

Introduction and Summary.

This Code of Conduct (“**Code of Conduct**”) provides principles to guide us, Grover Group GmbH and its affiliates (“**Grover**”), our Suppliers and Business Partners in our joint effort to grow our businesses in a fair and sustainable way globally. This Code of Conduct aims to be embedded in all Grover contracts with contracted suppliers. Grover requires its worldwide suppliers, and its sub-tier suppliers, to comply with all applicable laws and regulations with respect to labour, ethics, occupational health and safety, and protection of the environment, in addition to these specifications. We also expect that our suppliers communicate and encourage their own contractors and vendors to incorporate these principles into their business policies and practices. To ensure the requirements of this Code of Conduct are consistently met and that conformance with the Code of Conduct can be verified, we expect our suppliers to put in place appropriate management systems and business processes.

These specifications outline specific areas where suppliers have responsibilities in accordance with international standards and expectations from Grover customers, officers and shareholders. Implementation of industry standards and best practices is an effective means to ensure conformance. This Code of Conduct is structured in a way that distinguishes between MUST, BASIC, and ADVANCED requirements. MUST requirements have to be fulfilled by all contractual partners and suppliers prior to our engagement with you. Partners must also have an actionable plan to reach BASIC requirements within a reasonable timeframe. ADVANCED factors - if not met yet - should be seen as potential future requirements and standards. In instances where no levels of requirements are stated in this Code of Conduct, they are MUST requirements. Suppliers are expected to read and fully understand the details of these principles as described in the sections that follow.

As we continue to raise the bar for ourselves and our partners, we will hold ourselves accountable to these standards, and expect our business partners to do the same. We expect our business partners not only to comply with these guidelines, but to strive towards ambitious improvement beyond compliance with regulatory obligations. Please remember that laws and regulations define minimum, and not maximum, standards.

Grover may disclose audit results, including nonconformances, of supplier-owned factories or premises to its third-party auditors when so requested. Solely upon a reasonable suspicion of a serious violation, Suppliers must allow Grover and/or any of its designated representatives (such as third-party auditors) full and unrestricted access to its facilities and to all relevant records in order to demonstrate conformance to these specifications, where applicable.

| | General | | | | Environmental | | | | | | | | | Social Responsibility | | | | | | | | | | Data and Security |
|-----------------|---------|---|---|---|---------------|---|---|---|---|---|---|---|---|-----------------------|---|---|---|---|---|---|---|---|----|-------------------|
| | 1 | 2 | 3 | 4 | 1 | 2 | 3 | 4 | 5 | 6 | 7 | 8 | 9 | 1 | 2 | 3 | 4 | 5 | 6 | 7 | 8 | 9 | 10 | 1 |
| <i>Must</i> | X | X | X | X | X | X | X | X | X | X | X | X | X | X | X | X | X | X | X | X | X | X | X | X |
| <i>Basic</i> | | | | X | | X | | X | | X | | X | | | | | | | | X | X | | X | |
| <i>Advanced</i> | | | | | | X | | | | X | | X | | | X | | | | | X | X | X | X | |

A. General

1. **Laws & Regulations.** Suppliers must comply with applicable laws and regulations relating to their activities and the countries in which they operate. Where there are differences or conflicts with this document and local law, the higher standard should prevail. Suppliers must ensure that any production, delivery, or other action subject to obtaining specific governmental, legal, or regulatory permissions is only to be undertaken when those permissions have been granted.

2. **Anti-Bribery & Anti-Corruption.** Suppliers must not tolerate or engage in any form of corruption or bribery practices, including but not limited to extortion, fraud, or bribery. This includes any payment or other form of benefit conferred in all business transactions, as such that may compromise the principles of fair competition or constitute an attempt to obtain or retain business or influence the course of business or governmental decision-making processes. Moreover, suppliers must:
 - Not allow any employee to suffer negative consequences for voicing a concern or refusing to engage in an act of bribery;
 - Prohibit acceptance of payments, gifts in kind, expenses, discounts, advantages or promises such that may influence the course of business decisions;
 - Have appropriate systems in place to manage bribery risk.

