

# Ethics Offices Freudenberg Group

## - Rules of Procedure -

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### I. Introduction

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Integrity and conduct in compliance with applicable laws, voluntarily accepted regional or international guidelines (such as the UN Global Compact), the Freudenberg Business Principles and Guiding Principles, our Code of Conduct and with supplementary internal rules (collectively referred to as "**Corporate Principles**") enjoy the highest priority at the Freudenberg Group. They are indispensable requirements for a harmonious and respectful co-operation of all executives and employees of our Group of Companies<sup>1</sup> ("**Freudenberg Group**") and a binding basis for the relationship with third parties, in particular suppliers, customers, other business partners and authorities. The Freudenberg Group rejects profits based on breaches of legal requirements and maintains a zero tolerance policy vis-à-vis compliance violations.

Detection of non-compliant behaviour helps the Freudenberg Group in the implementation of the Corporate Principles and protects the Freudenberg Group from liability risks and reputational damage, personal liability of managers and employees and competitive disadvantages. A requirement for pre-emptive action tailored to avoid non-compliant behaviour is the earliest possible discovery of the relevant facts. As the Freudenberg Group promotes an open speak-up/listen-up corporate culture, every executive and employee as well as external third parties are encouraged to inform their first points of contact within the Freudenberg Group, such as supervisors, Human Resources, the Legal and the Compliance department or the local Compliance Officer, if they become aware of potential compliance risks regarding the Freudenberg Group. Those points of contact will examine the matter and, where necessary, take corrective action, find a remedy and adequately sanction the infringement.

### II. "Speak Up" – The Ethics Offices as an additional channel to report (potential) compliance violations

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In addition, in the course of establishing a holistic Compliance and Integrity Management System and in fulfilment of any of its legal obligations, the Board of Management with the ultimate approval of the Supervisory Board of Freudenberg SE has installed the **Corporate Ethics Office** on Freudenberg SE level with authority and responsibility to handle all matters brought to its attention. It provides a safe way to report (potential) compliance violations regarding the Freudenberg Group and its direct or indirect suppliers.

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<sup>1</sup> This also includes Freudenberg & Co. Kommanditgesellschaft, Freudenberg Business Service, Freudenberg Insurance and joint ventures in which Freudenberg SE exercises the industrial management.

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To ensure a culturally appropriate handling of cases in different regions and to facilitate (for example in terms of languages) a safe and efficient communication in the regions, additional **Regional Ethics Offices** have been established in the Americas, Asia and India.

The Ethics Offices are governed by the following rules:

### 1. Information Provider / Scope

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- 1.1 Every executive and employee as well as third parties such as customers, suppliers and other stakeholders of the Freudenberg Group ("**information provider**"), who have a reasonable suspicion that in a company belonging to the Freudenberg Group an infringement of the Corporate Principles is imminent or has already taken place, is entitled to contact the Corporate Ethics Office or the respective Regional Ethics Office, whichever is geographically closest to the information provider. This applies in particular to indications of bribery and corruption, infringements of antitrust provisions, breaches of fundamental human rights, of anti-money laundering provisions, of relevant regulations under environmental, safety and labour laws (e.g., infringement of the principles of equality, equal opportunity and anti-discrimination), violations of the personal rights of the employees (e.g., personal disparagement, sexual harassment), data protection breaches as well as violations of other applicable laws which might lead to fines or damages or have a material adverse effect on the reputation of the Freudenberg Group.
- 1.2 In addition, information providers may report human rights and environment-related risks as well as violations of human rights- or environment-related obligations such as child and forced labour pursuant to the German Act on Corporate Due Diligence Obligations in Supply Chains, the Global Compact, and other regulations, that have arisen as a result of the economic actions of the Freudenberg Group in its own business area or of a direct or indirect supplier of the Freudenberg Group.
- 1.3 Please note, however, that the Ethics Offices are neither a platform for general complaints nor an emergency service.
- 1.4 With regard to the information and its communication to the relevant Ethics Office, it will not be a violation of any individual's confidentiality or non-disclosure obligation with a Freudenberg Group company to provide information to the Ethics Office, and the information provider is herewith expressly released from any obligations to maintain confidentiality which are incumbent on him/her or towards the group company which employs him/her or any other company belonging to the Freudenberg Group if he/she had reasonable grounds to believe that the disclosure of the information was necessary to detect a violation.

