



CODE ON DEMAND

**Guiding principles and compass for the conduct
that we hereby undertake to uphold.**

This Code of Conduct forms part of our Corporate Behaviour and Social Responsibility and is a reaction to the risks that companies are exposed to today.

Global economic activity and the number and complexity of legal regulations mean that the risk of legal violations is increasing. Not least, a Code of Conduct should raise awareness and should help individuals to recognise legal risks and legal violations.

We have formulated these guidelines as a behavioural guide for all aspects of our interactions, on a human or business level. We define our key values and convictions, based on our corporate principles and visions. When we are in doubt, we will receive an answer to the question: Is this our way? Are we doing the right thing?

Of course, as a matter of principle we expect every individual* to behave responsibly, ethically correctly and with integrity. There are no exceptions to this expectation, whether internally or externally, i.e. from third parties such as business partners and suppliers too.

If we notice that something is going wrong, if we make mistakes or recognise mistakes, then we must raise them and address them appropriately – even if it is uncomfortable. *This is the only way to make things better.*

We know that our behavioural principles also contribute to our company's success – the quality of our interactions is not secondary, even if it is not directly related to the development and distribution of our product. The rules formulated here and unconditional observance of them and compliance with them are intended to contribute to this.



Ralph Landwehr, Director



Markus Zipfer, Director

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Preamble on legality

This is self-evident. But of course, the relevance of this is significant, which is why we will begin with the absolute legality of our actions: everything that we as soft-nrg Development GmbH do or allow takes place on a foundation of strict legality, is subject to German law and fulfils the respective specific legal requirements from commercial, tax, labour and personnel, competition or antitrust law.

Outside our corporate activities too, applicable German law forms our scope for action. All applicable legal regulations must be adhered to on a mandatory basis. Lawful action must always be a prerequisite and may be assumed by all of us.

Service scope

01. Leadership and social interaction. A company is a financially independent, profit-oriented organisational unit. A company is not for fun, but performing services can bring a great deal of enjoyment. We want to work together, pursue shared company goals, grow with our tasks, develop and make ever greater demands on ourselves. We want to make our contribution. After all, this is called participation, and that makes people happy and proud.

Trust

02. Leadership and social interaction. Trust is a big word. This term is overused and is also quite often misused. We strive to use it in an honest and mindful way. Trust is a valuable commodity. We can and must work on it and we want to keep on doing this every day.

Respect

03. Leadership and social interaction. Respect is also a weighty term. It is a question of attitude, reflection, self-discipline and humanity. Not everybody has to like each other. But we do expect everybody to treat one another with respect. Arrogance, malice, ridicule, condescension or bullying are violations of the law which we do not tolerate and punish.

Live and let live

04. Leadership and social interaction. Diversity and uniqueness make life rich, varied and exciting. It's a question of respecting each person as an individual – just as that person is, different as they may be. It doesn't matter how different we all are, we are all of equal value!

Nobody may be disadvantaged, favoured or harassed due to their ethnic background, the colour of their skin, their nationality, their gender, their religion or world view, because of disability, age, sexual orientation or any other legally protected characteristics. Any form of sexual harassment is prohibited. Everyone is called upon to stand up for a fear-free working environment – with zero discrimination and harassment.

Open and honest

05. Leadership and social interaction. Anybody who can have confidence has courage – and this is therefore a prerequisite for innovative, successful entrepreneurial action. We promote dialogue, critical thought and constructive criticism. We are open to questions, opportunities and change. Often, the wrong decision can allow us to gain new insights – not least, our growth comes from our mistakes.

Dialogue, data, services, customers and markets

06. Car dealerships and users worldwide rely on our planning software. They trust us with sensitive data and expect secure services, including for instructions and training. We are very conscious of this responsibility and we are careful to fulfil it.

Our customers can rely on us to ensure that our algorithms and codes are free from malware, that we have secure transmission routes and virus-free systems that always meet all legal requirements for IT security. We control, track and monitor our data feeds.

