



**Guideline R018**  
Code of Conduct

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## 1 Preamble

SITA IPS GmbH a 100% subsidiary of SITA, is an international service provider for automated passenger handling for airlines and airports. The product portfolio comprises kiosk check-in and self bag drop hardware through to software implementations as well as service delivery and maintenance. SITA IPS GmbH has huge expertise in this sector with lots of successful customer-projects around the world.

SITA IPS GmbH is aware of its social role and responsibility towards customers, business partners and employees. The success of our company depends largely on the trust of our customers, business partners and employees. In this Code of Conduct, we commit ourselves to adhering to principles that guide our corporate and social actions. Our managers bear particular responsibility for the implementation of these principles, which serve as a guideline for our employees to act on their own responsibility. The aim of this Code of Conduct is to further strengthen confidence in the performance and integrity of the SITA Group.

This SITA IPS GmbH Code of Conduct is more specific and detailed than the previous Code of Conduct and replaces it. However, it cannot and should not provide detailed instructions for all situations. Rather, it represents the general framework and basic instructions for action according to which the actions of SITA IPS GmbH are guided. If necessary, its implementation is therefore determined by internal company rules and instructions, whereby existing guidelines apply in addition to the Code of Conduct. Adjustments can be made locally to take account of special situations. However, they must always be based on the current Code of Conduct.

## 2 Honest conduct that abides by the rules

- a) The objectives of the Code of Conduct can only be achieved if all stakeholders are involved. The requirements of this Code of Conduct are therefore equally binding on all employees.
- b) Employees must comply with all applicable laws and regulations in their work environment and with internal instructions and guidelines.
- c) Employees shall conduct themselves honestly and fairly in their working environment and shall avoid any conflict between their private interests and the business interests of SITA IPS GmbH or those of their customers.
- d) All employees are expressly encouraged to contact either the Chairperson of the Supervisory Board, the Chairperson of the Works Council, the Legal Department Management or HR Management if they suspect improper conduct. This can prevent minor problems from turning into major ones. No employee who makes

such a report in good faith need fear any adverse consequences, even if the report turns out to be unfounded. Such reports can also be made anonymously.

- e) Managers are role models. They are responsible for their own conduct and that of the employees in their area of responsibility as well as for the proper observance of all procedures and guidelines laid down for the avoidance of reputational or legal risks.

### **3 Global Compact Initiative, equal opportunities and respectful treatment of one another**

- a) SITA IPS GmbH recognizes the core values of the Global Compact Initiative and acts in accordance with them. SITA IPS GmbH will:
  - I. support and respect the protection of internationally asserted human rights and ensure that the company does not participate in human rights violations,
  - II. advocate the elimination of all forms of forced and compulsory labor, the effective abolition of child labor and the elimination of discrimination in employment and occupation,
  - III. prudently address environmental challenges, support initiatives to promote a more responsible approach to the environment and promote the development, implementation and spread of environmentally friendly technologies,
  - IV. take action against all forms of corruption, including extortion and bribery.
- b) SITA IPS GmbH respects the dignity and personality of each employee. Our dealings with each other shall be characterized by mutual respect, fairness, team spirit, professionalism and openness. Managers act as role models and should be competent contact persons, especially in conflict situations.
- c) SITA IPS GmbH promotes equal opportunities and diversity. We regard both as indispensable prerequisites for a high reputation and entrepreneurial success. No employee or applicant is discriminated against based on gender, marital status, race, skin color, nationality, identity or expression of identity, age, disability, religion or sexual orientation. The selection, training and promotion of employees is decided exclusively based on job-related criteria.
- d) Outstanding performance is a prerequisite for commercial success. SITA IPS GmbH will therefore particularly develop and promote talented employees who contribute to the sustainable success of the company both through their performance and

through their social skills. SITA IPS GmbH offers appropriate opportunities for professional and personal development and encourages employees to take advantage of such opportunities.

- e) SITA IPS GmbH is committed to ensuring that employees are able to reconcile commercial concerns with their private lives. Particular attention is paid to the compatibility of family and career

## **4 Protection of company assets and natural resources**

- a) The assets and operating facilities, business documents and work equipment of SITA IPS GmbH may neither be misused for private purposes nor handed over to third parties if this could impair SITA IPS GmbH interests.
- b) In their work, employees shall strive to protect natural resources and ensure that SITA IPS GmbH business activities minimize the impact on the environment through material conservation, energy-saving planning and the reduction and recycling of waste. When selecting suppliers, advertising materials or other external services, every employee should consider ecological and social criteria as well as economic aspects.

## **5 Confidentiality and protection of personal data**

- a) Employees shall keep confidential all confidential matters relating to the company, its contractual partners and customers, in particular business and trade secrets, which have come to their knowledge in the course of their work for SITA IPS GmbH, both during and after leaving the employment relationship. Official documents and data carriers are to be protected against access by unauthorized third parties.
- b) Personal data may be collected, processed or used only to the extent necessary for specified, explicit and legitimate purposes. The use of data must be transparent to data subjects. Their rights of access and rectification and, where appropriate, objection, blocking and deletion must be safeguarded.

## **6 Avoiding conflicts of interest with customers and business partners**

- a) SITA IPS GmbH strives for sustainable business relationships with its customers and business partners to the benefit of both parties.
- b) Every employee must therefore ensure that the interests of our customers are considered in a fair manner. The interests of customers or business partners must not be placed in the foreground to the detriment of other customers.
- c) SITA IPS GmbH attaches great importance to ensuring that its employees do not become involved conflicts of interest or loyalty in the course of their work. Potential conflicts should be identified and avoided as early as possible.