3. **Money Laundering.** Grover will not tolerate money laundering or the financing of terrorism. Suppliers must comply with the applicable national and/or international accounting and banking standards and processes, as well as law with respect to money laundering, financing of terrorism, fraud, and other illegal activities.

4. **Product Disclosure & Country of Origin of Product Components.**

Suppliers must disclose the material characteristics and health and safety information of the products that they supply to Grover in compliance with the relevant trading standards legislation, and where they exist, specific national or international regulations and generally accepted industry guidelines.

Suppliers may be asked to provide Grover with information as to the country of origin and the sources of components and raw materials included in the products being delivered. Suppliers should therefore maintain reliable information, including any changes, regarding the origin and composition of products being supplied.

B. Environmental Responsibility

Grover recognizes its responsibility to protect the environment and expects its suppliers to share its commitment by responding to environmental challenges in particular posed by climate change and waste from electrical and electronic equipment (WEEE or e-waste) and work towards protecting the environment. As a part of this commitment, all suppliers must, without limitation, comply with the following:

1. **Laws; Permits; Metrics.**

Supplier must comply with all applicable environmental legislation. In addition:

Supplier must comply with all applicable and relevant national and international environmental laws, legal requirements and regulations regarding hazardous materials, air emissions, waste, and wastewater discharges, including the transportation, storage, disposal, and release to the environment. Supplier must also:

- Obtain, maintain, and keep current all required environmental permits and registrations and follow the operational and reporting requirements of such permits.
- If applicable, identify the chemicals or other materials being released that may pose a threat to the environment and manage them appropriately and in compliance with application laws and regulations to ensure their safe handling, movement, storage, use, recycling, or reuse and disposal.
- Adhere to all applicable laws, regulations, and customer requirements regarding prohibition or restriction of specific substances and any end-of-life management requirements.

Eliminate, reduce, or control pollution (emissions, discharges, wastes) and conserve resources (energy, water, materials) in place.

Supplier may

- Once per year, supplier identifies significant environmental aspects and establish an Environmental Management System (EMS) to monitor and control these aspects and conducts regular reviews to identify improvement opportunities for the EMS.

2. **Pollution prevention and resource reduction.** Suppliers must work to reduce or eliminate waste and pollution of all types, including water and energy, by implementing appropriate conservation measures in their facilities and through establishment of adequate and effective programs.

Supplier should, when possible:

- Endeavor to reduce or eliminate waste of all types, including water and energy, by implementing appropriate conservation measures in their facilities, through their maintenance and production processes, and by recycling, re-using, or substituting materials;
- Suppliers are required to provide sustainability metrics, including:
 - Electricity consumption and electricity source of facilities; and
 - Heating consumption and source of facilities.

3. Hazardous substances. Suppliers must prohibit the use of substances that are subject to national or international bans, such as hazardous substances restricted by the Registration, Evaluation, Authorization and Restriction of Chemicals (REACH). Moreover, Suppliers must identify and monitor chemicals or other materials being released or discharged that may pose a hazard if released to the environment or people by maintaining an inventory of hazardous substances with up-to-date Material Safety Data Sheets (MSDS) and manage them in accordance with all legal requirements (local, permit) and contract requirements to ensure their safe handling, transportation, storage, use, recycling, reuse, and disposal. Hazardous substances, including e-waste, must be properly categorized, handled, stored, transported, and disposed using government-approved and/or licensed vendors per local laws. Suppliers shall seek to minimize the use of hazardous substances.

- Supplier could include: Corporate Carbon Footprint (in tons of CO₂); Greenhouse Gas emissions connected to other operations (in CO₂e); Waste consumption per waste type, information on waste separation; other relevant environmental impacts relating to the performance of services for Grover.

4. Solid e-waste.

In compliance with the Basel Convention and the EU policy and law on waste, electrical and electronic equipment (WEEE), Suppliers that provide end-of-life management for generated wastes must have a WEEE II certification to handle e-waste, or are otherwise appropriately authorized and licensed, and will maintain records demonstrating environmentally sound disposal, and meet any Grover end-of-life management requirements that covers such waste materials.

Suppliers must record information on how much waste (of all categories) is generated and its final disposition (in other words, how much waste is reused, recycled, energy recovered, disposed, or incinerated without energy recovery, et cetera) and to provide waste records to Grover upon request.

