

# Code of Conduct of Open Grid Europe GmbH

## Foreword

This Code of Conduct aims to provide the fundamental framework by which all employees can ensure correct and conscientious behaviour as they go about their professional activities. The Code of Conduct applies to all employees of Open Grid Europe GmbH (hereinafter referred to as OGE) and the regulations stipulated also serve as a basis for cooperation with third parties. This Code of Conduct is supplemented by subject-specific company policies that provide detailed guidance on issues arising in day-to-day work.

The members of OGE's board of management and all managers must set an example with regard to observing the Code of Conduct. They are responsible for ensuring it is expressly adhered to within their areas of responsibility.

OGE works to ensure that its business partners also adhere to these behavioural principles.



## **1. Behaviour in accordance with the law**

Compliance with the law is OGE's foremost requirement. All employees must comply with statutory regulations relating to their area of work. This applies to every piece of legislation that relates to their activities.

In accordance with this, OGE will do all it can to support employees in this regard and provides appropriate training and information to ensure employees know which legal stipulations they must observe in their activities.

### **1.1. Respect for human rights**

Everyone is equally entitled to human rights. We stand up for the protection of these human rights – at our company and along our value chain. We respect and also expect our partners to respect all internationally recognised human rights and the International Labour Organisation (ILO) Declaration on Fundamental Principles and Rights at Work. We recognise that we and our partners have a responsibility to respect human rights as expressed in the United Nations Guiding Principles on Business and Human Rights (UNGP) and we are committed to implementing the UNGP principles in all of our activities. Human rights for us include, for example, decent working conditions, the prevention of discrimination and harassment, the guarantee of freedom of thought, expression, religion and assembly. And for us they also mean zero tolerance of forced and child labour.

## **2. Dealing with business partners, third parties and government authorities**

### **2.1. Corruption**

OGE commits to consistently acting against any form of corruption. Here, corruption refers to the abuse of a position of power or trust in a role with the aim of material or immaterial gain to which the individual has no justified claim. This involves both active corruption as well as offering promises and guarantees of illegitimate advantages, as well as passive corruption such as the assumption or demanding of illegitimate advantages, regardless of whether there was any intention of enrichment and regardless of how the counterparty reacts.

All employees and external parties commissioned by OGE are obliged to observe the statutory regulations for the prevention of corruption. These statutory prohibitions apply both to transactions between companies and to any form of contact with politicians and officials.

### **2.2. Non-discrimination according to the German Energy Act (EnWG)**

OGE acknowledges its obligation to guarantee non-discriminatory network access. The obligations set out in a compliance programme pursuant to section 10e, paragraph 1 of the EnWG are binding for all employees, who must observe and comply with them.

### **2.3. Antitrust law**

OGE is committed to open markets and fair, unhindered competition. All employees are obliged to abide by the stipulations of antitrust law.

These include, most specifically, prohibition of any kind of agreements or coordinated conduct aimed at effecting any prevention or limitation of competition. In dealings with competitors, it is important to ensure that no information is given or received that might permit conclusions to be drawn about the present or future market behaviour of OGE or its competitors.

### **3. Dealing with information and data**

#### **3.1. Records and reports**

OGE commits to reporting truthfully and correctly to the company's committees, investors, employees, business partners and the general public. All records and reports must conform with the law. According to the principles of orderly accounting, data recording and other records must always be complete, correct, and time- and system-appropriate.

#### **3.2. Confidentiality**

Confidential business information or trade secrets must not be disclosed to unauthorised persons either during or even after the business relationship has ended. Similarly, confidential business information must not be used directly or indirectly for personal advantage by employees or third parties or to the disadvantage of OGE.

#### **3.3. Data protection**

All employees are obliged to comply with the statutory regulations on data protection and, most particularly, to contribute actively to ensuring that personal data are reliably protected from unauthorised access.

#### **3.4. Insider information and dealing with the energy/financial markets**

Through their activities for OGE, employees are able to access insider information regarding wholesale energy products and the energy market, as well as financial products and the financial market. Insider information in this sense refers to circumstances and events not publicly known that relate to wholesale energy products (such as transport contracts) or financial products (such as loans) or their issuers and which are likely to be able to influence the price of these products substantially if they were to be disclosed publicly.

