

**[ CODE OF CONDUCT ]**  
OUR CODE OF CONDUCT



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# WHAT IS A CODE OF CONDUCT?

A code of conduct serves as a guideline in day-to-day work for acting in a socially, ethically and legally correct manner. This set of behaviours applies to all employees of a company.

The aim is, amongst other things, to ensure respectful interaction, to prevent discrimination, the receipt of undue benefits and corruption; and to promote sustainable actions – both within our group of companies and in our collaboration with our customers, suppliers and business partners.

The code of conduct provides valuable support when we are unsure whether a decision is right or wrong in the course of our work. As a tool in our everyday work, it provides answers to the most important questions. This enables us to work together to ensure that the values of our group of companies are upheld and communicated internally and externally as an important part of our identity.

This code of conduct is binding for all employees of the group, from trainees to company management. The values and rules set out here are also a reliable signal to all business partners.

Our code of conduct was drawn up jointly by the company's management and participants from various departments, and with the support of an auditing firm.

**[ THE AIM IS, AMONGST OTHER THINGS,  
TO ENSURE RESPECTFUL INTERACTION,  
TO PREVENT DISCRIMINATION, THE  
RECEIPT OF UNDUE BENEFITS AND  
CORRUPTION ... ]**

# FOREWORD

## US

Us: as an internationally active family company with the primary brands CITTI, CHEFS CULINAR and HMS, we find this word particularly important. In the CITTI group of companies, we are a well-known trading company with a hundred years of experience, a reliable supplier and service provider for bulk consumers and restaurants, an expert in commercial kitchen technology and a strong partner to the shipping industry.

The basis for 'Us' is our high-performing and motivated employees. They are the ones who attract, look after and support satisfied customers in their day-to-day work. Their dedication ensures the success of our group of companies, which ensures our independence as well as healthy growth and secure jobs.

Our global market presence is based on a fundamental entrepreneurial understanding: we comply with laws and internal guidelines at all times. This is the key basis of trust for all employees, customers and business partners as well as the foundation for the company's lasting, profitable growth and long-term, sustainable increase in value. In this way, we will maintain and successfully develop the CITTI group of companies as a mid-tier family business for the next generations.

Our actions are underpinned by trust, responsibility, respect, fairness and initiative. Together, we are persistent and flexible and can rely on each other. Sustainable business practices shape the path of our company in all areas.

This code of conduct clarifies our principles and sets out binding specifications for all employees of the CITTI group of companies. The aim is to prevent situations that could call lead people to question our values and services. At the same time, all employees should be encouraged to act independently and receive guidance on this.

Although such a code of conduct may sound a bit formal in many places, we would like to ask and encourage you to read this guide and use it as a tool in your day-to-day work.

In the management team, we are fully committed to these values and the recommendations for action and procedures that are derived from them. We are sure that you, too, will be able to identify with this and, in doing so, create a further building block for 'Us'.

Yours sincerely,



GERD LÜTJE



JAN LÜTJE



DIRK LÜTJE



PETER WENZEL



# CODE OF CONDUCT – **A CODE OF CONDUCT FOR EMPLOYEES**

All domestic and foreign entities (Austria and the Netherlands) in the CITTI group of companies are bound by this code of conduct. The name 'CITTI group of companies' includes all companies trading as CITTI, CHEFS CULINAR, HMS or other companies and brands belonging to the group. The provisions of this code of conduct apply to all governing bodies, managers, employees (including temporary workers) and other employees of the CITTI group of companies. In addition, they represent the minimum standard for the codes of conduct of other international entities.

All employees are obliged to actively behave in accordance with this code of conduct and the values of our corporate culture set out in it. Managers serve as role models in this regard. They are responsible for their own conduct and the conduct of employees in their area of responsibility as well as for adhering to the procedures in place to avoid reputational and legal risks. Where appropriate, they take the necessary and appropriate measures to ensure compliance with the code of conduct.

