



# CODE OF CONDUCT (COMPLIANCE)

*This policy applies for  
all companies of the Vorwerk SE & Co. KG Group except:  
Vorwerk (US) Inc., Vorwerk, LLC.*

*This policy comes into force as of **01 February 2024**.*

Editor: Vorwerk SE & Co. KG, Executive Board  
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This version supersedes all previous versions.

Wuppertal, 24 January 2024

A handwritten signature in black ink, appearing to read "Stoffmehl", written in a cursive style.

Dr. Thomas Stoffmehl  
Speaker of the Executive Board

A handwritten signature in blue ink, appearing to read "Paasch", written in a cursive style.

Hauke Paasch  
Member of the Executive Board

A handwritten signature in blue ink, appearing to read "Rodemann", written in a cursive style.

Dr. Thomas Rodemann  
Member of the Executive Board

**Abstract**

This policy establishes the **code of conduct** for the legally and ethically correct behavior of all **employees** as they carry out their business activities, in particular in dealings with customers, business partners, and authorities. Among other things, it contains regulations on dealing with gifts and invitations, and handling conflicts of interest.

**Crucial requirements**

This list is non-exhaustive and to be compliant, all requirements in this Corporate Policy need to be fulfilled.

<b>Requirements</b>	<b>Chapter</b>
General conduct	1-5
Conduct in relation to gifts	6-7
Conduct towards third parties	7
Conduct in response to misconduct by others	12-13

**Primary focus audience**

This policy is applicable to all employees.

In particular, we expect employees with managerial responsibility to familiarize themselves with the regulations and set an example in all situations.



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## Glossary

- *Must* = This expresses a mandatory requirement. Exceptions are only possible to the extent indicated in the policy. An exception from the application of the policy to individual matters is only possible in consultation with the body issuing the policy; this must always occur in writing.
- *Must not* = This expresses a prohibited action. Exceptions are only possible to the extent indicated in the policy. An exception from the application of the policy to individual matters is only possible in consultation with the body issuing the policy; this must always occur in writing.
- *Should* = This expresses an optional requirement.

## Abbreviations

- e.g. = for example

## Preamble

Our Code of Conduct contains important **behavioral rules**. They help us correctly and appropriately respond to ethical and legal issues that arise in our day-to-day operations, in strategic considerations, as well as during decision-making processes. Where the regional situation requires, local standards may supplement the Code of Conduct.

Our Code of Conduct is **not static**, it is **constantly being refined** and adapting to changing legal and business conditions to which Vorwerk is exposed as an international company.

This is the reason for this revision of our Code of Conduct. This new version is derived from **Vorwerk's values and vision**, that is, the guiding principles that our company pursues. These also include the principles of the Global Compact Initiative established by the UN.

Vorwerk's commitment to ensuring ethically and legally correct dealings in all its business transactions is inseparably linked with the manner in which we conduct ourselves in our daily work. We therefore expect that all employees, without exception, follow the internal rules as well as all laws, avoid conflicts of interest, protect Vorwerk's assets, and consider the customs, traditions, and social values of the respective countries and cultures in which we operate. Misconduct, which also includes alternative solutions and workarounds, is never in the interest of Vorwerk.

If you have any questions or problems concerning these issues, please get in touch with your manager. He or she would be pleased to help you find a clear answer to your questions. And, above all: follow the Code of Conduct and make sure that others do the same. Because we should never forget that our values and living these values is how we define ourselves towards third parties. So our reputation and good name are in your hands.

## 1. Compliance with laws and social norms

Vorwerk operates in numerous product markets and many regions of the world and is therefore subject to various legal systems. To us, being a responsible corporate citizen means ensuring that Vorwerk employees comply with all applicable laws, irrespective of whether these apply at merely a local level or nationwide, and also observing national customs, traditions, and other social norms. A violation can seriously damage Vorwerk's reputation or have other negative consequences.

Every manager must stay informed of the key legal fields of relevance for the core business in their relevant area of activity and ensure that the Vorwerk policies are distributed and established within their organization, as well as implementing ongoing information and training measures to raise awareness of compliance topics amongst their employees.