## **7 Avoiding personal conflicts of interest**

- a) If employees get into conflicts between their personal interests and the professional tasks or the interests of SITA IPS GmbH or its customers, this can damage the reputation of these employees and SITA IPS GmbH.
- b) Employees should therefore avoid such situations in the interest of SITA IPS GmbH as well as in their own interest. This means in particular:
  - I. No secondary activities affecting the duration of the contractual obligations or the competitive interests of SITA IPS GmbH. Sideline activities must be approved in advance by the supervisor and the HR department. Honorary posts of limited duration do not have to be reported.
  - II. No financial investments in companies that may be affected by the employee's own or SITA IPS GmbH professional decisions (exception: listed stock corporations).
  - III. The employee's superior and the Legal Department must be notified in advance if contracts are awarded to relatives/life partners or other parties close to employees, if known. This also applies to transactions with companies in which family members directly or indirectly hold an interest, except for an interest of <3% in a listed stock corporation.
  - IV. Where possible, no direct reporting lines between children, parents, spouses or life partners.

- V. No assumption of entrepreneurially responsible positions (e.g. board member, Managing Director, member of Management Board) with customers, business partners or competitors without the prior consent of the management, following the notification of the Legal Department.
- c) In case of doubt, please contact the Legal Department. The perception of third parties is decisive. Even the appearance of a personal conflict of interest is detrimental.

## **8 Gifts, business meals and events**

There are far more restrictions regarding gifts and invitations in business life today than a few years ago. For this reason, gifts and invitations may only be granted or accepted if, as a gesture of courtesy, they comply with general business practices and if the improper influencing of a business decision or official act can be excluded from the outset. This also applies to gifts and invitations on or as part of official company events or business conferences:

- a) Gifts, business meals and events for information, representation or entertainment purposes shall never be used to obtain unfair business advantages and shall never be carried out to such an extent or in such a way that could be appropriate for calling into question the professional independence and judgement of the parties involved.
- b) Employees can protect themselves from misunderstandings by observing the following guidelines:
  - I. No objections to appropriate business entertainment and meals for immediate business purpose
  - II. No objections to giveaways of minor value.
  - III. In principle, no objections to gifts with a market value of up to €40 gross (guideline value), unless
    - i. presented shortly before the conclusion of contracts or negotiations,
    - ii. delivered to the private address or in any other non-transparent manner.
- c) Never cash or money substitutes such as cheques or gift vouchers.
- d) Invitations for representative purposes or with a predominant or partial entertainment part only:



- I. after particular scrutiny with regard to customary business practices and appropriateness,
- II. when the host's representative is present,
- III. if participation is not repeated frequently and
- IV. the travel and accommodation costs are not borne by the inviting business partner.

In case of doubt, the Legal Department should be consulted.

- e) Special care should be taken with public officials. Whereby, the rules for gifts and invitations from the respective employer must be observed.

## **9 Donations and sponsoring**

The management decides on donations and sponsoring. They may not be used to obtain unfair advantages indirectly from business partners.

## **10 Zero tolerance for corruption**

- a) SITA IPS GmbH is committed to complying with all laws and regulations relating to bribery and corruption, including the UK Bribery Act and the Foreign Corrupt Practices Act (FCPA). SITA IPS GmbH also complies with the United Nations Global Compact and takes action against all forms of corruption, including extortion and bribery (see section 3 a) IV).
- b) SITA IPS GmbH market success is based on performance, flexibility and service readiness and must not be obtained through unfair payments. Our business partners rely on the professional judgement of our employees. SITA IPS GmbH therefore does not tolerate any form of bribery or the acceptance or granting of benefits.
- c) Anyone who does not observe the rules for gifts and invitations in Section 8 runs the risk of becoming liable to prosecution for corruption offences. Even the promise or demand of unfair advantages can be punishable.
- d) In the case of invitations and contributions to public officials, their internal rules for gifts and invitations must always be observed. The use of benefits regarding public

officials, whether it is an acceptance or granting of benefits, maybe punishable by law if only because it is made regarding the official position. It is not necessary for the exercise of office to be influenced in an unfair manner. Any person entrusted with the performance of public duties may be a public official, not only civil servants and employees of the public service.

## 11 Protection of competition

- a) SITA IPS GmbH does not participate in illegal agreements and practices restricting competition, agreements on prices, conditions and market sharing with competitors. Before employees deviate from the procedures set forth in the cooperation agreements and approved by the Legal Department, they must clarify with the Legal Department that this does not have any unlawful impact on competition.
- b) In contacts with competitors and business partners, SITA IPS GmbH employees will not discuss internal matters, such as prices and terms of sale or financing, costs, market overviews, organizational procedures or other confidential information, with which competitors or business partners may gain competitive advantage, without first consulting the Legal Department.

## 12 Consequences of non-compliance

Violations of these rules can result in considerable loss of reputation and legal disadvantages for the employees concerned, their colleagues and SITA IPS GmbH itself, including fines and criminal proceedings. In addition, violations that constitute a breach of employment contract obligations can lead to measures under labor law being taken by SITA IPS GmbH.

SITA IPS GmbH  
Dortmund, 01.09.2020

Dr. Georg Oschmann  
(Managing Director)