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### **2. Confidentiality**

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- 2.1 The Ethics Offices will ensure that without the explicit consent of the information provider in text form, the identity of the information provider is not disclosed to anyone beyond the competent members of the Ethics Offices, persons responsible for taking follow-up measures, as well as the persons assisting them in the performance of these tasks unless such disclosure is otherwise legally required. This also applies to any other information from which the identity of the information provider may be directly or indirectly deduced. The identity of an information provider who intentionally, recklessly, or with gross negligence reports inaccurate information on infringements is not subject to any special protection.
- 2.2 All information provided will also be treated in strict confidence and not disclosed to third parties unless such disclosure is legally required or indispensable for the dutiful fulfilment of tasks of the competent members of the Ethics Offices. This applies in particular to the identity of persons who may be subject to the information provided or otherwise mentioned in such report.
- 2.3 For the purpose of ensuring confidentiality, the members of the Ethics Offices are accordingly released from any obligations to instruct under labour or other law.

### **3. Content of the Information; Anonymous Tip-offs; Languages**

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- 3.1 The information should contain details on the following aspects:
- (a) Name and forename of the information provider; connection to the Freudenberg Group (i.e. indication to which Freudenberg Group company or direct or indirect supplier of the Freudenberg the information refers, as the case may be);
  - (b) Contact data by which the information provider wants to be contacted (telephone, fax, e-mail, postal address);
  - (c) An as detailed as possible description of the infringement against the Corporate Principles as well as the basic facts of the matter;
  - (d) Naming, as far as possible, the company/companies and/or the person(s) primarily affected by the information and, as far as possible, provision of evidence (correspondence, e-mails, faxes, witnesses etc.).

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- 3.2 Where permitted by law, information can also be provided anonymously. In this case, the information provider should at least provide details on the information listed in 3.1 (c) and (d). However, we encourage all information providers to disclose their identity as anonymous reporting may limit the Ethics Offices' ability to both investigate and protect the individual and of course communicate with the information provider.
- 3.3 The information can be provided in any regional or local language. Most suitable would be English or the language corresponding to the location of the respective Ethics Office which is, of course, fully prepared to follow up on information communicated in any other language and will obtain – if necessary – a confidential, professional translation.

### **4. Tasks of the Ethics Offices / Information management**

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- 4.1 The principle tasks of the Ethics Offices are to receive, to respond and to investigate all cases brought to their attention, to keep in contact with the information provider as well as to moderate a solution if the individuals involved voluntarily agree to such process.
- 4.2 The Ethics Offices will process the information received in the following way:
- The Ethics Offices will record the information in compliance with the confidentiality requirements.
  - If the information provider has provided contact details, the Ethics Offices will acknowledge receipt of the information to the information provider within seven days of that receipt via the communication channel the information provider has opened up.
  - If requested, the members of the Ethics Office are prepared to discuss the information with the information provider.
  - The Ethics Offices will follow up the information provided and check its contents for truth. The Ethics Offices may contact the information provider for additional information if necessary.
  - The Ethics Offices will initiate appropriate follow-up measures:
    - The Ethics Offices may close the case for lack of evidence or other reasons or initiate an internal investigation.
    - In case of imminent infringement of Corporate Principles, the Ethics Offices shall attempt to prevent such infringements.

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- If a pre-emptive action is no longer possible, the Ethics Offices will at their discretion and in close cooperation with the relevant stakeholders take appropriate remedial action to end the breach or minimise its extent and continuously monitor the effectiveness of those measures. The principal goal is to terminate unacceptable behaviour and to ensure that material violations are disclosed and adequately addressed.
- The Ethics Offices may refer the information provider to other competent bodies. In matters essentially relating to the fulfilment of obligations resulting from the employment contract, the Ethics Offices reserve the right to refer the matter to the relevant Human Resources representatives or dispute resolution bodies (including recourse to the applicable courts).
- All cases of fraud or attempted fraud, bribery, corruption and money laundering brought to the attention of an Ethics Office, shall immediately be reported to the Corporate Audit (COA) for further handling.
- The Ethics Offices may also refer the case to a competent authority for further investigation or propose to file a complaint with the competent authorities. In case of such complaint, the Ethics Offices will inform the information provider of the disclosure unless the law enforcement agency, the competent authority or the court has informed the Freudenberg Group that the information would jeopardise the relevant investigations, enquiries or court proceedings.