## 2. Individual responsibility for Vorwerk's reputation

Vorwerk's reputation is largely defined by the conduct and actions of every single employee, irrespective of their position in the Vorwerk organization. Even just a single instance of misconduct by an individual can have a considerable negative impact on Vorwerk. Personal integrity and a distinct sense of responsibility help us decide which course of behavior is appropriate in a certain situation. We should always ask ourselves:

- Do my actions and my decisions comply with the relevant laws and norms, as well as the Vorwerk values and standards?
- Are my actions and decisions always appropriate and free of personal conflicts of interest?
- Does my decision stand up to public scrutiny?
- Does my conduct support Vorwerk's reputation as a company that is committed to high ethical and legal standards?

## 3. Mutual respect

The success of Vorwerk depends on the global perception of our responsibility to develop and promote the various talents and skills of our employees. Employees and applicants are assessed based on the principle of equal treatment. The advertisement of vacant positions, recruitment, remuneration, interaction, and the ongoing support for our employees take place in compliance with all relevant laws and regulations.

We are committed to creating an environment that champions mutual respect, support and teamwork. We value an environment that promotes open communication, continuous development, and diversity. These are the foundations of our success, both now and into the future. Our goal is to create an attractive work environment for talented and motivated employees that helps them develop and realize their potential, independent of the individual requirements in each specific case.

Each of us is responsible for creating a productive work environment that recognizes commitment, trust, and respect. We are aware of our obligation to respect the personal dignity, privacy, and personal rights of all employees as well as our customers, service providers, and suppliers.

Vorwerk expects its employees, customers, service providers, and suppliers to recognize and observe these principles.

## 4. Safety, health, environment

Vorwerk and all its employees are jointly responsible for protecting people and the environment, as well as for ensuring that we promote safe and welcoming operating locations. Protecting people and the environment and conserving resources have long been fundamental corporate goals. Vorwerk is committed to sustainable and socially responsible business, to creating safe and healthy working conditions, as well as to striving for continuous progress in the areas of health, safety, and the environment. Each of us is responsible for:

- carrying out their work such that third parties and the environment are not placed at risk,
- immediately reporting any accidents, business interruptions, or other dangerous conditions to the responsible positions within the company so that potential hazards can be eliminated and damage limited as quickly and efficiently as possible.

## 5. Conflicts of interest

We expect both ourselves as well as our business partners to observe the highest ethical standards. Private interests and Vorwerk's interests must be kept strictly separate. Employees should therefore avoid situations that could lead to a conflict between their personal interests and the interests of Vorwerk. They must act in the best interests of Vorwerk in contact with existing or potential customers, suppliers, contractors, and competitors, and preclude any personal benefit.

Possible conflicts of interest can particularly occur in the following situations:

### Business relationships

- In business relationships with another company in which an employee, relative, or friend of an employee directly or indirectly holds a significant participating interest.
- In transactions with another company, if a relative or friend of an employee is involved in this transaction for the other company or has a financial interest in the transaction.
- In transactions with former employees or friends or relatives of an employee.

Where a conflict of interest exists, the manager must be informed and the employee must await a decision on the next steps; this process must be documented in writing.

### Private activities

Integrity and loyalty are also essential for private activities of employees that may impact on Vorwerk. All employees must first seek approval for sideline activities from their manager or People & Culture, if

- the sideline activities or preliminary activities impair the operational and professional performances of employees,
- the sideline activities may lead to a conflict with the current or proposed Vorwerk business activities,
- Vorwerk facilities are to be used or Vorwerk operational experience commercialized.

Express written approval must also be obtained from People & Culture, if employees wish to take on roles in companies with which Vorwerk is in a business or competitive relationship.

### Social engagement

Vorwerk welcomes the private engagement of employees in clubs, political parties, and other social, political and cultural organizations, provided that these pursue generally accepted and lawful

objectives, and the engagement does not place the fulfillment of employment duties at risk. However, this type of engagement must not negatively affect Vorwerk's reputation; employees must not refer to their position in the company when expressing private opinions in public.