It is important that possible or actual breaches of these regulations are identified at an early stage, that the causes are remedied and that possible consequences are prevented. For this reason, all employees must report violations either to their line manager or to the (respective) compliance officer without undue delay. Such reports may also be made anonymously if violations by others are reported.

The company's management guarantees that whistle-blowers do not have to fear any consequences – even if the report turns out to be unfounded, unless false information was provided wilfully. For more information, please refer to our whistle-blower policy.

**[ ALL EMPLOYEES ARE OBLIGED TO ACTIVELY BEHAVE IN ACCORDANCE WITH THIS CODE OF CONDUCT AND THE VALUES OF OUR CORPORATE CULTURE SET OUT IN IT. ]**

# WE ARE COMMITTED TO THE **LIBERAL DEMOCRATIC BASE ORDER**

We are committed to the liberal democratic base order and expressly stand against racism, political extremism and any type of anti-constitutional stance.

The liberal democratic base order within the meaning of the German constitution is a form of government that is not determined by violence or arbitrary rule. The power of the state is exercised by the people through elected parliamentary representatives. This base order forms the foundation of our rule of law, which protects the human dignity, freedom and equality of every individual. This protection of all people, especially against racism and discrimination, is also of paramount importance to our group of companies.

A liberal and democratic society allows for a diversity of opinions and creates the freedom to express different views without fear. We are a cosmopolitan society that offers a diverse space and opportunities for development. This diversity is a source of social cohesion and cultural richness.

Acceptance and respect are the basic conditions for peaceful coexistence. The inviolability of human dignity, the free development of the human personality and the equality of all human beings before the law are fundamental foundations of the constitutional order. The country's constitution makes these values the foundation of state order and forms the basis of our day-to-day activities as a company with all its governing bodies and employees.

**[ THIS PROTECTION OF ALL PEOPLE, ESPECIALLY AGAINST RACISM AND DISCRIMINATION, IS ALSO OF PARAMOUNT IMPORTANCE TO OUR GROUP OF COMPANIES. ]**



## WE COMPLY WITH **LAWS, RULES AND SPECIFICATIONS**

We comply with all applicable laws, rules and internal specifications; this is a top priority for us. By acting correctly and in accordance with the law, we protect our company, our employees and our business partners. We expect all employees to behave accordingly at all times.

Integrity in day-to-day business dealings means that both the actual and perceived business conduct of the parties involved comply with this code of conduct. This compliant behaviour and the associated reliability are indispensable for the long-term survival of our company. This comes naturally to our long-standing family-run company. We also firmly believe that acting with integrity creates a long-term competitive advantage.

**[ THIS COMPLIANT BEHAVIOUR  
AND THE ASSOCIATED RELI-  
ABILITY ARE INDISPENSABLE  
FOR THE LONG-TERM SURVI-  
VAL OF OUR COMPANY. ]**

## WE DO NOT TOLERATE CORRUPTION

We do not tolerate any form of bribery or corruption or the acceptance or granting of an advantage. For over 100 years, the success of our group of companies has been based on innovation, enthusiasm, commitment, flexibility and customer orientation. This success must not under any circumstances be obtained and called into question through unfair gifts. The ability of our employees to make professional judgements is an important success factor in

our dealings with all customers, suppliers and partners, as their unconditional trust is essential for us.

For this reason, all our employees must observe the rules for gifts and invitations. Failure to comply with these rules leads to a risk of corruption with criminal consequences. Even the promise or demand of unfair benefits may lead to prosecution.

**[ ... MUST OBSERVE THE RULES  
FOR GIFTS AND INVITATIONS. ]**

## WE VALUE AND PROMOTE DIVERSITY

We value diversity and promote it among our employees. We do not tolerate discrimination, exclusion or harassment of any kind in our companies, whether based on age, disability, origin, gender, political opinion, religion, sexual orientation or any other characteristics.

We are committed to equal opportunities. The development and career development of all employees is based on their individual performance and commitment to our group as well as their individual potential.

Our employees at all hierarchy levels interact with one another based on mutual consideration, trust and respect. We all strive for open and objective cooperation where communication resolves conflicts. We treat each other with openness and objectivity and are prepared to learn from our mistakes. This respectful cooperation is an important basis for our mutual success.

