



Code of Business Ethics

**SEEDING
THE FUTURE**
SINCE 1856



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Preface of the Executive Board



Dear Reader,

in the course of KWS's long existence, values like trust, mutual respect, and integrity have become main guard-rails of KWS and shaped our company and our vision and mission. We all "live" these values.

KWS is active in many countries around the globe. Therefore, our action follows the ethical principles, which are valid throughout the whole world. They shape our identity, and they are more than just the respect of laws.

Every single member of the KWS staff bears responsibility for KWS, be it in business, while dealing with customers, suppliers or administrations, in public, or within the company itself. Each and every one is called to protect the reputation of KWS and its patrimony, while KWS bears responsibility for its staff.

This Code of Business Ethics regulates the requirements and the definition of this mutual responsibility. Binding for the KWS Group and all its staff members, the Code of Business Ethics fixes the basic rules of

conduct, thus creating transparency and safety in action. The respect of this Code of Business Ethics is regularly audited.

We as the Executive Board rely on every one of you to feel responsible for our values, within the company as well as in our relations with others outside the company. We are convinced that the conservation and safeguarding of our KWS culture is indispensable for our way into the future.

The Executive Board

Dr. Felix Büchting

Dr. Peter Hofmann

Eva Kienle

Nicolás Wielandt

1. Introduction

1.1 Guiding Principles

KWS is seeding the future for generations. Our vision comprises all KWS key values – with **foresight**, we shape a sustainable future, staying **close** to generations of farmers and serving as a trusted, **reliable** partner to all our customers while staying **independent** as a family-backed company.

In more than 165 years of company history, KWS has become one of the leading companies in plant breeding with more than 65 subsidiaries and joint ventures worldwide. We have a great responsibility to do things in a proper way.



We cannot but deeply commit to act ethically, in line with our key values and comply with all applicable laws and rules of conduct of our company.

The KWS Group declares itself committed to the highest values, integrity, and quality standards. This Code of Business Ethics drives our actions and serves as our guiding principles on how to do business and interact with others.

Of course, KWS also expects its business partners to act ethically and in a manner consistent with this Code of Business Ethics and intends to transfer its ethical standards as laid down in this Code of Business Ethics as well as in KWS's Human Rights Policy to its business partners.

- Integrity and ethical business conduct are the foundation of our business.
- We follow our company's values, ethics and the law at all times.
- We expect our business partners to act ethically and with standards equivalent to KWS.

1.2 Applicable laws

We conduct business in many countries around the world and, as a result, our business activities are subject to many different laws, regulations, customs, and cultures.

We respect and declare ourselves committed to comply with all applicable laws and regulations. We expect our business partners to do the same.

Every staff member is personally responsible to respect existing laws and ethical principles as provided in this Code of Business Ethics.



1.3 Responsibilities and accountability

This Code of Business Ethics defines our standards for doing business, how we behave and how we are, and it is the basis for our long-term business success. It is the core policy and the source of all other rules and regulations at KWS. It applies to all employees and directors, as well as associates of the KWS group worldwide. Each of us is personally responsible to respect existing laws, this Code of Business Ethics and KWS ethical principles and promote them among all parties representing KWS.

- **The Code of Business Ethics is our core policy** and the source of all other rules and regulations at KWS.
- **We follow the law at all times:** any infringement may lead to substantial damages and is not in our interest.
- We understand the principles of this Code of Business Ethics and apply them in our job or business activities every day. Whenever questions or concerns about the application of this Code of Business Ethics arise, the Group Compliance Office will offer support.
- **We act loyally** towards KWS.

It is also the responsibility of the respective directors, managers or team leads to care for this. Supervision of Business Ethics is as important as supervision of performance.

- **We lead** by example and train our **team members** to respect ethical boundaries in their daily activities and to avoid even the appearance of unethical conduct.
- We never cover up or ignore a violation of the Code of Business Ethics, when in doubt we contact the Group Compliance Office for assistance.
- We encourage **our team members** to raise compliance issues and ensure open communication to ask questions concerning compliance matters.

However, no Code of Business Ethics or statement of principles can provide clear instructions for every situation. In the end, each of us is requested to rely on our own good judgement and sense of ethical behavior to make sure that our actions are in line with these guiding principles. Moreover, more detailed regulations deriving from this Code of Business Ethics may apply in the form of KWS guidelines, procedures and handbooks and should be consulted as subsidiary regulation to this Code of Business Ethics.

