL MAYER Group and defines firm guidelines for our work. It serves as a guide and applies to every single employee of the KARL MAYER Group, right up to the management. Our Code of Conduct is dynamic and will be expanded as required.

Our Code of Conduct is not only an aspiration for ourselves; it is also a promise to our business partners, customers and colleagues, as well as to our society. With our corporate culture as basis, we give them all a firm value promise.

Therefore, we ask you to read the Code of Conduct carefully and to understand it as a firm guideline for our daily work at KARL MAYER.

The Management

KARL MAYER CODE OF CONDUCT 3/12

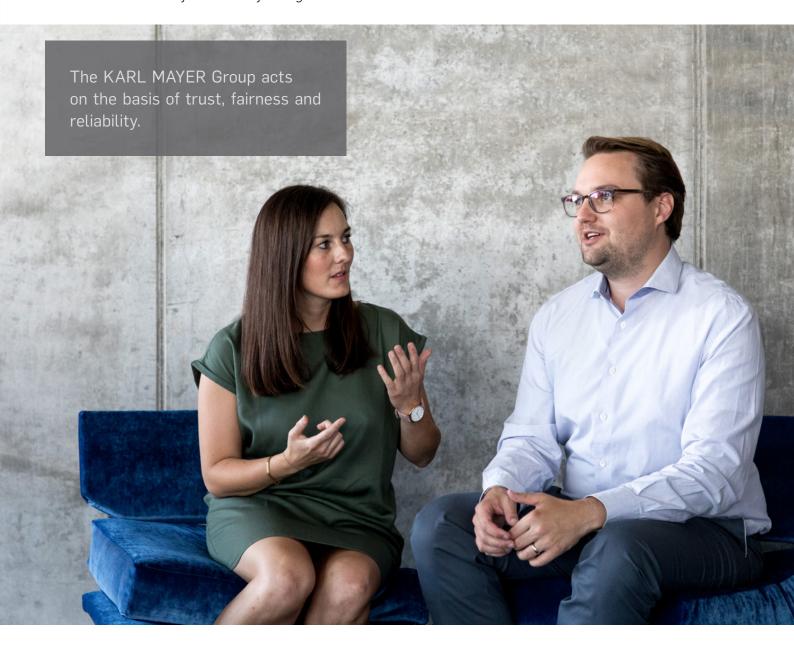
PREAMBLE

The KARL MAYER Group acts on the basis of trust, fairness and reliability. It assumes its corporate responsibility in economic, ecological and social terms. The present Code of Conduct describes what this means in detail for all employees and managers. The principles and behaviours contained herein have been adopted by the management and are fully supported by the Mayer family.

They are based on our corporate guidelines, which provide orientation for our actions, and they are also based on our organizational guidelines with concrete rules and regulations for specific situations and processes in the business environment.

Each individual member of the staff is called upon to take personal responsibility for complying with our Code of Conduct. We also represent this claim to our business partners and stakeholders.

For better readability, gender-specific wording has been avoided in this document. The chosen masculine form stands for all genders.



KARL MAYER CODE OF CONDUCT 4/12

RULES OF CONDUCT









KARL MAYER CODE OF CONDUCT 5/12

PRINCIPLES



KARL MAYER CODE OF CONDUCT 6/12

PRINCIPLES

Compliance with law and order

For us, compliance with laws and regulations is an essential basic principle of responsible action. We observe the applicable legal obligations and requirements and act in accordance with ethical principles.

Integrity and appreciation

At KARL MAYER, we live a climate of appreciation and mutual trust. Integrity is an indispensable prerequisite for trust. Private interests and personal advantages must not influence our business decisions.

Fair competition

We are committed to fair and open competition and to dealing with business partners and third parties in the same way. We comply with the applicable competition law. In our external communication we focus on our own values and strengths and not on our competitors.

Business relations

KARL MAYER stands for fairness, trust and stability, as well as for motivated employees who act responsibly. This is the basis of our reputation and our sustainable economic success. We refrain from any form of corrupt behaviour. Corruption is not tolerated: Bribes or collusion are not a means for us to obtain a contract. Violations are not tolerated and lead to sanctions against the persons concerned. Our customers from the private and public sector trust in the integrity and reliability of our company.

Business allowances

We limit the exchange of business gifts and benefits between business partners as regulated in the respective applicable Group Policy. The gifts may not influence our business decisions or those of our business partners.

Prevention of money laundering

The KARL MAYER Group fully complies with its legal obligations to prevent money laundering. Business relationships will only entered into and conducted with partners who are in compliance of international and national legal standards. If there is a substantiated suspicion that the business relationship with the KARL MAYER Group is intended to be used for money laundering, the business relationship must not be entered into or must be terminated. Legally regulated and necessary due diligence obligations and checks are carried out by the employees. Every member of the staff is required to take responsibility for having any unusual transactions that could give rise to suspicion of money laundering checked immediately by the Special Projects, Export Control & Money Laundering department in case of doubt.