## **6. Corporate citizenship, donations**

The following rules apply in the absence of more stringent requirements for individual Vorwerk companies: only budgeted donations may be made. Donations that exceed EUR 10,000 in total per annum and recipient must be approved by the Executive Board. Corporate Communications must be informed of significant donations. Donations should always support charitable purposes and be tax deductible. Donations are not made to political parties.

## **7. Dealing with business partners, authorities, and other stakeholders**

We expect our suppliers and service providers to comply with our ethical standards, including the principles of the Global Compact.

Vorwerk's success in the market is due to the quality of its innovative products and services. We reach decisions based on prudent commercial aspects in compliance with the laws and standards.

Our conduct in business relationships with others is impeccable at all times, we follow applicable laws and comply with the relevant provisions intended to combat corruption, bribery, and fraud, and avoid even the mere appearance of a conflict of interest.

### **Accepting and granting benefits**

We are aware that, in order to maintain the trust of others as well as long-term business relationships, we need to avoid any appearance of conflict between our personal interests and the interests of Vorwerk. As Vorwerk employees, we are aware of our responsibility to conduct ourselves in business in a manner that avoids any personal dependencies or obligations of any kind. We must not allow ourselves to be influenced in our business relationships and in our conduct by any kinds of gifts, incentives, or other benefits. We are aware that granting and accepting such benefits can expose Vorwerk to a legal risk and can damage our business relationships and our reputation.

As a result, employees must not directly or indirectly request, accept, offer, or grant undue benefits, whether in the form of monetary payments, gifts, or other perks or payments in their business relationships. This applies in relation to persons and companies as well as authorities or other institutions. In particular, no benefits may be offered or granted to any domestic or foreign officials. This does not include (where permitted under local law) general, customary token or promotional gifts, hospitality, or other customary, verifiably low-value gifts. A strict standard must be applied when assessing the customary nature or value to avoid even the mere impression of undue influence.



More detailed regulations are provided in the **annex on "Gifts and invitations"**. Among other things, this contains value limits for invitations and gifts.

### **Approval**

If employees intend to grant a gift to anyone, if they have even the slightest doubt as to whether this could influence a decision, they should ask the recipient to have the acceptance of the gift approved by their manager. If the recipient refuses, it shows that they themselves believe the gift to be inappropriate.

In case of doubt, Vorwerk employees must also have the acceptance of gifts approved by their manager.

### **Money laundering**

No employee may independently or jointly take action that violates domestic or foreign anti-money laundering provisions. In case of doubt as to the permissibility of transactions that include the transfer of cash, the responsible Finance department must be consulted in good time.

## **8. Conduct in the market and competition**

All employees are obliged to refrain from any conduct that violates the rules of fair competition or antitrust law. This especially relates to all interactions with suppliers and service providers, distributors, and members of the Sales Force, or competitors. Particularly critical practices include price agreements, arrangements concerning production capacities and market allocation, as well as the exchange of information between competitors that can be used to coordinate behavior on the market.

## **9. Protection of assets and competition-relevant information**

All employees are jointly responsible for protecting the tangible and intangible assets of the Vorwerk Group within their area of responsibility. Information security is particularly important in this respect. All employees are required to use all electronic information systems in a respectful as well as ethically and legally sound manner, and use the available safeguards/security processes (especially encryption, passwords) to protect Vorwerk-related information.

### **Private use of company property**

Employees may only use Vorwerk systems and equipment, and other company property for non-operational purposes with the express permission of the person responsible or in accordance with the applicable company policies.

**Handling confidential information**

Confidential information must be handled in accordance with the relevant policies and Group Information Security regulations.

**10. Prevention of contract risks**

Vorwerk honors its obligations from agreements with third parties. To prevent any misunderstandings and unintentional consequences, the Vorwerk risk management system requires all employees responsible for establishing agreements and contracts to carefully weigh up the rights and obligations or risks before concluding a contract. The requirements of prudent management include obtaining qualified legal counsel in good time as needed.

**11. Financial integrity**

To maintain the trust of shareholders, employees, business partners, as well as the public and government bodies, our reporting must always be correct and truthful.

**Reporting**

All records and reports that are published externally must be prepared on time and in compliance with the relevant laws.

