



Supplier Code of Conduct

Policy Owner: *General Services / Purchasing*

Date effective: *1. Dezember 2015*

Version: *1.0*

1 Our understanding of responsible and sustainable supplier management activities

As one of the leading companies in the software sector we see it as our privilege to positively and continuously impact our environment by conducting our business in an economical, ecological and social manner. Therefore we find it natural to involve our suppliers in this important process.

2 Employee Conduct

We expect from our suppliers to conduct their daily business in a manner congruent with our Code of Conduct whilst observing the following principles:

- Conventions of the International Labour Organization (ILO)
- Universal declaration of human rights of the UN.
- UN-convention on the rights of children and on the Elimination of All Forms of Discrimination against Women
- OECD guidelines for multinational corporations
- Applicable national laws

We as Software AG place a great value on ensuring that our suppliers as well as their connected affiliate's commit to not only meet our requirements but to exceed them whenever possible.

2.1 Child Labor

We expect from our suppliers that they do not tolerate or engage in any kind of child labor or exploitation of children and youth.

2.2 Discrimination

We expect from our suppliers that they support equal treatment and provide equal chances and that they refrain from any kind of discrimination in regards to selection of employees, granting of promotions, as well as granting of training. No employee shall be discriminated against due to difference of sex, age, skin color, culture, ethnic heritage, sexual identity, handicap, religious affiliation or world view.

2.3 Forced Labor

We expect from our suppliers that they do not tolerate or conduct any form of forced or obligational labor, debt bondage, serfdom or slave labor or slavery like conditions.

2.4 Employee Rights

We expect from our suppliers that they honor the rights of their employees in accordance with national laws to form a workers representative and to hold collective negotiations. Alternatively, in case that the domestic norms limit the right to assembly and the right to collective negotiations, employees should at least be allowed to form a free and independent collective for the purpose of contract negotiations.

2.5 Compensation and Working Hours

We expect from our suppliers that they observe the applicable national law outlining the working hours. Furthermore it is expected that the employees receive a compensation which is in accordance with the applicable national laws.

2.6 Protection of Health and Job Safety

We expect from our suppliers that they observe the applicable national laws regarding protection of health and job safety. This includes the establishment and application of an adequate job safety management encompassing the reduction of existing and potential health/work risks on the one hand and training of employees to prevent accidents and occupational illness on the other hand.

3 Environmental Protection

We expect from our suppliers that they observe the respective applicable national environmental laws, regulations and standards. Furthermore we expect that the suppliers maintain an environmental management system suitable to their business purpose in order to minimize environmental strain and limit dangers as well as improve on environmental protection in the daily business.

4 Daily Business Conduct

4.1 Ban on Corruption and Bribery

We expect from our suppliers that they do not tolerate corruption and that they ensure that the conventions of the United Nations (UN) and the organization for economic co-operation & development (OECD) for the fighting against corruption and the corresponding anti-corruption laws are being upheld. In particular they ensure that their employees, subcontractors or agents do not offer, grant or promise any advantages to Software AG employees or close third parties with the intent to secure an order or gain preferential treatment.

4.2 Invitations and Gifts

We expect from our suppliers that they do not abuse invitations and gifts for influential purposes. Invitations and gifts for Software AG employees are only allowed, if the circumstance and extent are appropriate i.e. they are of little worth and can be considered a token of common business practice. Likewise the suppliers do not ask Software employees for inappropriate advantages.

4.3 Prevention of Conflict of Interest

We expect from our suppliers that any decisions they make regarding their business with Software AG are based solely on professional criteria. Conflict of interest due to private interest or other economical or various activities, from relatives or other close people or organizations are being avoided from beginning.

4.4 Free Competition

We expect from our suppliers that they engage in competition in a fair manner and that they observe the applicable antitrust laws. Suppliers are neither to engage in agreements in violation of antitrust laws nor do they exploit a possible existing market leader position.

4.5 Money Laundering

We expect from our suppliers that they uphold the applicable local legal standards for the prevention of money laundering and that they abstain from participating in any money laundering activities.

4.6 Supplier Relationships

We expect from our suppliers that they communicate all principles and requirements described herein to their respective suppliers and subcontractors and to take them into consideration during the supplier selection. Furthermore the suppliers support their suppliers and subcontractors to uphold the principals regarding human rights, working conditions, prevention of corruption and environmental protection described herein in the context of fulfilling their contractual obligations.

4.7 Observation of the Software AG Supplier Code of Conduct

Software AG reserves the right to periodically check the observation of the principles and requirements of the Software AG Supplier Code of Conduct utilizing a Supplier Self-Assessment.

Each violation by the supplier of the principles and requirements laid out in the Software AG Code of Conduct will result in a considerable impairment of the contractual relations. In case of suspected violation of the described principles and requirements of the Software AG Supplier Code of Conduct (i.e. negative press) Software AG reserves the right to collect relevant information outside of the supplier self-assessment intervals. Furthermore Software AG has the right to immediately cease single or all contractual relationships with suppliers that verifiably fail to fulfill the Software AG Supplier Code of Conduct and do not implement any improvement measurements within a given timeframe.

5 References

Universal Declaration of Human Rights

<https://www.un.org/en/about-us/universal-declaration-of-human-rights>

Conventions of the International Labour Organization (ILO)

https://www.ilo.org/empent/Publications/WCMS_094386/lang--en/index.htm

OECD guidelines for multinational corporations

[2011 Update of the OECD Guidelines for Multinational Enterprises - OECD](#)

Software AG Supplier Code of Conduct

Supplier Declaration

1. The supplier has received the „Software AG Supplier Code of Conduct“.
2. In addition to the obligations laid down in the delivery contracts with Software AG, the supplier makes a binding commitment to uphold and acknowledge the obligations and rules laid down in the Software AG Supplier Code of Conduct.

Date:

Company Name:

Company Seal:

Company Address:

Name (PRINT):

Signature:

Title / Function

ABOUT SOFTWARE AG

Software AG began its journey in 1969, the year that technology helped put a man on the moon and the software industry was born. Today our infrastructure software makes a world of living connections possible. Every day, millions of lives around the world are connected by our technologies. A fluid flow of data fuels hybrid integration and the Industrial Internet of Things. By connecting applications on the ground and in cloud, businesses, governments and humanity can instantly see opportunities, make decisions and act immediately. Software AG connects the world to keep it living and thriving. For more information, visit www.softwareag.com.

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