

Code of Conduct

I. Introduction

Prianto is convinced that out of respect for its business partners it is committed to total integrity in all its business relations. The references contained in this code of conduct refer to all service areas of Prianto.

In order to fulfil this objective Prianto demands and encourages its employees and business partners to adhere to the highest business ethical standards and to deal with and comply with all laws relevant to business. This applies to the applicable domestic laws as well as extraterritorial laws relating to the conduct of organisations, such as the FCPA (United States Foreign Corrupt Practices Act), the UK Bribery Act and similar anti-corruption laws of other countries in which Prianto and its business partners do business or which otherwise apply to Prianto and its business partners.

Prianto and its business partners are also obliged to keep themselves informed of developments and changes in all applicable regulatory and legal requirements. This applies in particular to (1) the implementation of efficient business controls to prevent and detect illegal behaviour, (2) the fulfilment of and agreement to contractual provisions requiring strict compliance with all applicable anti-corruption laws and other laws affecting their status and business activities, (3) the granting of audit rights to verify compliance with these laws, (4) the awareness of the need to establish and report on any actual or potential breach of these laws, (5) the need to ensure that Prianto and its business partners are kept informed of the latest developments and changes in the applicable regulatory and legal provisions and (6) the need to ensure that Prianto and its business partners are kept informed of the latest developments and changes in the applicable regulatory and legal provisions. violations of this Code of Conduct or applicable laws by employees or agents, and any actual or potential violations of the Standards of Business Conduct, this Code of Conduct and applicable laws by employees and agents; and (5) demonstrating compliance with and training of employees in these laws.

Prianto recognises the different legal and cultural environments in which its business partners operate but requires its business partners to comply with fundamental legal and ethical principles, which are explained in this Code of Conduct and to which Prianto also submits. This Code of Conduct is applicable to employees, temporary workers, agents, independent contractors and subcontractors. Any violation of this Code of Conduct by Prianto or its business partners will be considered a breach of contract and may result in termination of the business relationship.

II. Compliance with the Law

Competition Law

Prianto and its business partners are committed to comply with laws and regulations on fair trade and competition on the one hand, and to comply with local laws on the other. Prianto and its business partners may not discuss the following points with a competitor or enter into any formal or informal agreement: (a) prices, (b) matters relating to pricing, (c) production, (d) inventory, (e) offers or (f) allocation of sales territories, products, customers, or suppliers.

In certain jurisdictions where such conduct is considered unlawful, Prianto and its business partners may not interfere with the right of other resellers to freely determine the resale price of a product, may not restrict the reseller's right to sell products and may not tie the sale of products to an obligation to purchase additional products.

Prianto and its business partners may only use legally admissible means to collect market, product and price information.

Anti-Corruption Laws

To ensure a long-term and solid business relationship, Prianto and its business partners are committed to maintaining the highest standards of integrity in all business interactions. There is an absolute ban on bribery, corruption, extortion, bribery, and embezzlement. It is strictly forbidden to promise, offer, grant, deliver or receive, either directly or indirectly through third parties, services of value, in order to gain or retain business opportunities, bring business to a person or otherwise gain an improper advantage. For the purposes of this Directive, "services of value" include, but are not limited to, gifts, favours, entertainment, and hospitality beyond the customary scope.

Prianto and its business partners undertake to comply with all applicable anti-corruption laws including but not limited to the FCPA (United States Foreign Corrupt Practices Act) and the UK Bribery Act (together the "Anti-Corruption Acts"). In addition to the Anti-Bribery Acts, you may be required to comply with other applicable local laws or regulations relating to the offering or giving of gifts or entertainment of any kind to government officials and/or businesses. For example, offering and giving gifts or entertainment of any kind to federal, state and local government officials in the United States and some other countries, regardless of the purpose, may be strictly prohibited.

Prianto and its business partners undertake to comply with all applicable laws governing dealings with government officials. It is generally prohibited to promise, offer, authorize, give or receive any form of "bribe" or "facilitation payment" for routine governmental services, even if permitted by the FCPA or local laws.