**Accounting**

In line with the legal requirements and in compliance with the accepted accounting standards, data records and other records must always be complete, correct, timely, and compatible with the system, and appropriately reflect the actual situation as regards the net assets, financial position and results of operations, as well as the cash flows of Vorwerk. We transact our business at all locations in which Vorwerk operates in compliance with all the relevant laws. We, the Vorwerk employees, are committed to doing the right thing.

**12. Implementation and sanctions**

The regulations in this Code of Conduct convey the essential components of the Vorwerk corporate culture and are binding for all employees. But the Code of Conduct cannot be considered a basis for demanding a certain behavior from Vorwerk or be used to assert contractual claims against Vorwerk. We, the Vorwerk employees, are aware that violations of laws, regardless of whether they are part of this Code of Conduct or other Vorwerk policies, may be punished with written warnings, claims for damages, or the termination of the employment relationship. In addition, managers may be held responsible, if they fail to uncover violations in their area of responsibility and this failure is due to inadequate supervision of their assigned employees.

**Advice**

Vorwerk endeavors to provide its employees with the information and advice that they need to avoid any potential violations of laws or the Code of Conduct, as well as other Vorwerk policies. However, all employees are urged to seek the advice of their manager, Group Legal, People & Culture, and/or Group Internal Audit in cases of doubt.

**Complaints and information**

Violations of laws, the Code of Conduct, or other Vorwerk policies can be communicated to the relevant manager, Group Legal, People & Culture, and/or Group Internal Audit.

When making notifications, the applicable laws must be observed; in particular, anyone who knowingly states untrue facts in relation to another may be liable to prosecution.

**Reprisals**

Vorwerk will not take or tolerate any retaliatory measures against employees who report violations. Vorwerk does not tolerate any attempts by employees to prevent the submission of such reports.

**13. Vorwerk Group compliance organization****Compliance Committee**

To support compliance within the Vorwerk Group, it has set up a Compliance Committee.

All areas of the company support the work of the Compliance Committee.

As part of its work, the Compliance Committee has unrestricted access to all departments, records, company premises, all staff, and personal data (in consideration of the privacy requirements), including audit results and reports, as well as audit communications from external parties (e.g., auditors, tax authorities, customs, social security authorities).

**Whistleblower system**

Vorwerk encourages all employees, persons in a sales partnership, and other business contacts to directly report any suspected compliance violations.

This should usually take place via the direct manager (or, in case of third parties, the usual point of contact) or the manager at the next-higher level, the HR department, or the Works Council.

If this is not possible or not appropriate, the "SpeakUp" whistleblower system can also be used. A Case Management Team headed by the Head of Group Corporate Governance objectively and fairly investigates all notifications received through this channel. This takes place whilst maintaining strict confidentiality (to the extent legally permissible). Persons concerned are informed of



accusations made against them (usually after the preliminary investigation of the matter) and are given the opportunity to make a statement.

Vorwerk does not tolerate any retaliatory measures or reprisals in relation to whistleblowers who have acted in good faith. On the other hand, any abuse of the whistleblower system is not tolerated; the deliberate submission of false assertions concerning a third party may constitute a criminal offense.

## **Annex: "Gifts and invitations"**

Gifts (or other benefits, invitations) that may impair the free and appropriate decision-making of the persons concerned are prohibited. This applies for acceptance of gifts by employees of a Vorwerk company as well as, vice versa, for the offering of gifts to a third party by employees of a Vorwerk company. In these instances, even the appearance of undue suggestibility or influence must be avoided.

In particular, requesting or encouraging the provision of gifts, or giving the appearance that such action may influence a business decision is prohibited.

The acceptance or offering of **monetary gifts** and gifts that can be traded in a manner similar to securities or means of payment (e.g., vouchers equivalent to cash) are always prohibited.

These bans apply accordingly for gifts to family members or other related parties.

By contrast, gifts by a Vorwerk company to customers (end consumers) and members or its own sales force (natural persons), as well as employees of Vorwerk companies are usually possible in strict compliance with any resulting tax or social security requirements.

If gifts or other benefits are sent, or invitations issued in writing or by email, these must always be sent to the recipient's official company address (never the private address).