Our products and services awaken expectations – advertising and marketing do the rest. In doing so, our communication remains honest and binding and follows applicable requirements of consumer protection and competition law. Our customers are comprehensively and truthfully informed, so that they can make the best possible independent product decision every single time.

Bribery and corruption

07. We strictly reject bribery and corruption. Corruption destroys fair competition and gives global organised crime an advantage – these are developments that we strictly avoid, right from the outset.

We set clear boundaries and unambiguously define how our behaviour comes across with regard to corporate hospitality. Gifts, hospitality, the assumption of costs, transfers, discounts and bonuses, premium systems, sponsorships, donations and memberships are permitted to the extent clearly defined by tax law and are handled by us accordingly. Office-holders and mandate-holders are excluded from benefits that affect their independence and "facilitation payments" of any kind are not permitted.

Our motto is that the best candidate is rewarded – this is how we also act with the competition. Any initiation of business relationships is based on the relevant aspects.

We sell our products and services based on their quality, price or innovative value and because we have a reputation as a high-performing, reliable business partner. Specialist professional decisions must be strictly separated from private interests and there must be no material or immaterial advantages. Even the appearance of extraneous considerations must be avoided.

Accepting or granting advantages is prohibited, and this applies to invitations and gifts as well as benefits that go beyond the scope of what is reasonable.

Small civic initiatives often depend on donations, i.e. voluntary contributions without anything in return, or on sponsorships. We may permit these on occasion. This may be to reinforce our positive public image, to contribute to the common good or perhaps simply to support a positive endeavour. We always work within the framework of the applicable legal provisions. We grant donations in cash and in kind in the following areas: science and research, education, benevolent purposes, sport and culture, and only to institutions which are recognised as being charitable and entitled to accept donations.

Occupational health, safety in the workplace

08. Health and safety in the workplace are important. An office building is not a building site and a desk is not a sawmill – but they nonetheless involve dangers and hazards to health that we wish to eliminate. We pay attention to using safe building materials, eco-certified materials and ergonomic office furniture. We make sure that we have height-adjustable desks and monitors etc, as well as enough space to move around our workstations.

Privacy

09. We adhere consistently to data privacy regulations. The use of modern, innovative information technology involves issues of informational self-determination in many areas. Informational self-determination, personal data, individual-related data – these are all values which need to be protected – they are significant assets and significant obligations of which we are very conscious. soft-nrg Development GmbH therefore takes data protection into account in a comprehensive and careful way when handling the personal data of its customers, its employees and its business partners. We protect the personal data of employees, former employees, customers, suppliers and other third parties.

We do need to gather personal details – this is a prerequisite for our software products. High-performance software services for core service processes in car dealerships would not be possible without gathering personal data. We only use, process, gather or save these data when it is legally permitted or the data subject declares that they are in agreement. We are fully committed to the principles of economical storage of personal data and transparency during data processing. We always ensure that we provide the best possible level of data privacy. Our data protection officers support us here in our constant efforts to ensure full legal certainty.

IT security

10. Information technology requires special security awareness. Electronic data processing is now a standard, condition and prerequisite of our company infrastructure. Information technology (IT) and electronic data processing (EDP) are an essential element of daily working life. We would not be able to work without a high-performance network. There are various risks associated with this – curtailment of data processing due to viruses, loss of data due to programme errors or misuse by hackers.

Attacks on IT systems bring production, development, service and sales processes to a standstill. All employees are obliged to adhere to the issued protection regulations.

Intellectual property

11. Handling the intellectual property of third parties is very important to us. It is important to pay attention to and protect the confidential information and know-how of third parties. We only use third-party knowledge to the extent that we are legally entitled to do so or it is known from generally accessible sources; this is then duly indicated. Industrial property rights of third parties such as patents, design patents and trademarks are to be respected and may only be used with the permission of the respective property right holder. We do not upload, stream, copy or use images, fonts or music data that is not licensed. We always protect the intellectual property rights of others.