Prianto also prohibits its business partners or their agents or employees from offering or giving cash or non-cash benefits, bribes or entertainment to Prianto employees with the improper intent of, for example, inducing the employee to commit a particular act. Prianto employees are also prohibited from soliciting such benefits. This prohibition also applies to the immediate family members of Prianto employees or Prianto employees' representatives. In the context of compliance with regard to anti-corruption, the document "Prianto Compliance Policy" also published here applies in its current version.

Records

Prianto and its business partners undertake to keep complete and accurate books of account and records of all transactions and other expenditure relating to its business activities. Untrue and/or misleading accounting practices, the creation of slush funds and similar illegal financial practices are expressly prohibited by Prianto and its business partners. Such practices may also violate applicable laws, including anti-corruption laws. Prianto employees and business partners must not participate in the creation or preparation of misleading, inaccurate or untrue transaction documents of any kind relevant to the business. Prianto and its business partners must refuse any request to create misleading, incorrect or untrue documents, for example for the "parking of financial resources" or for the misrepresentation of the intended use of financial resources.

Requests by Prianto employees to engage in unethical activities must be reported through one of the channels described at the end of this Code of Conduct.

Third Parties commissioned by Prianto

Prianto business partners are prohibited from entering into a contractual relationship in connection with business activities with Prianto with any third party that is involved in or suspected of involvement in bribery, kickbacks, illegal payments or other actions that may violate anti-corruption laws. To meet this requirement and to mitigate risk, business partners may subject a third party engaged in business activities to due diligence to ensure that it complies with anti-corruption laws. All employees, agents, representatives, representatives, subcontractors or other parties who have been or will be engaged by a business partner in the course of Prianto business activities must undertake to adhere to ethical and compliance standards at least as strict as those set out in this Code of Conduct.

Rules for Sales in the Public Sector

As mentioned above, in addition to anti-corruption laws and the strict prohibition of any form of bribery or unlawful payment, sales to public enterprises and officials, state authorities and institutions may be subject to additional restrictions. Prianto and its business partners are obliged to acquaint themselves with and comply with all laws and regulations concerning the sale of products and services to public enterprises.

International Trade Laws

Prianto and its business partners are obliged to acquaint themselves with the economic sanctions and trade embargoes imposed or approved by the government of the Federal Republic of Germany and the US government and to comply with them in transactions they undertake.

Furthermore, Prianto and its business partners are obliged to familiarise themselves with and comply with all applicable laws and regulations of the Federal Republic of Germany and the United States of America and in the relevant regional foreign jurisdictions. These include the laws for the prevention of money laundering, import and export regulations as well as customs regulations and tax law.

Laws on the Protection of Intellectual Property

Trademarks or other intellectual property rights may not be infringed by Prianto and its business partners. It is also forbidden to violate the intellectual property rights of third parties in any way. In particular, Prianto and its business partners may not participate in the production, distribution, storage or sale of counterfeit products which violate the intellectual property. Any violation of this provision, which Prianto determines at its own discretion based on information obtained by any means, including its own investigations, by its representatives or by a prosecuting or investigating authority, constitutes a breach of duty and entitles Prianto to terminate the business relationship.

Environmental Laws

Prianto and its business partners are committed to the environmentally sound management of their operations in accordance with all environmental laws, regulations, and standards. See also the Prianto Environmental Guidelines.

Human Rights, Labour Rights and Fair Labour Practices

Prianto and its business partners commit themselves to respect all health and safety regulations, all rights of people with disabilities, labour rights and fair working conditions. In particular, Prianto requires compliance with local requirements regarding minimum wages and maximum working hours and prohibits the use of forced labour, involuntary prison labour, involuntary work and dependent employment. Forced or involuntary prison labour refers to situations where workers have been sentenced to perform unpaid work. Dependent employment refers to situations where an employer prohibits his workers from freely and voluntarily terminating their employment. Non-free work refers to situations where workers work to pay off debts, often caused by another person, and offer work as compensation. Other forms of forced labour include situations where employment contracts contain unreasonable legal or practical restrictions that make it difficult for the worker to terminate his employment.

Child labour is prohibited. The term "child" refers to a person in employment who is under the age of 15 (or 14 in countries where the law permits), or of school age, or who has not yet reached the minimum age for employment in the country concerned (whichever is the highest). The implementation of statutory training programmes in the workplace in accordance with all laws and regulations is supported. Workers under the age of 18 are not permitted to perform hazardous work and may be excluded from night work in view of the training requirements.