If a sub-tier supplier is used for waste disposal, suppliers must ensure that it is appropriately authorized and licensed and maintain records demonstrating environmentally sound disposal and meet any Grover end-of-life management requirements that cover such waste materials.

Waste is not landfilled without appropriate treatment or be exported to the Global South without proof of appropriate handling after arrival.

5. **Air emissions.** Air emissions of volatile organic chemicals, aerosols, corrosives, particulates, ozone depleting chemicals and combustion by-products generated from operations shall be characterized, monitored, controlled, and treated as required by all applicable laws, permits and regulations prior to discharge. Air emissions shall be identified, characterized, routinely monitored, controlled, and treated prior to discharge, and meet the discharge limits for regulated constituents.
6. **Water management.** Suppliers shall implement a water management program that documents, characterizes, and monitors water sources, use and discharge; seeks opportunities to conserve water and minimize water usage; and controls channels of contamination.

Supplier has an appropriate pollution prevention and control system related to wastewater.

Supplier implements annual (or more frequent, if required by local law) tests. Results shall be available showing compliance with legal and permit requirements.

7. **Energy consumption and greenhouse gas (GHG) emissions.**

Suppliers are to look for cost-effective methods to improve energy efficiency and to minimize their energy consumption and GHG emissions. Suppliers must understand their energy consumption and should be able to accurately capture and report carbon dioxide, and other GHG emissions resulting from their activities (ideally per product) and be able to report those to Grover upon reasonable request.

8. **Raw Material use.**

Supplier should engage in a range of practices to reduce raw material usage.

Suppliers are required to demonstrate that they are taking steps to assure that the raw material, including rare and other metals, used for the manufacturing of products supplied to Grover meet international standards for responsible business practices, and are conflict-free

Suppliers are requested to source paper, packaging and other timber-based products responsibly, either recycled or from forests that are managed in an environmentally-friendly, socially-beneficial and economically-viable way. In case proof in the form of certifications or audits are available, Suppliers shall provide these to Grover during onboarding.

Suppliers provide assurance as far as possible that raw materials used have been mined or harvested responsibly in a manner that respects human and labour rights, is conflict-free and does not inflict environmental damage, either directly or through subsequent contamination.

9. Sustainable Product Development.

Suppliers are encouraged to consider environmental and social impact into the full lifecycle of their processes, technologies, products, and packaging in order to optimize the environmental performance of their products through the product lifecycle and maximize opportunities for positive social impact. Recyclable, recycled, renewable, and reusable materials are preferred, especially for storage, transportation, and packaging purposes.

C. Social Responsibility: Labour practices & Human Rights

Grover takes its social responsibility seriously. Grover will maintain its focus on human rights and repudiates any practice that disrespects the rights of each individual. Grover expects its suppliers to support and respect the protection of human rights and to ensure that they are not complicit in human rights abuses. Grover provides employees with appropriate health and safe environment and requires from suppliers the same.

1. **General Laws & Regulations.** Suppliers must uphold the United Nations Universal Declaration of Human Rights, and the Eight Fundamental International Labour Organisation Conventions, as well as the following specific requirements, and generally act in a manner that respects the human and labour rights of their employees.

2. Human Rights.

Suppliers must respect the fundamental human rights and dignity of the individual, as according to the United Nations Guiding Principles on Business and Human Rights, in ways appropriate to their size and circumstances.

Suppliers, if operating in, or sourcing directly from a conflict-affected area, shall perform human rights due diligence to assess the heightened risks of adverse human rights impacts. At a minimum, all applicable local labour and safety laws must be respected to protect fundamental human rights.

3. **Discrimination.** Suppliers must prohibit any form of discrimination in the workplace based on race, ethnicity, caste, national origin, religion, disability, gender, sexual orientation, union membership, political affiliation, marital status, physical appearance, age, pregnancy, physical or mental disability or any other applicable prohibited basis. Moreover, Suppliers will observe the right to freedom of practice by employees of religious or cultural practices, as far as is reasonable

4. **Discipline and Harassment.** Grover believes in and promotes a harassment-free workplace, where employees must address each other, as well as our customers and suppliers, in a professional and respectful manner. Suppliers must prohibit the use of corporal punishment under any circumstances and the use of degrading treatment, harassment, abuse, coercion, or intimidation in any form. Suppliers must clearly communicate applicable disciplinary processes and procedures to employees; and ensure that grievance procedures and investigation processes are in place and are communicated to all employees.