The Ethics Offices will provide feedback to the information provider within a timeframe not exceeding three months from the acknowledgment of receipt of information or, if receipt has not been acknowledged, no later than three months and seven days after receipt of the report, including feedback on actions planned and already taken and the reasons for such actions to the extent that internal enquiries or investigations or the rights of the persons who are the subject of or named in a report are not affected.

### 5. Data Protection

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- 5.1 You can find information on data protection (in particular regarding the protection of personal data) and your rights here: [\[\[•\] Link to the F&Co. Ethics Office Privacy Statement\]](#)
- 5.2 If information provided proves to be groundless and does not lead to an investigation, the Ethics Offices will delete the personal data obtained in connection with the corresponding report immediately. If an investigation is opened, the personal data will be deleted in accordance with the laws and regulations applicable in each case.

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### 6. Information provider protection

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- 6.1 The Freudenberg Group does not take any detrimental action of any kind against and / or disadvantage in any way any information providers who have submitted a report to the Ethics Office to the best of their knowledge and in good faith (i.e. who had reasonable grounds to believe that the information on breaches reported was true at the time of reporting). The Freudenberg Group will take the necessary measures to prohibit any form of retaliation against such information providers, including threats and / or attempts of retaliation.
- 6.2 However, all information providers are required to contact the Ethics Offices only to the best of their knowledge and in good faith. Knowingly providing incorrect or misleading information may result in disciplinary action, disclosure of the identity of the information provider or even civil or criminal action. Please be aware that the law in many countries prohibits intentional reporting of false information.
- 6.3 The protection against reprisals also covers (i) persons who confidentially assist the information provider in making the disclosure in a professional context provided that the reported information is accurate or the assisting person had reasonable grounds at the time of the assistance to believe that this was the case; (ii) third parties associated with the information provider who have suffered reprisals in a professional context as a result of the report; and (iii) companies in which the information provider holds an interest, or for whom the information provider works or with whom the information provider is otherwise associated in a professional context.

### 7. Composition of the Ethics Offices / Reporting

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- 7.1 In order to ensure that all members of the Ethics Offices offer a guarantee of fairness and impartiality and are independent, not bound by instructions and obliged to maintain confidentiality, the members of the Ethics Offices are selected according to the following principles:

The **Corporate Ethics Office** located in Weinheim, Germany, consists of four members, at least one member being a woman. Two of the four members are long-serving employees of Freudenberg & Co. Kommanditgesellschaft and/or a group company. At least one member is not an employee of the group (e.g., an experienced member of a recognized law-firm). One member each has proven experience in the following areas: (i) corporate legal, (ii) human resources, (ii) internal audit or operations.

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Unless otherwise agreed in accordance with regional necessities and requirements, each **Regional Ethics Office** shall consist of at least three members. One member shall be a locally experienced lawyer (in-house or external), one member shall have broad and regionally relevant human resources experience, and one member shall have a strong operative background with the region.

In the Regional Ethics Office Americas shall be one member of Mexican and one member of Brazilian nationality.

Each member shall serve up to 4 years; re-appointment is possible. The members are appointed and removed from office by a simple resolution of the Board of Management of Freudenberg SE. The Regional Representatives have the right to propose candidates for the Regional Ethics Offices. If an internal member of the Ethics Office leaves the Freudenberg Group, his/her membership ends automatically.

At present, the Corporate Ethics Office and the Regional Ethics Offices consist of members as attached hereto as **Annex 1**.

- 7.2 The reporting lines furthermore ensure the impartiality and independence of the members of the Ethics Office as they have direct, unrestricted and confidential access to Freudenberg's top management:

The members of the **Corporate Ethics Office** report directly to the Board of Management of Freudenberg SE. If a case involves an alleged violation of Corporate Principles by a member of the Board of Management, the members of the Corporate Ethics Office shall report to the Chairman of the Audit Committee of the Supervisory Board of Freudenberg SE.

The members of the **Regional Ethics Offices** report to the respective Regional Representative and the Corporate Ethics Office. If a case involves alleged violations of the Corporate Principles by a Regional Representative, the office manager of the FRCC or level 1 managers not located in that region, the Regional Ethics Office shall consult with the Board of Management for further handling. If members of the Board of Management are involved in an investigation, the Regional Ethics Office shall report to the Chairman of the Audit Committee of the Supervisory Board of Freudenberg SE (see above).