**[ WE ALL STRIVE FOR OPEN AND OBJECTIVE  
COOPERATION WHERE COMMUNICATION  
RESOLVES CONFLICTS. ]**

## WE WORK IN A **HEALTHY WORKING ENVIRONMENT**

We respect the rights to fair remuneration for work performed and this remuneration meets at least the statutory minimum requirements. As part of our business activities, we protect the right to freedom of association and collective bargaining in accordance with applicable laws and statutes. The right of employees to form works councils and join trade unions is explicitly recognised by management.

We adhere to the provisions on occupational health and safety at all workstations existing in our group of companies. Within the framework of the applicable occupational health and safety regulations, we ensure safe and healthy working conditions for all employees. In addition, we formulate clear specifications and processes to ensure constantly fault-free conditions in the areas of occupational safety, health protection, safety and fire protection.

**[ WE ADHERE TO THE PROVISIONS ON  
OCCUPATIONAL HEALTH AND SAFETY ... ]**



# WE DEFEND THE DIGNITY AND RIGHTS OF INDIVIDUALS

We always respect the dignity and personal rights of all employees and those of our business partners. We at all times safeguard and support the observance of internationally recognised human rights, which are inviolable for us.

We firmly reject all forms of forced and child labour and are committed to ensuring the protection of minors. Children who are still of school age may only be employed in compliance with the relevant legal regulations for the protection of minors.<sup>[1]</sup>

Employees under the age of 18 must not be engaged for hazardous activities and may be exempted from night work, taking into account their training requirements. The employment of minors is governed by the national laws and practices of the country concerned. Where national regulations provide for stricter rules, these rules always take precedence.

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<sup>1</sup> See also Convention 138 of the International Labour Organization (ILO). The oldest specialised agency of the United Nations is the only UN organisation composed not only of member states' governments, but also of employers' and workers' organisations.

**[ WE FIRMLY REJECT ALL FORMS OF FORCED AND CHILD LABOUR AND ARE COMMITTED TO ENSURING THE PROTECTION OF MINORS. ]**

# WE ACT RESPONSIBLY AND SUSTAINABLY

We accept our responsibility with regard to sustainability and align our actions accordingly. In this, we are guided by the 17 Sustainable Development Goals (SDGs) adopted by the United Nations in 2016.<sup>[2]</sup>

These goals cover three dimensions: social, economic and environmental. To realise these sustainability goals, the CITTI group of companies will by 2023 develop a sustainability concept that provides details for our sustainable activities and defines the necessary specifications for all employees.

Furthermore, as a company, we fulfil our obligation to establish sustainability and risk management in order to comply with environmental and social standards in the company and in the supply chain in accordance with the German Supply Chain Due Diligence Act (LkSG). We communicate the resulting standards to our employees and business partners.

We are committed to preserving the natural foundations of life as well as protecting resources and animals. We uphold the legitimate rights of people to lands, forests or waters that provide the basis for people's lives.

We strive for responsible and efficient use of natural resources in production and services in our own business areas and across the entire value chain. We strictly adhere to applicable laws and regulations regarding hazardous materials, chemicals and substances.

In all our business activities, we also take animal and species protection into account and strive to preserve biodiversity.

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<sup>2</sup> For more information, visit <https://17ziele.de/>

[ ... ADOPTED BY THE UNITED NATIONS IN 2016. ]

## WE ARE **FAIR COMPETITORS**

We are committed to fair competition. For this reason, we do not participate in illegal agreements and practices that restrict competition, in particular arrangements with competitors regarding prices, terms and market sharing.

In the event of risky conduct on the part of business partners, of deviations from standard agreements or proceedings in the context of cooperation agreements, every employee is required to consult the legal department as a precautionary measure in order to avoid impermissible consequences under competition law.

Existing competition laws prohibit actions that impair free and fair competition and restrict trade. These legal specifications apply equally to us as a supplier and buyer of goods and services.

