

# Code of Conduct for Business Partner

1 December 2020

## Preamble

Stadler Rail Group is an independent railway vehicle manufacturer, focusing on Europe, while also developing other regions, and following a targeted segment and market strategy with high-quality customized products and services. Stadler Rail Group is committed to fair and cooperative business relations as well as to social and ecological sustainability. This Code of Conduct serves Stadler Rail Group and its suppliers, subcontractors, partners, etc. (hereinafter "business partner") to respond to the different conditions in the global market and to meet the challenges of social responsibility.

## 1. Scope of Application

This Code of Conduct applies to the business partner irrespective of where the business partner and /or its branches and/or its business units are located. The business partner undertakes to comply itself with and to support its suppliers in complying with the contents of this Code of Conduct within the scope of its respective possibilities and areas of action and ensures the compliance with this Code of Conduct throughout its supply chain.

## 2. Core Principles

This Code of Conduct is based on the principles of international standards, such as the OECD Guidelines, the ILO Conventions and the ICESCR, as well as country-specific laws and regulations. It reflects the fundamental values of Stadler Rail Group: integrity and legality, ethical behaviour and a sense of responsibility.

### 2.1 Compliance with Laws

The business partner agrees to comply with the applicable laws and other legal provisions of the countries in which it operates.

### 2.2 Prohibition of Corruption

The business partner shall take all necessary measures to prevent corruption and bribery. It avoids any actions in connection with public authorities and private business partners which are deemed to be "passive corruption" or "active corruption" and which could lead to an unreasonable advantage in business matters (see e.g. OECD Guidelines, FCPA).

### **2.3 Prohibition of Unfair Competition**

The business partner shall take all necessary measures to avoid unfair competition. It refrains from illicit market allocation, price fixing or other illicit agreements, as well as from making incorrect statements about Stadler or Stadler's products and about competitors of Stadler or their products (see e.g. OECD Guidelines, Sherman Antitrust Act).

### **2.4 Prohibition of Money Laundering**

The business partner is obliged to adhere to any applicable law, regulation or directive regarding anti money laundering (AML) requirements.

### **2.5 Protection of Intellectual Property**

The business partner respects and protects the intellectual property and property rights of each party and all third parties (work product, patents, designs, know-how, copyrights, proprietary information, trademarks, etc.).

### **2.6 Privacy and Data Protection**

The business partner protects privacy, including personal data. It treats confidential information as such and keeps it secret. It takes necessary measures to comply with applicable privacy and data protection laws, regulations and standards (e.g. EU-GDPR, CH-FADP).

### **2.7 Ethics**

The business partner's actions are based on generally accepted ethical and moral standards and principles. It avoids conflicts of interest that may affect its business relationships or decisions made thereunder.

### **2.8 Respect and Dignity / Prohibition of Discrimination / Equal Opportunities**

The business partner treats its counterparts with respect and dignity. It treats others equally, fairly and politely. It does not tolerate discrimination or any forms of degrading behaviour. It ensures equal opportunities for all and equal treatment for all individuals, irrespective of their colour, race, national origin, social or economic background, physical/mental limitations, sexual orientation, political or religious beliefs, gender or age. It complies with all applicable laws and regulations in this regard (e.g. OECD Guidelines, UN-Resolution Chapter VII, US-ADA, US-ADEA).

### **2.9 Freedom of Speech**

Freedom of speech and expression of opinion are respected and protected by the business partner.

## **2.10 Workers' Rights**

The business partner complies with country-specific workers' rights laws and regulations.

## **2.11 Health and Safety**

The business partner assumes responsibility towards his employees to ensure health and safety at the workplace and to prevent work-related accidents and illnesses, and complies with all applicable regulations and standards (e.g. OSHA).

## **2.12 Harassment Prevention**

The business partner rejects any inappropriate behaviour (e.g. mental cruelty, sexual harassment, discrimination, etc.). It prohibits behaviours such as gestures, language and physical contact that may be sexual, coercive, threatening, offensive or exploitative.

## **2.13 Prohibition of Forced Labour**

The business partner strictly rejects forced or compulsory labour and other forms of slavery or human trafficking and in particular, does not benefit from them (see e.g. UK Modern Slavery Act, ILO-Conventions).

## **2.14 Prohibition of Child Labour**

The business partner rejects any exploitation of children and follows all applicable child labour guidelines, rules, laws and regulations (see e.g. UK Modern Slavery Act, ILO-Convention).

## **2.15 Compensation**

The business partner offers fair remuneration, guarantees the country-specific applicable minimum wage and complies with the applicable regulations on maximum working hours (see e.g. OECD Guidelines, US-FLSA).

## **2.16 Compliance with Working Conditions in case of Posted Workers**

The business partner complies with laws and regulations pertaining to working conditions in the country in which it operates, and takes necessary measures to ensure compliance with health and safety regulations and working conditions applicable at the place of performance (e.g. CH-Posted Workers Act (PWA)).

### **2.17 Environmental Compliance**

The business partner is aware of its obligations towards the environment and complies with all applicable environmental laws, conventions and regulations. It assumes responsibility for environmental protection in order to minimize environmental pollution and achieve continuous improvements with regard to environmental protection (see e.g. OECD Guidelines).

### **2.18 Supply Chain**

The business partner undertakes to observe and comply with the values and principles set out in this Code of Conduct on a sustainable basis and to impose this obligation on commissioned third parties and ensure their compliance.

## **3. Enforcement**

Stadler Rail Group has the right to make appropriate changes to the provisions of this Code of Conduct in the event of changes to laws and/or standards and/or the Stadler Compliance Program. The business partner must acknowledge any such changes.

Stadler Rail Group is entitled at all times and with the measures it deems appropriate to check compliance with the Code of Conduct and/or to consult third parties for this purpose.

For violations of this Code of Conduct Stadler Rail Group reserves the right for adequate sanctions against the respective business partner. This can also lead to an immediate termination of the business relationship and a possible assertion of claims for damages and of other rights.

Questions regarding the Code of Conduct for Business Partners should be directed to the following address: [compliance@stadlerrail.com](mailto:compliance@stadlerrail.com).

Family name: .....

First name: .....

Company: .....

Position: .....

Place and date: .....

Signature of the business partner:

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