### **Permissibility of gifts or other benefits**

#### **De minimis limit**

Gifts within a business relationship up to a value limit of **EUR 25** per annum and employee are usually considered unproblematic (acceptance and issuance).

#### **Gifts above the de minimis limit**

The acceptance or issuance of gifts above the EUR 25 amount per annum and person requires the prior consent of the management. It shall consider whether the gift is one that may create the appearance of undue influence and, to that end, shall take particular care to determine whether the business occasion and the value of the gift are in reasonable proportion to each other.

For management members of a Vorwerk company, the consent is replaced by their independent decision, of which the manager must be promptly informed.

#### **Disproportionate gifts**

Disproportionate gifts must be rejected and returned as necessary. In cases of doubt, we advise holding a company-wide raffle or donating the gift to a good cause.

#### **Documentation**

Any approval by the management or notification of managers must be archived by the person concerned and made available for review by Group Internal Audit.

#### **Discounts and reductions**

Discounts and reductions may only be accepted if they at least apply for all employees of the same Vorwerk company (staff discount).

**Disclosure obligation**

If an employee of a Vorwerk company is repeatedly offered gifts above the de minimis limit within a business relationship, the manager must be informed even if the gift is refused.

**Permissibility of invitations**

Invitations must have a **commercial intent** and the scope of the invitations, as well as the frequency of invitations must be **appropriate** for the commercial intent.

The person issuing the invite (or an appropriate representative) must be present at the event.

**Purely business meals**

Invitations (issuance or acceptance) to purely business meals, not including spouses/escorts and not including an (or with an insignificant) entertainment/leisure component:

- a) Monetary value < **EUR 65** per invited person: unproblematic with regard to undue influence;
- b) From **EUR 65 to 130**: the manager must be informed of the invitation, the reason, the group of participants, and the location (in advance where possible, but no later than with the submission of the expense report); this reporting obligation does not apply for members of the management;
- c) > **EUR 130**: only with the prior consent of the management; this must be archived and made available for review by Group Internal Audit. Retrospective approval is only possible in justified exceptional cases. For members of the management of a Vorwerk company, the consent is replaced by their independent decision, of which the superior must be promptly informed.

Other invitations, especially including an entertainment/leisure component

All other invitations (issuance or acceptance), especially to events with an entertainment/leisure component, must be carefully checked to confirm that the invitation is appropriate for the business occasion. In particular, invitations that are predominantly for entertainment/leisure purposes or where accompanying persons are also invited are only considered appropriate in exceptional cases.

- a) Invitations to exclusively business events within the scope of the employment job profile (irrespective of the monetary value) are unproblematic, provided that the professional/substantive part clearly outweighs any entertainment/leisure component;
- b) Other invitations with a monetary value **up to EUR 130** per invited person: the manager must be informed of the invitation, the reason, the group of participants, and the location (in advance where possible, but no later than with the submission of the expense report); this reporting obligation does not apply for members of the management;

- c) Other invitations with a monetary value > **EUR 130** per invited person: only with the prior consent of the management; this must be archived and made available for review by Group Internal Audit. Retrospective approval is only possible in justified exceptional cases. For members of the management of a Vorwerk company, the consent is replaced by their independent decision, of which the superior must be promptly informed.

The acceptance or issuance of invitations to purely entertainment/leisure events are considered non-cash benefit and must be treated as gifts.

Travel and accommodation costs may only be covered by an invitation in exceptional cases, e.g., if this occurs as appropriate consideration for a service by the invited person (for a lecture or the like).

Invitations to virtual events are essentially subject to the value limits for gifts (cf. EUR 25 de minimis limit). However, they are fundamentally unproblematic (irrespective of the monetary value) if they are purely professional, the content is related to the job profile of the invitee, and the professional/substantive part clearly outweighs any entertainment/leisure component.

#### **Gifts to civil servants and local laws**

Particular caution is necessary for gifts to civil servants and other holders of a public office. In this case, merely offering as well as issuing gifts, invitations, and other benefits in kind, even of the smallest (monetary) values, can constitute a serious offense. Strict compliance with the applicable local laws must be ensured! If more stringent local laws are in place, these always take precedence.