Sustainability, responsibility for nature, environmental protection, consumption of resources

12. We have and take responsibility for our environment. Any protection of the environment begins with the prudent, economical and mindful consumption of resources. Heat, water, electricity and energy in any form should be used sparingly. We are against any kind of waste. Our focus is on a sustainable approach in principle. It doesn't matter if we're talking about air-conditioning, printers, photocopiers, projectors or consumables – less is more! On an ongoing basis, we are realizing potential savings, reducing paper consumption, delivery routes and the volume of waste. Cartridges are refilled, coffee doesn't come out of pods, milk comes from the local area and so does our fruit.

Our business is a *people's business* – but we can nonetheless save on air miles and individual transportation.

Handling company resources, internal company matters, information

13. Company property is respected and protected. All employees are responsible for the protection and proper use of the company property provided to them. Company assets, work tools and other objects belonging to the company such as vehicles, computers, documents, data carriers etc. may only be used for company purposes. They must be protected from loss, theft, damage or misuse. Employees may not remove company property from company premises without agreement.

In particular, our development department has access to trade and business secrets and technical know-how. This knowledge must always be protected and not passed on without permission.

Fair competition

14. Entrepreneurial success through performance requires fair competition. We are fully committed to the principles of a free market economy and fair competition. We pursue our corporate goals exclusively according to the performance principle and in compliance with applicable competition law. We also expect this from our associated third parties and business partners.

We are in competition when selling our software products, consulting services and training, as well as in the demand and product development of new tools for the market. The most important basic rule of antitrust law applies here, according to which there must be no market-relevant agreements with competitors. The disclosure of internal company information, information on planning, programs, prices, offers, business conditions and conduct, forecasts, sales quotas, market shares, etc. is strictly prohibited.

Information may not be traded and agreements may not be made, whether in official talks or on unofficial occasions. Even the appearance of an agreement which is entrepreneurial in nature must be avoided!

Special caution is advised at association meetings, dealer and industry meetings. The opportunities to *meet and greet* others at these occasions must not lead to any sharing of confidential market and company information; this would be misconduct.

Implementation of the Code of Conduct

15. If there are any indications of legal violations, we will pursue them consistently. It is incumbent upon all of us to review compliance with the Code of Conduct on a regular basis and on our own initiative, and to seek any discussions that may arise as a result. This is the only way to guarantee that the principles set out in this Code of Conduct are actually lived by on a day-to-day basis.

Our management team act as role models with regard to values, integrity and adherence to rules. Possible compliance risks or information about this are taken seriously and are of great value in protecting the company. When risks are identified, the necessary changes are made – prudently and consistently.

Culpable violations of the law by employees can lead to labour law sanctions and more, up to and including termination of employment. We will not accept legal violations.

This Code of Conduct attempts to set out the relevant key points of correct behaviour as a minimum – without claiming to be exhaustive. If in doubt: If something feels wrong, then it is wrong.

The soft-nrg core values.

Or: what holds us together at the core.

Service scope

We want to make a difference, to make our contribution to the country, to society, to the company. That's what drives us forward and motivates us. Effort should not only bring rewards, it should also be enjoyable. And it should also bring pride.

Respect

Are we considerate towards one another? Do we treat each other as we would wish to be treated – with respect and appreciation?

Trust

When we trust each other and ourselves, we can do anything. We can rely on each other – not least of all, this is where our strength comes from.

Live and let live

Today, we talk about diversity. But we always knew that everyone is different – and that's a good thing.

Open and honest

We are open and approachable. We value honest exchange, sincere dialogue and lively discussions, even controversial ones. We always retain our integrity and welcome everybody – and our demands grow stronger, as do those of our counterparts. Not least, we learn from our mistakes.

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