

Charter for corporate responsibility and sustainability for partners and suppliers

1. Introduction

As part of its corporate responsibility, Spherea GmbH is committed to placing legal and ethical obligations at the heart of its business activities and fulfilling them beyond the legal framework. To meet the high standards, the relationship between Spherea and its partners and suppliers plays a key role.

Spherea requires from its partners and suppliers to comply with all regulations and laws of the country in which business of any kind is conducted. This requirement is imposed on all participants along the entire supply chain. This includes subcontractors, distributors, resellers and any company or association working with Spherea.

This charter contains a binding mandatory section that forms the basis of corporate responsibility. This part must be complied by every partner and supplier. In addition, there are extended requirements designed to create incentives for extraordinary commitment.

All partners and suppliers hereby confirm that

- they have read and understood the Spherea charter for corporate responsibility and sustainability with its terms and conditions and comply with the associated binding obligations.
- failure to comply with the obligations arising from the charter may, depending on its severity, result in the termination of the contractual relationship with Spherea.
- its subcontractors and partners also meet these requirements.

2. Mandatory section

The points listed below represent the mandatory part of this charter. Each partner and supplier is expected to comply with these obligations and also his subcontractors have to meet the requirements.

a. Human rights

Spherea requires all partners and suppliers to treat people of all backgrounds and orientations with respect and dignity. It is expected that no discrimination, harassment or violations against the equal treatment will be tolerated. Similarly, all applicable laws and regulations prohibiting human trafficking and child labor must be observed. The health and welfare of each individual must be promoted.

b. Compliance with law

Spherea's partners and suppliers warrant that they are not involved in acts related to tax fraud, corruption, distortion of competition or antitrust violations. Furthermore, it is assumed that international trade regulations and all applicable laws regarding export and export controls are met. Compliance with the European Union's General Data Protection Regulation and the associated responsible handling of personal data is also mandatory. In addition, cooperation and support of authorities is expected in all matters.

c. Communication

Spherea requires that all partners and suppliers create an environment in which it is possible to deal openly with errors and problems and that these are also communicated without any restrictions. For

this purpose, a grievance mechanism must be introduced for all persons to point out risks regarding human rights, the environment or other breaches caused by the result of business activities of the company or a direct supplier.

d. Sustainability and working environment

All partners and suppliers are required to take measures to avoid environmental, health and safety risks. The aim is to conserve natural resources, promote recycling and ensure that biodiversity is not damaged along the entire value chain. Likewise, it must be ensured that working conditions comply with all applicable regulations and laws. Particular attention must be paid to safety, break times, vacations and fair wages. It is expected that fair working conditions prevail for the company's own employees as well as for those of subcontractors, especially in third party countries.

e. Dealing with interests

Spherea requires all partners and suppliers to take precautions to avoid actual and potential conflicts of interest. Invitations and gifts from and to business partners may only be accepted or made within the scope of general business practices. When dealing with interests, it is also expected that all applicable laws regarding the protection of intellectual property are observed.

f. Service provision

Partners and suppliers must ensure that all applicable laws and regulations concerning the procurement of minerals are complied with when providing services. Special attention must be paid to minerals originating from conflict areas. In addition, effective measures are expected to be implemented to minimize the risk of counterfeit parts coming into circulation.

3. Extended requirements

The following are the points that Spherea wishes its partners and suppliers to comply with. These are not obligatory, which is why no consequences arise from non-compliance. However, the partial or complete implementation of these points has a positive effect on the selection of suppliers and can be respected by Spherea.

a. People

Beyond the legal framework, there is much scope to improve interpersonal interactions within the own organization and with other stakeholders. As Spherea, we value working with partners and suppliers who are committed to diversification and promoting equal treatment of people regardless of gender, origin, age or any other background. This comes along with the desire for a fair management style and transparent decision-making. Managers in particular act as role models and are responsible for ensuring that these shared values become part of the corporate culture.

b. Environment

Dedication to environmental protection is recognized in a special way. This includes any commitment that avoids, reduces or compensates emissions. The use, promotion and production of renewable energies are also recognized. The application of the principle of circular economy (durable construction, reuse, recycling, etc.) is also positively evaluated.

c. Partnership handling

We value a cooperative partnership and an open exchange with constructive feedback in both directions. This also includes dealing with errors and risks in an open, transparent and timely manner. Preferred cooperation also takes place with remarkable innovative companies.

d. Social commitment

We take social commitment and cooperation with educational institutions, such as schools and universities, into account when selecting suppliers.

4. Consequences

Failure to comply with this charter will result in various consequences. Depending on the affiliation, these are individually assessed and potentially punished.

a. Mandatory section

Failure to comply with any of the requirements listed in the mandatory section shall constitute a breach of the contractual obligations and, depending on the severity, shall result in immediate termination of all current and future business relations with Sphera. In any case, immediately upon discovery of a breach, elimination actions must be taken. In addition, Sphera will report all violations of legal requirements to the relevant authorities and reserves the right to claim for compensation for damages.

b. Extended requirements

Sphera's extended requirements do not constitute a legal or contractual obligation. If these are not considered, partners and suppliers do not have to expect any direct consequences. However, Sphera sees these points as part of its values and strives to meet them. Partners and suppliers who also share and implement these values will therefore be positively considered in the supplier selection process. Accordingly, it is desired to share any commitment in this area with Sphera and exchange experiences.

5. Confirmation

The partner or supplier hereby confirms that it has read and understood the Sphera charter for corporate responsibility and sustainability and complies with all requirements from the mandatory section.

Company: _____ Name: _____

Location: _____ Position: _____

Date: _____ Signature: _____

Note:

Any kind of violations can be reported to the e-mail address **compliance@sphera.de**.