Through continuous training and other effective measures, we support our employees in identifying questionable behaviour correctly and in good time and responding appropriately.

**[ ... DO NOT PARTICIPATE IN  
ILLEGAL AGREEMENTS AND  
PRACTICES THAT RESTRICT  
COMPETITION ... ]**

# WE RESPECT THE LEGALLY REQUIRED **EXPORT CONTROLS AND ANTI-MONEY-LAUNDERING MEASURES**

We observe international financial sanctions, embargoes and approval requirements in international trade. We empower the employees responsible for import and export in our companies to comply

with the relevant regulations and to keep an eye on current developments. We comply with the legal requirements for preventing money laundering.

**[ WE COMPLY WITH THE LEGAL REQUIREMENTS FOR PREVENTING MONEY LAUNDERING. ]**

# WE TAKE **SOCIAL RESPONSIBILITY**

Donations and sponsorships are a means of fulfilling the social responsibility of the CITI group of companies. Financial support for the common good is generally aimed at the public and should be consistent with our corporate objectives.

The executive team alone decides on donations and sponsorships. They may not be used to indirectly obtain unfair advantages from business partners.

**[ THE EXECUTIVE TEAM ALONE DECIDES ON DONATIONS AND SPONSORSHIPS. ]**

## WE MAINTAIN OUR BUSINESS RELATIONSHIPS TRANSPARENTLY AND WITHOUT RECEIVING UNDUE BENEFITS

We attach great importance to handling gifts and invitations in a legally compliant manner. If they serve a business matter, then promotional gifts, events, business meals or trips for information, representation or entertainment purposes are a legitimate means of establishing and maintaining business relationships. However, they must never be given or received for the reason of obtaining an unfair commercial advantage. They also must not be carried out to an extent or in a manner that is unreasonable and could call into question the professional independence and judgement of the persons involved. With guidelines, regular training

courses and clear financial limits, we help our employees to comply with the rules. We have formulated the corresponding specifications in specific and generally accessible policies.

In the case of invitations and gifts to our employees from third parties, their internal rules for gifts and invitations must also be observed. This applies in particular to contact with officials, such as members of parliaments or other elected representatives in politics, public administration and society. The rules for gifts and invitations issued by the relevant authority or organisation must be observed.

*[ WE ATTACH GREAT IMPORTANCE TO HANDLING GIFTS AND INVITATIONS IN A LEGALLY COMPLIANT MANNER ... ]*

## WE ACT IN THE INTERESTS OF THE COMPANY

We conduct ourselves honestly and fairly in a work context. We act in such a way that our personal interests do not conflict with the business interests of the CITT group of companies or the interests of our customers. Such conflicts between our personal interests and our professional responsibilities or the interests of the CITT group of companies or the interests of our customers may damage the reputation of the group of companies as a whole.

We therefore work actively to avoid such situations, in our professional interests as well as our own interests. This also includes disclosing personal shareholdings, other volunteer positions and secondary employment in accordance with our internal processes, as they may result in a conflict of interest. In the event of a potential conflict of interest, we involve our line managers.

*[ ... DISCLOSING OTHER VOLUNTEER POSITIONS AND SECONDARY EMPLOYMENT IN ACCORDANCE WITH OUR INTERNAL PROCESSES ... ]*



# WE PROTECT DATA AND INFORMATION

We also act in accordance with the law when it comes to the protection of personal data and respect the general privacy rights of all individuals with regard to their personal data.

Internal information, data and documents belonging to the CITTI group of companies, our employees and our business partners must not be accessible to third parties or unauthorised employees. We take appropriate measures for this in our day-to-day work.

Should any incidents occur and data be disclosed, we, as a group of companies and as employees, cooperate with all relevant public bodies and supervisory authorities. In the event of requests for information, communication takes place via the appointed data protection officer.

Commercial and technical trade secrets are sensitive information, including for example technical or operational know-how, internal processes and procedures, contract content, patents, values and figures and prices of any kind. All employees are obliged to protect this information.

