

ADS-TEC Energy

# Code of Business Ethics

## Agenda

1	Anti-Corruption .....	3
2	Anti-Trust and Competition .....	3
3	Personal Data and Privacy .....	3
4	Fair Treatment of Employees .....	4
5	Financial Integrity and Protection of Assets .....	4
6	Protect Non-Public Information .....	4
7	Avoiding Conflicts of Interest and Improper Gifts .....	4
8	Accurate Accounting and Reporting .....	5
9	Our Commitment to Sustainability .....	5
10	External Communication .....	6
11	Responsible Marketing Practices .....	6
12	Reporting Violations .....	6
13	Non-Retaliation .....	6
14	Administration .....	6

Version	Date	Editor	Changes
1.0	07.12.2021	NeRh	

This Code of Business Ethics (this “Code”) sets the basic requirements and principles for working at ADS-TEC Energy Group, which shall be applicable to all of the company’s and its subsidiaries’ directors, officers, employees, consultants and contractors. All employees are required to read and acknowledge that they understand the contents of this Code.

**CEO Message:**

ADS-TEC Energy Group is committed to conducting business responsibly, and we expect employees to always act with honesty and integrity. We conduct our operations in accordance with internationally accepted principles of good corporate governance, and we provide timely and reliable information to all shareholders about our activities and financial and other performance.

Anyone working for or on behalf of ADS-TEC Energy Group is expected to adhere to the following principles.

## 1 Anti-Corruption

We have a zero-tolerance approach to bribery and corruption. Employees must not directly or indirectly (e.g., via suppliers, agents, distributors, consultants, etc.) offer or give bribes, including facilitation payments to any public official or other individual that is intended to influence any decision about ADS-TEC Energy. Employees may not request or receive bribes or any improper advantages from any third party.

## 2 Anti-Trust and Competition

ADS-TEC Energy rejects corruption and bribery. We promote transparency, integrity and responsible leadership and control in the company and we work against corruption in all its forms, including extortion and bribery.

We never seek to improperly influence officials, and follow clean and recognized business practices for fair competition. ADS-TEC Energy Group’s focus is on professional behavior and quality-oriented work.

## 3 Personal Data and Privacy

We only process personal data in accordance with data privacy laws in the respective countries where we operate. We actively work to safeguard data and we only use data for legitimate business purposes.

## 4 Fair Treatment of Employees

We are committed to creating and maintaining a positive work environment that promotes all forms of diversity and inclusion, and we promote equal opportunities. We base our business on mutual trust and respect, and we treat everyone equally.

We do not tolerate discrimination, harassment, or bullying, and work actively to prevent these. Providing a safe work environment is of the utmost importance.

## 5 Financial Integrity and Protection of Assets

Employees are responsible for ensuring that company assets are protected at all times. This includes physical assets, financial assets, and intellectual property ("IP").

IP and confidential business information is handled responsibly. We never share such information externally without proper legal guidance, and we only share internally on a need-to-know basis. Employees are expected to treat all such information responsibly.

We maintain compliance with all relevant securities laws and anti-money laundering regulations, as well as export and customs controls, embargoes, and sanctions.

## 6 Protect Non-Public Information

We maintain compliance with all relevant insider-trading regulations. Employees who are aware of material, non-public information about ADS-TEC Energy Group may not directly or indirectly engage in an action to take advantage of such information.

For more detail, see the ADS-TEC ENERGY PLC Insider Trading Policy, which includes, but is not limited to, protection for the following types of information:

R&D information, business plans, product designs, product and marketing strategies, and new product launches;

Financial information such as proposals, pricings, and product costs;

Operational information such as major management changes and plans for mergers and acquisitions.

## 7 Avoiding Conflicts of Interest and Improper Gifts

We avoid conflicts of interest wherever possible, except as may be allowed under guidelines or resolutions approved by the Board. Anything that would be a conflict of interest for a person subject to this Code also will be a conflict of interest for a member of his or her immediate family or any other close relative.

Examples of conflict of interest situations include, but are not limited to, the following:

- Any significant ownership interest in any competitor, customer or supplier, or other service provider. Significant participation in an investment or outside business opportunity that is directly related to the company's lines of business must be pre-approved.
- Any consulting or employment relationship with any supplier or customer. Activity that enhances or supports the position of a competitor to the detriment of the company is prohibited, including employment by or service on the board of a competitor. Employment by or service on the board of a customer or supplier or other service provider requires pre-authorization in advance from management and the company's General Counsel. Employees may not accept any outside work for pay without prior permission.
- Exercising supervisory or other authority on behalf of the company over a co-worker who is also a family member. The employee's manager and/or the company's General Counsel will consult with the Human Resources department to assess the advisability of reassignment.
- The receipt of any money, non-nominal gifts or excessive entertainment from any entity with which the company has current or prospective business dealings. In determining whether the acceptance of a gift creates an inappropriate conflict of interest, the company will consider whether the gifts are non-customary in nature, not reasonable in value, prohibited by law, prohibited by the company's policies, provided in inappropriate venues (such as gambling facilities or adult entertainment establishments). Regardless of the factors, employees should never give or accept gifts, or anything else of value, if it could appear to be improper influence on any business decision.
- Selling anything to the company or buying anything from the company, except on the same terms and conditions as comparable employees are permitted to so purchase or sell.
- Any other financial transaction, arrangement or relationship (including any indebtedness or guarantee of indebtedness) involving the company.
- Any other circumstance, event, relationship or situation in which the personal interest of a person subject to this Code interferes - or even appears to interfere - with the interests of the company as a whole.

## 8 Accurate Accounting and Reporting

Financial and other reports must be accurate and complete. Any failure to record transactions accurately or create misleading information could constitute fraud and result in fines and penalties. All Employees must take active measures to ensure the accuracy of information.

## 9 Our Commitment to Sustainability

Our sustainability efforts are designed to minimize any negative environmental impacts and maximize the positive ones. All employees contribute to our ambitions and can help to make a difference and we

are committed to the achievement of the Sustainable Development Goals. For more information, see the ADS-TEC Energy Group Sustainability policy [here](#).

## 10 External Communication

Only persons authorized by ADS-TEC Energy Group can speak to the media, investors, or analysts regarding the company. This policy covers posting on any social media site.

For more information on who is an authorized person, please see the ADS-TEC ENERGY PLC Regulation FD Corporate Communications Policy.

## 11 Responsible Marketing Practices

ADS-TEC Energy Group adheres to all responsible marketing practices. This includes, but is not limited to, ensuring all marketing information is true and refraining from marketing that improperly targets children or other vulnerable groups.

## 12 Reporting Violations

Any person who becomes aware of any existing or potential breach of this Code is required to take action. To report potential violations, employees should contact [Compliance@ADS-TEC-energy.com](mailto:Compliance@ADS-TEC-energy.com). The company will investigate all reported possible Code violations promptly and with the highest degree of confidentiality that is possible under the specific circumstances.

## 13 Non-Retaliation

The company encourages all employees to raise questions or concerns regarding this Code. The company will not tolerate retaliation against anyone for raising in good faith such questions or concerns about this Code, any company policy or the law. If any employee believes he or she has been subjected to any harassment, threat, demotion, discharge, discrimination or retaliation by the company or its employees for reporting concerns or complaints under this Code, he or she may file a complaint with the company's General Counsel or Human Resources

## 14 Administration

All Employees will review this Code and complete the Code of Ethics electronic employee acknowledgement.