Even the suspicion of a violation may damage us, our reputation and consequently our position in the market. Therefore, it is of utmost importance for everybody to be conscious of one's responsibility.

2. Our Commitments

2.1 Respecting and protecting people

Fairness and respectful relationships are of the highest priority for us. We act respectfully, with integrity and objectivity and in a fair manner in our relations with colleagues, business partners and third parties. Successful cooperation is based on successful communication. Each of us is encouraged to contribute to the decision-making processes. Successful project work requires initiative and the ability and willingness to work in teams.

Cultivating a respectful workplace and equal treatment

We embrace all of our corporate values and principles as set in this Code of Business Ethics. Equal treatment of all people is a fundamental principle of our business. We believe that all colleagues should have the right to be treated equally, regardless of any attributes other than their work performance.



Non-Discrimination

We do not tolerate discrimination of any kind against our employees. Any discrimination and harassment in the workplace are prohibited. We seek to create a diverse, equitable and inclusive environment that treats all people with dignity and respect, ensuring the rights of vulnerable colleagues are protected. Colleagues will not be disadvantaged, favored, or harassed on the grounds of characteristics such as gender and gender identity, skin color, racial origin, religion, nationality, political or other beliefs, ethnic origin, disability, age, sexual orientation, or any other characteristics protected by local laws.

Diversity and Inclusion

At KWS, people from more than 100 countries, different cultural backgrounds and age groups work together to enrich a diverse corporate culture. Based on our essence, KWS is committed to deploying a culturally open work environment with equal opportunities and rights for all employees globally – regardless of gender, religion, ethnic origin, age, physical or mental ability, sexual orientation, social background, or any other dimension. KWS has a clear commitment to providing a work environment that values all employees and gives them the opportunity to develop their full potential, standing up against discrimination of any kind.

- We always act in a fair and respectful manner.
- We do not discriminate anyone. We promote diversity and inclusion.
- We protect the quality of our working environment.

Human rights

Respecting international human rights norms and standards is a crucial principle of the KWS Group. We comply with international standards and local laws related to working time and conditions, freedom of association and collective bargaining, the right to health and occupational safety as well we fundamentally respect the principles of equal treatment, non-discrimination and diversity. We do not tolerate any type of child labor and respect the rules of protection of young workers. We do not tolerate forced labor and modern slavery of any kind, human trafficking and cruel, inhuman or degrading treatment.

We comply with this KWS Group principle and continuously make our contribution to respecting human rights norms and the dignity of all people. If anyone has concern regarding the abuse of any of these rights, they shall make sure to prevent it or cease it immediately or, in case if it necessary, report it on the corresponding compliance channels.

Our responsibility to respect human rights extends beyond our own operation into our supply chains, where we seek to influence the broad adoption of internationally accepted human rights rules and to maintain an active assessment of the human rights performance of our suppliers.

Safe working conditions

We conduct our business responsibly and in compliance with all environmental, health and safety laws as well as the protection of the environment. The health and safety of our employees, associates, visitors, and communities in which we operate is one of our precious commodities. Therefore, we actively promote their welfare and safety, offering training, supervision or other appropriate measures and encourage to actively flag and improve potential defects at all times.

- We respect human rights, the rights and dignity of all people.
- We follow all company policies and directives relating to the protection of the environment and health and safety.
- We avoid unsafe activities and conditions.
- We immediately report any suspected violations of environmental law or health and safety laws.

2.2 Maintaining our integrity

Fair competition

We engage in fair competition, and we actively encourage fair competition based on the quality of our products and services. Anti-competitive conducts may seriously damage KWS and its reputation. We, under no circumstances, will engage in agreements or conducts that prevent or restrict competition.



Anti-corruption

Our actions are characterized by fairness, transparency and responsibility. We support national and international efforts aimed at combating corruption.

We prohibit granting or requesting any undue advantages. We do not offer or give benefits if the intention is to wrongfully influence the recipient. We expect our business partners, agents, consultants, and any other third parties' representatives to act according to these principles as well.

- **We do not offer or give any type of benefits to employees or representatives of business partners, or government officials, if the intention is to wrongfully influence the recipient.**



Conflicts of Interest

A conflict-of-interest situation can arise if we take actions or have interests that are inconsistent with the interests of KWS or that may interfere with our ability to perform our job effectively on behalf of the company.

All our business decisions must be made on the basis of objective criteria and our personal interests do not interfere or influence our business activities.