Prianto and its business partners undertake to refrain from and to prevent discrimination based on race, colour, age, sex, sexual orientation, gender identity and expression, ethnic origin, religion, disability, trade union membership, marital status, or political affiliation.

III. Honest and Fair Marketing and Sales Practices and Compliance

1. Marketing and Sales Practices

The marketing and sales practices of Prianto and its business partners must reflect the commitment to honesty and fairness in all business dealings with their current and future customers. It is the obligation not to use misleading and deceptive practices.

2. Advertising Standards

Advertising, marketing or sales promotion measures with reference or reference Manufacturers with trademark protection rights must comply with all laws, rules and regulations and be truthful and correct. Advertising, marketing, and promotional materials must not contain false or misleading statements or imply deception. All statements in advertising, marketing and promotional materials must be supported by appropriate supporting documentation. Any advertising must clearly state the material conditions and limitations of the promotional offers.

It is prohibited to misrepresent products, services, and prices or to make unfair, misleading, inaccurate or false statements about competitive offers or to make such comparisons.

3. Conflicts of Interest

Prianto and its business partners may not engage in any business activity that could create a conflict between their interests as Prianto business partners and their separate duties or obligations to provide independent advice to a client in relation to products or services to be procured. In order to avoid actual, potential or apparent conflicts of interest, it is not permitted to act as an intermediary in cases where business partners have separate duties or obligations to provide independent advice to a client in relation to products and services to be procured to demand a commission or fee or any other kind of compensation payment. If a business partner believes that there is an actual or potential conflict of interest, the partner is obliged to provide all relevant details to a data protection officer at Prianto.

Prianto employees are obliged to comply with the Prianto Standards of Business Conduct. The selection of business partners is based on their service quality and business integrity. Prianto expects its employees to adhere to the highest ethical standards and requires them to avoid any action that might give the appearance of improper behaviour or conflict of interest. Prianto business partners must not encourage Prianto employees to violate the provisions of the Prianto Standards of Business Conduct.

IV. Compliance with Legal Requirements and Risk Management System

1. Business Controls

Prianto and its business partners are obliged to continuously carry out efficient business controls which can prevent or detect illegal behaviour by their employees or business partners. An effective business control programme should include at least the following components: (i) regular risk assessments with the purpose of adapting business controls to the current risk landscape, (ii) commitment to the use of programmes that ensure compliance with legal and ethical requirements regarding ethics, anti-corruption laws, environmental standards, occupational health and safety, business practices and work programmes, (iii) establishment of clearly defined chain of custody (code of conduct) and compliance procedures to implement the above objectives, (iv) adequate resources and accountability within the company, monitoring and implementing legal and ethical compliance programmes, (v) training and guidance on legal and ethical compliance programmes, (vi) appropriate incentives and disciplinary measures for legal and ethical compliance, (vii) due diligence procedures to assess the risk potential of third parties, (viii) clearly communicated processes for employees to report misconduct or seek advice without fear of retaliation and on a confidential basis, where permitted by law.

2. Investigations and Continuous Monitoring of Compliance with the Regulations in Force

In accordance with the applicable laws and contractual provisions, Prianto's business partners are obliged to provide Prianto with adequate support in any investigation of a violation of the Code of Conduct for Business Conduct by a Prianto employee in connection with the business activities of the business partner and to allow Prianto adequate access to all documents relating to compliance with this Code of Conduct.

Business partners should contact Prianto directly if they have any questions regarding this code of conduct for partners. Business partners are also obliged to inform Prianto of any action by their employees or agents and any action by Prianto employees or agents that in good faith constitutes an actual, apparent or possible violation of this code of conduct or applicable laws. Reports will be treated confidentially as far as circumstances permit. Reports should be addressed to the designated Prianto Data Protection Officer

Franz Obermayer
Email: franz.obermayer@complimant.de
Phone: +49 8683 98039-00

You also have the possibility to send an e-mail directly to the Prianto management at kontakt@prianto.com.

Use the following address for sending reports by mail:

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37-39 Avenue Ledru Rollin
Cedex 12
75570 Paris
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