

THE PROCUREMENT ALLIANCE

BUYIN

**ETHICS CODE
OF CONDUCT**

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1. INTRODUCTION

We believe that legally compliant and ethical conduct is the key to our business success. Our Ethics Code of Conduct is the framework for guiding the behavior of all colleagues within the BuyIn SA, SAS and GmbH. It seeks to encourage respect of the laws and regulations in force in all countries where the procurement joint venture of Deutsche Telekom and Orange (BuyIn) operates.

Basically, our way of working strives at creating a trustful atmosphere with our business partners, especially with our shareholders and alliance members. Trust is the foundation of all cooperation. Therefore, we aim to conduct ourselves with the highest standards of integrity while achieving our business objectives.

2. OUR VALUES

Our core set of values is the foundation of our daily business and makes us who we are. The basis of our value system consists of four main values. These values guide us daily in our decision-making processes and define how we conduct ourselves in every facet of our business.

- ONE VOICE
- PARTNERSHIP
- AMBITION
- SIMPLICITY

3. PRINCIPLES GOVERNING OUR RELATIONSHIPS

Our strong and lasting relationships with shareholders, alliance members, employees and suppliers are important to us, and what make us thrive. We work in close cooperation with our stakeholders to maintain and promote high standards in our relationships and daily business. Our guiding principles are based on mutual cooperation and fair treatment for all to ensure that we are constantly at our best.

3.1. WITH OUR SHAREHOLDERS & ALLIANCE MEMBERS

We aim to create value for our shareholders and other alliance members, foster good cooperation and provide excellent service.

3.2. WITH OUR EMPLOYEES

We believe in the loyalty, integrity, motivation, skills and sense of initiative and accountability of our employees.

We are committed to ensuring a healthy and safe workplace for everyone and aim to create an environment to support this.

We encourage knowledge sharing, the development of partnerships and the capacity to innovate.

We believe that diversity in any form enriches our company so we do not tolerate discrimination in any shape or form, especially in hiring and promotion. We are dedicated to treating each other with respect.

3.3. WITH OUR SUPPLIERS

We actively build lasting relationships with suppliers and subcontractors and work with partners who share and abide by standards that match our own, as set out in the mandatory BuyIn Supplier Code of Conduct.

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4. INDIVIDUAL CONDUCT & HANDLING OF INFORMATION

We actively comply with law and BuyIn's guidelines, e. g. Antitrust, Anti-Corruption, Data Protection and IT Security Guideline. Each employee is individually responsible to uphold these legal and ethical standards. We are proactive about maintaining high standards since legally compliant and ethical conduct is the key to our success.

4.1. ANTITRUST

Since the very beginning, the cooperation between the shareholders through BuyIn has been founded upon the respect of antitrust regulations. As BuyIn opened up for partnerships with other companies from around the world in 2017, the same applies for the cooperation between BuyIn and any new alliance member.

We strictly comply with Antitrust Law. In particular, we will handle all competitively sensitive information related to the shareholders and other alliance members in accordance with the rules set up in BuyIn's Antitrust Guideline.

4.2. ANTI-CORRUPTION

To maintain stakeholders' trust, we act in a reliable way and, therefore, refrain from engaging in any and all forms of corruption or even actions that could potentially be misleading.

In general, we are not allowed to offer, promise, or grant illegal benefits to decision makers in order to achieve preferential treatment for, or to influence a decision in our favor.

We make business decisions only in the interest of BuyIn. We are prudent in cases where we are offered, promised, or granted advantages or benefits and adhere to the Anti-Corruption Guideline.

4.3. DATAPROTECTION & IT SECURITY

We know that data protection affects everyone within BuyIn. Therefore, we process personal data in strict compliance with the data protection laws and respect to individual rights.

We all deal with personal data every day. Hence, it is extremely important that we handle data with care and maintain the confidentiality of that data by proceeding in accordance with our rules when carrying out our tasks.

By protecting information, we are behaving as a responsible company and contributing to ensuring the success of BuyIn.

We are responsible for guarding information against accidental loss or theft.

We draw attention to inappropriately secured information and processes and take appropriate action when necessary.

We use all suitable and appropriate technical and organizational means at our disposal to protect information, always guided by our Data Protection & IT Security Guideline.

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5. FURTHER INFORMATION

We, as a team, believe that integrity and personal responsibility are the basis for excellent business performance.

Commitment to integrity leads us to strictly observe our duty of honesty in our business dealings. It requires us all, and Management in particular, to individually set an example when carrying out our duties vis-à-vis our stakeholders and our colleagues.

Establishing an Ethics Code of Conduct alone will not automatically lead to compliant behavior. The decisive factor for our success is that all BuyIn employees identify with the BuyIn values and, therefore, proactively comply with the laws and our Ethics Code of Conduct.

6. CONTACT INFORMATION & REPORTING CHANNEL

In case of questions or doubt, please do not hesitate to contact your superior or the Compliance Department (compliance@buyin.pro).

Every employee has the opportunity and the right to report violations. If so, please inform your superior or the Compliance Department. Anonymous whistleblowing is possible by using the tip off system (www.buyin.pro/tellme).

All those who report in good faith are guaranteed confidentiality and protection against any possible penalty.

Any employee who submits an alert in keeping with the present procedure may not be subjected to any threat, discriminatory treatment or any other unfavorable measure, except if inaccurate facts were knowingly provided.

Abusive use of the present alert procedure renders those responsible liable to legal proceedings and/or disciplinary action.