Dealing with insider information as well as the requirements and prohibitions relating to this and to legally required conduct in the market are all dealt with in training sessions that place particular emphasis on wholesale energy products and the energy market. They are also covered in relation to financial products and the financial market in the insider guidelines.

#### **4. Personal conduct in the workplace**

##### **4.1. Shared responsibility for OGE's public image**

OGE's public image is fundamentally affected by the conduct and image of its employees. Hence, all employees are urged to consider the impact of their behaviour on OGE's public image while performing their roles.

##### **4.2. Equal opportunities and mutual respect**

OGE is committed to equal opportunities and diversity. No one should be disadvantaged as a result of their gender, age, nationality, skin colour, religion, world view, or sexual orientation.

All employees are expected to respect the dignity, privacy and personal rights of each individual in the work environment. Discrimination, harassment and abuse will not be tolerated at OGE.

##### **4.3. Dealing with the company's property and resources**

OGE expects all employees to handle company equipment and property conscientiously. OGE does not permit any improper use of company equipment or its illegitimate use by employees for purposes outside of company business.

#### **5. Environment, health and safety**

For OGE, protecting its own and external employees and environmental and climate protection are important elements in the context of the company's commercial activity. Protecting people and the environment is a priority at OGE. Here, all employees share responsibility for protecting people and the environment within their workplaces. All legislation, regulations and guidelines on occupational safety and environmental protection must be adhered to. All supervisors must train, support and oversee their employees in this regard.

#### **6. The right to organise and the right to collective bargaining**

OGE respects and guarantees its employees' right to organise, freedom of organisation and collective bargaining. Employees will be neither impeded nor disadvantaged in their assertion and exercising of the rights associated with these.

OGE observes the respective regulations on guaranteeing fair working conditions.

## **7. Compliance organisation at OGE**

### **7.1. Compliance Office**

The Compliance Office serves as the central port of call for the topic of compliance at OGE. It is responsible for the creation, publication and training of the Code of Conduct. It also carries out regular reviews of the effectiveness of the compliance management system as well as the updating of all compliance-related guidelines that goes along with this.

The Compliance Office bears operational responsibility for the clarification, evaluation and correction of rule violations.

### **7.2. Ensuring compliance with the Code of Conduct**

Managers are responsible for implementing the Code of Conduct and ensuring it is adhered to. As part of the employee appraisals they do in particular, the members of the OGE management and the heads of the divisions highlight the values of OGE and the fundamental principles and rules contained within the Code of Conduct for appropriate and responsible behaviour.

### **7.3. Information about violations of the Code of Conduct**

All employees are urged to inform their supervisors or the Compliance Office if they notice any violations or indications of violations of the Code of Conduct. The Compliance Office is also available to business partners as a contact in case of potential violations of compliance.

#### **OGE Compliance Office**

Open Grid Europe GmbH  
Kallenbergstr. 5  
45141 Essen

compliance@oge.net  
T +49 201-36 42-14555  
Digital reporting channel [oge.integrityline.com](https://oge.integrityline.com)

All indications are always handled confidentially and reviewed by the Compliance Office. Where necessary, investigations may take place in cooperation with the specialist department involved and in coordination with relevant members of the management. Where the identity of the person reporting the violation is known, this will also be treated as confidential. If they request it, this person will be informed about the handling of their reported violation.

Penalties or other disadvantaging of the person reporting the violation must not be permitted to result from their reporting, unless they have themselves behaved inappropriately. This also applies when an indication is subsequently proven to be unfounded, provided that it was reported in good faith.

### **7.4. Consequences of violations**

OGE pursues any violations of the Code of Conduct or the guidelines applicable at OGE in a consistently uniform manner.

Violations may – within the scope of what is permissible under the general regulations – lead to disciplinary measures, particularly penalties relating to employment law, possibly resulting in the termination of the employment relationship and further action under criminal and civil law. In the case of possible punitive action, all employees will be treated consistently and always in line with the commensurability and the participation rights of the works council.