5. **Grievance Procedure & Whistleblowing.** Suppliers shall have in place proper grievance and whistleblowing measures to allow employees to report actual or suspected misconduct without fear of reprisal. Suppliers shall:
 - Clearly communicate these measures to their employees;
 - Allow employees acting individually or with other workers to submit a grievance without suffering any penalty or retaliation;
 - Record, investigate and process employee grievances raised.

6. **Forced & Migrant Labour.** Grover has a zero-tolerance policy regarding forced labour and expects suppliers to adhere to applicable employment laws and regulations and make information available regarding their efforts to address the issue of slavery and human trafficking. This obligation requires that every worker must have their basic human needs met during working hours (e.g. free to use the restroom, free to have a drink of water). Moreover, Grover expects that workers from other countries be employed only on the basis of a valid work permit and that nobody unlawfully denies workers access to their identity or immigration documents. If accommodation is supplied, it must meet all legal requirements, especially with regard to health and safety regulations.

7. **Child Labour.** Grover has a zero-tolerance policy regarding Child Labour and expects Suppliers to prohibit the use of child labour in their operations in any country. Suppliers must employ young persons (younger than 18 and older than 15 years) only in well-defined circumstances that are not harmful to the health, safety, or morals of children under 18 and in accordance with applicable law. Furthermore, children must complete any compulsory education. All workers under the age of 18 must have additional protections in comparison to adult workers, particularly regarding overtime and hazardous work. Proof of age must be reviewed prior to employment, and documentation maintained.

8. **Wages & Benefits.** Suppliers shall ensure that employees are provided with written employment contracts outlining all relevant information, including the agreed compensation and the working hours. Employees are paid with due regard to industry standards, including ensuring adherence to applicable legal minimum wage laws and/or collective agreements at a minimum, whichever is higher.

If Suppliers do not pay a living wage to workers yet, they will have a plan in place to pay workers a minimum wage that covers a worker's basic needs (living wage). If performance-based wages are paid, these shall be no less than the legal minimum wage for a normal work week.

Suppliers may compensate overtime hours at regular or premium rates, according to applicable legal requirements. There shall be no illegal deductions from wages for disciplinary purposes.

9. **Work Hours.** Suppliers must ensure normal working hours comply with the International Labour Organisation conventions, as well as national legislation or the prevailing industry standards. Suppliers shall:

- Ensure normal working hours shall not on a regular basis exceed a maximum of 48 hours per working week.

- Ensure the sum of the normal work week and overtime hours may not exceed 60 hours in a week or a legally permissible maximum - whichever is lower.
- Provide weekly rest and paid annual leave in accordance – at a minimum – with national legislation and applicable sector regulations and will abide by all legally mandated provisions for leave, including maternity, paternity, and compassionate leave.

10. **Freedom of Association & Collective Bargaining.** Suppliers shall respect the legal right of workers to associate freely and to collective bargaining, including unionization where legal under local law.

Suppliers may support parallel means of dialogue such as the implementation of collective employee representation and robust and effective dialogue between management and employees where laws prohibit these freedoms ensuring the voices of employees are heard by other means, including representation, mediation, and conflict resolution.

11. **Health & Safety.** Suppliers must adhere to local workplace safety laws and take appropriate steps to prevent injuries in the workplace in their operations, or to reduce negative health impacts of digital work environments.

Suppliers must:

- Provide safe and healthy working conditions for all employees and on-site contractors in accordance with applicable laws and regulations, and will take appropriate measures to prevent accidents, injury, and health problems arising from or linked to the course of work activities, in their operations
- Ensure that employees are aware of specific role-related health and safety risks and hazards, and action to be taken in the event of an accident;
- Offer workplaces that have sanitary facilities, access to safe potable drinking water, clean toilets, first aid equipment, fire safety equipment, clearly marked, unlocked and unblocked emergency exits and escape routes, access to adequate power supply and emergency lighting, and which are adequately constructed and maintained to meet or exceed local building regulations.