Foreign trade law and export control

The principle of free and unrestricted foreign trade applies. Restrictions are regulated by law through various legal bases. Goods, technologies, software and technical advice are affected by export control regulations. The KARL MAYER Group fully complies with existing regulations on foreign trade and export control. When exporting and importing goods, the applicable customs laws and regulations are observed.



KARL MAYER CODE OF CONDUCT 7/12

SOCIETY



KARL MAYER CODE OF CONDUCT 8/12

SOCIETY

Environmental and climate protection

Sustainable environmental and climate protection as well as resource efficiency are important corporate goals for us. We take responsibility for our environment: In all our business activities, we attach importance to environmental friendliness and energy efficiency – from product development and production to packaging and transport. Every member of the workforce has a responsibility to treat natural resources with care and to contribute to the protection of the environment and climate through their individual behaviour.

Donations

We see ourselves as an active member of society and are involved in activities with a regional focus. We make donations, sponsorships and other forms of social commitment in our company's interest. Our commitment follows firm and transparent guidelines. Donations may only be made to organisations recognised as charitable, non-profit, research or teaching organisations.

Political representation of interests

We conduct political lobbying in an open and transparent manner and exclusively bound to our corporate purpose. We comply with the legal requirements on lobbying and avoid undue influence on politics and legislation under all circumstances.

Appearance and communication in public

We respect the right to freedom of expression and the protection of personal rights and privacy. Every single member of our staff should be aware that he or she can also be perceived as a part and representative of the KARL MAYER Group in the private sphere. When expressing private opinions, we make sure that the respective function or activity at KARL MAYER is not connected with the statement.

Equal treatment and non-discrimination

A culture of equal opportunities, mutual trust and mutual respect is of great importance to us. At KARL MAYER, we treat all employees, partners and customers equally, regardless of gender, age, skin colour, culture, ethnic origin, sexual identity, disability, religion or belief. This is also expressed in our language. We promote equal opportunities and prevent discrimination in everyday working life, in the recruitment of employees and in the promotion or granting of training and further education measures.

Human and workers' rights

We respect internationally recognized human rights and support their observance. We strictly reject any form of forced labour and child labour. The right to adequate remuneration is recognized for all employees. Remuneration and other benefits comply at least with the legal requirements of the respective country in which we operate with our companies.

Occupational safety and health protection

Occupational safety and health protection are included in the technical and economic considerations of all operational processes from the very beginning. Each member of staff promotes safety and health protection in his or her working environment and complies with the relevant regulations. Every manager is obliged to instruct and support his or her employees in the fulfilment of this responsibility.



KARL MAYER CODE OF CONDUCT 9/12

DEALING WITH INFORMATION



KARL MAYER CODE OF CONDUCT 10/12

DEALING WITH INFORMATION

Data protection

For the KARL MAYER Group, data protection is not only a legal requirement, but also an expression of honest and fair behaviour towards employees and business partners. The protection of personal data, in particular of our employees, customers, suppliers and other partners, is of particular importance to the KARL MAYER Group. We collect or process personal data only if this is necessary for carrying out the respective work task or if it is required by law. We do not collect any personal data without the consent of the person concerned or without being legally permitted to do so. We comply with the European Data Protection Regulation.

Reporting

We emphasise open and truthful reporting and communication about the company's business transactions to shareholders, employees, customers, business partners, the public in general and government institutions. Each employee ensures that both internal and external reports, records and other company documents always comply with the applicable legal rules and standards.





KARL MAYER CODE OF CONDUCT 11/12

PROTECTION OF PROPERTY



KARL MAYER CODE OF CONDUCT 12/12

PROTECTION OF PROPERTY

Company property

We use the company's property, resources and business data appropriately and protect them against loss, theft, damage, manipulation or misuse. We protect our central business processes together with the required information and IT systems by means of information security measures. The precautions concern the technical protection of IT systems and the general handling of information within the company. For this purpose, we create globally valid security standards and integrate information security into internal processes. Every employee is instructed in data security issues and is responsible for following the internal IT security guidelines. The intellectual property of our company represents a competitive advantage for the KARL MAYER Group and therefore an asset worth protecting against any unauthorized access by third parties. We use tangible and intangible property of the company exclusively for company purposes.

Intellectual property and copyrights of third parties

Just as we protect our own business information, we are committed to respecting the intellectual property of others and their proprietary information. We do not accept or make use of the confidential information of others unless it has been agreed in advance on a contractual basis and in writing. We do not use any materials or data protected by copyright or otherwise unless we are expressly authorized to do so.