**[ ... WE, AS A GROUP OF COMPANIES AND AS EMPLOYEES, COOPERATE WITH ALL RELEVANT PUBLIC BODIES AND SUPERVISORY AUTHORITIES. ]**



## WE PROTECT OUR **INTELLECTUAL AND FINANCIAL RESOURCES**

We are all particularly committed to protecting and preserving our most important business asset: the intellectual property of our company and our employees. We also respect the intellectual property of others, such as our business partners and competitors. Intellectual property includes, but is not limited to, copyrights (including copyrights for text, images,

software and databases), trademarks, know-how and other copyrighted information.

None of the group's assets, business documents or work equipment may be used for non-business purposes or made available to third parties without authorisation.

*[ ... PROTECTING AND PRESERVING OUR  
MOST IMPORTANT BUSINESS ASSET ... ]*



## WE COMMUNICATE OPENLY, **UNDERSTANDABLY AND COMPREHENSIBLY**

We always communicate fully, on time, correctly, honestly and comprehensibly to our customers, business partners and the general public. This applies to all announcements and reports of the CITTI group of companies as well as information and promotional material about our products and services. Such information is only published by the authorised employees entrusted with such tasks.

When we speak privately and without prior internal consultation on social media or in public discussions on issues that affect the CITTI group of companies or our business partners, we make it clear that these are statements made by private individuals.

In the context of freedom of expression, the obligations under the employment contract to show consideration for and loyalty to the company and its business relationships must be respected.

The interests of the CITTI group of companies and our business partners must not be violated. These principles apply in particular with regard to company and business secrets and photos taken of company premises, parts of premises or employees of our companies.

**[ ... THE OBLIGATIONS UNDER THE EMPLOYMENT CONTRACT TO SHOW CONSIDERATION FOR AND LOYALTY TO THE COMPANY AND ITS BUSINESS RELATIONSHIPS MUST BE RESPECTED. ]**

# OUR GROUP'S WHISTLE-BLOWER SYSTEM

The CITTI group of companies' whistle-blower system enables you to report specific tips and indications as well as possible employee misconduct. The whistle-blower system guarantees protection for both whistle-blowers and those affected. An investigation is only initiated once the specially commissioned whistle-blower protection committee has carefully examined the tip and only if there are concrete indications of a breach of the rules. All information is processed in a fair and confidential process.

You have the option of contacting our whistle-blower protection committee, exchanging documents and staying in touch via your own messaging function at any time via the whistle-blower system. It is confidential and secure. Whistle-blowers can decide for themselves whether they wish to remain anonymous. If you would like to send a confidential report, the following link takes you to the secure online reporting channel for our group of companies.

Link to the reporting platform of the CHEFS CULINAR group of companies:

[https://sicher-melden.de/ChefsCulinar\\_Citti-Unternehmensgruppe](https://sicher-melden.de/ChefsCulinar_Citti-Unternehmensgruppe)



## CONTACT DETAILS OF THE COMPLIANCE OFFICER

### **Compliance Department**

CITTI-Unternehmensgruppe

Mühlendamm 1

24113 Kiel

Email: [compliance@citti.de](mailto:compliance@citti.de)

## FURTHER PROVISIONS

This code of conduct sets out the basic rules, standards and behaviours required to achieve our corporate objectives. The purpose of this code of conduct is for all employees of the CITTI group of companies to gain an overview of the key rules of conduct.

All employees and, in particular, managers are required to familiarise themselves with the legal and official regulations relevant to their work and responsibilities. Similarly, governing bodies and line managers inform their employees accordingly so that they are able to carry out their individual activities in accordance with the law.

The internal policies provide essential support and guidance in this regard. The following policies apply to all employees of the CITTI group of companies:

- **Anti-corruption**
- **Policy on cash**
- **Competition law**
- **Data protection**
- **Information security**
- **Whistle-blower policy**

In addition to these core policies, additional department-specific policies may apply and must be taken into account accordingly. In addition, we have developed a supplier code of conduct to specify our intentions for our suppliers as well.