Supplier should aim to:

- Ensure employees have access to a mechanism by which they can raise and discuss health and safety issues with management;
- Monitor health and safety issues and adequately address such issues that arise;
- Establish emergency procedures and evacuation plans for all reasonably foreseeable emergencies, which are accessible or clearly displayed, regularly tested (including evacuation drills), and periodically updated;
- Provide employees with clear, understandable information on health and safety, as well as with relevant training, updated on an adequate basis;
- Ensure that appropriate measures are employed to minimize the risk of employee contact with hazardous substances, through the use of protective equipment and gear, the use of appropriate containers, and posting of safety notices;

- Provide access to adequate on-site health and medical facilities, including clearly marked first-aid provisions and trained first-aid personnel, and have appropriate procedures in place for transportation to local medical facilities in the case of a medical emergency;
- ⊖ Where applicable, provide safe and healthy on-site housing for employees that have sanitary facilities, access to safe potable drinking water, fire safety equipment, clearly marked, unlocked and unblocked emergency exits and escape routes, access to adequate power supply and emergency lighting;
- Provide women with separate bathrooms, and must be specially protected during pregnancy.

D.Privacy and Data Protection

Grover is committed to protecting the privacy of the personal information collected and processed throughout all of its business activities and expects its suppliers to be compliant with all applicable data protection laws and related data protection principles. In this regard, suppliers shall, without limitation, comply with the following:

1. **Appropriate Technical and Organizational Measures.** Suppliers must certify that they will implement appropriate technical and organizational measures to ensure the security of personal data at least at a level of data protection commensurate with all applicable data protection legislation. We expect our suppliers to respect the privacy and confidentiality of Grover's information as well as protect data and intellectual property from misuse. Suppliers will maintain processes and standards that are designed to assure the integrity of quality and delivery of products and services, and the associated data, processes, and systems involved. Suppliers are expected to implement the necessary and appropriate measures for matters within their responsibility to ensure that Grover products and/or information do not end up in the hands of counterfeiters or unauthorized third parties.
2. **Confidentiality.** Suppliers warrant and undertake that all employees involved in the personal data processing procedures are familiar with the relevant data protection regulations. Suppliers assure that those employees are bound to maintain confidentiality or are subject to an adequate legal obligation of secrecy, including confidentiality agreements between themselves and Supplier. Supplier shall monitor its compliance with the applicable data protection regulations.
3. **Personal Data Breach.** In the event of any personal data residing on any device(s) (either purchased from or to Grover) is disclosed to Suppliers, Suppliers shall guarantee that they will take all necessary measures to reset the device(s) and permanently delete or destroy such personal data. If the device(s) still contain personal data despite the measures that Suppliers have taken, Suppliers are prohibited from processing the personal data unlawfully or without prior written authorization of Grover. In such a case, Suppliers must notify Grover at the email address legal@grover.com immediately and no later than 48 hours after having become aware of the disclosure and ensure the permanent deletion of the personal data.
 - a. Suppliers shall support Grover, insofar as Grover is subject to information obligations in the event of a data breach. Suppliers shall provide, at a minimum, the following information:
 - A description of the nature of the breach which among other things also contains the time and place of the breach, the categories and approximate number of data subjects and personal data records concerned,

- Name and contact details of a contact person for further information,
- A description of the likely consequences of the breach, and
- A description of the measures taken for the remedy or mitigation of the breach.

E. Supplier Non-Compliance

Grover expects its suppliers and business partners to communicate the principles of this Code of Conduct to their employees, subcontractors and relevant third parties to ensure the principles are integrated into their operations. Grover reserves the right to request documentation from its suppliers demonstrating its compliance with the “BASIC” requirements set forth herein. Grover reserves the right to terminate business relationships with any Supplier that violates this Code of Conduct or whose suppliers or subcontractors violate this Code of Conduct.

Any individual who is concerned about actual or suspected misconduct with regard to the terms of this Code of Conduct may report their concerns directly to legal@grover.com.