The Regional Ethics Offices shall regularly forward relevant data and information about their activities to the Corporate Ethics Office. The latter shall prepare once a year a report of its activities and the activities of the Regional Ethics Offices for presentation to the Board of Management and subsequently (in a summarized form) to the Audit Committee of the Supervisory Board of Freudenberg SE.

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The Corporate Ethics Office shall also at least once a year share its general observations and experiences concerning the violation or imminent violation of Corporate Principles with the Compliance Circle.

- 7.3 The Freudenberg Group is committed to the continuous improvement of the Ethics Offices. The effectiveness of the Ethics Offices is reviewed and evaluated annually and on an ad hoc basis.

### 8. Communication of information to the Ethics Offices

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The information provider can send information to the Corporate Ethics Office or the relevant Regional Ethics Office either in writing, by fax (if available) or by e-mail 24 hours a day, 7 days a week. The relevant addresses are:

#### Corporate Ethics Office

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For written information: Corporate Ethics Office Freudenberg  
Postfach 100807  
D-69448 Weinheim

For information by e-mail: [CorporateEthicsOffice@freudenberg-compliance.com](mailto:CorporateEthicsOffice@freudenberg-compliance.com)

#### Regional Ethics Office Asia

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For written information: Freudenberg Regional Ethics Office Asia  
720 Pudong Avenue  
24/F, Unit D  
Shanghai 200120  
PRC

For information by e-mail: [EthicsOfficeAsia@freudenberg-compliance.com](mailto:EthicsOfficeAsia@freudenberg-compliance.com)



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### Regional Ethics Office India

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For written information: Freudenberg Indian Ethics Office  
Post Office Box No. 78, Post Office, D-6/14,  
DLF Phase - 1, Gurgaon – 122002  
India

For information by e-mail: [EthicsOfficeIndia@freudenberg-compliance.com](mailto:EthicsOfficeIndia@freudenberg-compliance.com)

### Regional Ethics Office Americas

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For written information: Freudenberg Regional Ethics Office Americas  
47774 West Anchor Court  
Plymouth, Michigan, USA 48170-2455

For information by e-mail: [ethicsofficeamericas@freudenberg-compliance.com](mailto:ethicsofficeamericas@freudenberg-compliance.com)

Upon request by the information provider, the information can also be provided by means of a physical meeting.

Weinheim, September 26, 2022

### Freudenberg SE



Dr. Mohsen Sohi

Dr. Tilman Krauch

Dr. Ralf Krieger

Esther Maria Loidl

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### Annex 1

#### Members Ethics Offices *(as per September 2023)*

##### Corporate Ethics Office Weinheim

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- Dr. Stefan Duda (Manager Operations GDL – FPM)
- Mr. Johannes Ling (Vice President Strategic HR Processes & Talent Management - FST)
- Mrs. Aline Stein (Senior Legal Counsel – FCO)
- Mrs. Katharina Steinbrück (Lawyer – SZA Schilling, Zutt & Anschutz)

##### Regional Ethics Office Asia

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- Mr. Wayne Xu (Senior Attorney – FRCC Asia)
- Mrs. Wu Qian (Director Strategic HR – NFC)
- Mr. Bernard Low (General Manager Regional Office - Freudenberg-NOK Malaysia)
- Mr. Richard Yao (Lawyer – FuJae Partners)

##### Regional Ethics Office India

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- Mrs. Sushma Mall (HR Director India -Freudenberg Gala Household Product Pvt. Ltd (Mumbai))
- Mr. Sivakumar Vadivelu (Managing Director - EagleBurgmann KE Pvt. Ltd.)
- Mr. Sthanu Singh (Senior Legal Counsel – FRCC India)

##### Regional Ethics Office Americas

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- Mrs. Deborah A. Kop (Senior Legal Counsel – FRCC NA)
- Mr. Stefan Politis (Senior Vice President Global HR - FST/FNST)
- Mr. Tim Molek (Senior Director Sustainability - FHCS)
- Mrs. Luciana Rosário (Senior Legal Counsel Latin America - FRCC NA)
- Mr. Luis Miguel Pardo (Manager Partner Production - FNST Mexico)