We act with integrity in our internal relationships and externally with our business partners, preventing that our personal circumstances and interests are impairing our professional judgement, business decisions or actions. Appearance of a conflict of interest may be just as damaging to our reputation as an actual conflict.

We act loyally towards KWS. We shall avoid situations and relationships that involve actual or potential conflicts of interest; but, in any case, we transparently disclose when being affected (e.g. by working regularly together or cooperating with family members or partners) by a conflict of interest, so appropriate organizational solutions and decisions are taken to manage the situation.

International Trade

The United Nations, the European Union and national governments regulate international trade, such as imports, exports and international financial transactions. Severe civil and/or criminal penalties may be levied against companies or individuals that violate export controls.

- We comply with all relevant international trade control regulations, including licensing, shipping documentation, duty requirements, import/export documentation, and reporting and record retention requirements of all countries in which we conduct business.
- We watch out for embargoes against countries as well as against Specially Designated Nationals. We watch out for sanction programs that prohibit any transaction with certain designated individuals and organizations, such as terrorist organizations or other criminals.

Money laundering prevention

We are committed to preventing KWS Group companies from being used to disguise the origin of illicit obtained profits or being involved, directly or indirectly, in terrorist financing activities. We implement internal controls aimed at preventing this type of behavior. We are committed to promote and conduct proportionate and reasonable due diligence actions regarding companies that we work with.

Insider information

KWS is listed at the stock exchange. The knowledge of insider information or affairs can be abused in the dealing of KWS shares. "Insider information" is any specific information about circumstances relating to a quoted joint stock company like KWS, which are not publicly known and suitable to have a significant effect on the stock price in the case of their publication.

We do not use or furnish insider information on projects or matters of the KWS Group, in particular for the purchase or sale of shares, or from giving any recommendation in this regard, be it in person or by bringing in a third party, be it for personal benefit or for the benefit of a third party.

- We keep insider information confidential.
- We do not use insider information for purposes of buying or selling shares of KWS, or for recommending third persons to do so.

Financial integrity

We provide timely, accurate and complete financial information to our shareholders and financial markets. We are committed to comply with financial, tax, regulatory and information disclosure obligations. We maintain effective controls over financial reporting to ensure a complete and accurate record of our financial transactions.

Dealing with authorities

We maintain open and cooperative relations with public authorities. We do not obstruct investigations of authorities. Instead, we assist public authorities wherever necessary and appropriate. However, in order to safeguard the company's and respective staff member's legitimate interests, consultation with the Group Compliance Office, Global Function Legal and a legal representative is necessary.

2.3 Assuming Societal and Environmental Responsibilities

As a global company working in the agriculture industry, we are aware of the importance of tackling global environmental challenges such as climate change, scarcity of water and natural resources and loss of biodiversity. We foster economically viable, ecologically durable and sustainable farming. We are continuously promoting the environmental compatibility of our products and – if necessary – optimize our processes, in order to reduce our environmental impact and comply with all respective environmental regulations.

We respect the environment as well as use natural resources and energy effectively in a sustainable manner. Everyone shall comply with laws and regulations on environmental protection.

Our commitment to human rights and our environment extends beyond our own operation into our supply chains. Apart from social requirements we also consider environmental criteria in our procurement processes. We, therefore, expect that our suppliers operate in a manner that all internationally human rights and environmental standards are respected whereas they continuously seek to reduce their impact on the environment.



2.4 Protecting our assets and information

Protection of confidential information

Our position within and in respect of KWS may give each of us access to confidential information about KWS business, customers, suppliers and other organizations we do business with. Each of us must keep this information strictly confidential. Each of us should consider all information gained through work for and with KWS as confidential information. Accessing or attempting to access confidential or personal information for non-business-related purposes is strictly prohibited.

- We do not disclose confidential information to anyone outside KWS without the express written approval.
- We disclose confidential information only for legitimate business purposes on a need-to-know basis.

KWS was able to reach its present position in the market by intensive scientific research and developing successful products and marketing strategies. The findings of this research and development are some of our most valuable assets.

Therefore, it is of particular importance to avoid any disclosure of such matters and information to unauthorized persons. All such information is to be duly protected from unauthorized access.

Moreover, we treat customer information in full consciousness of our legal and ethical responsibilities.

Protection of personal data and data privacy

We protect personal data available to us in the context of our business activities. We are committed to processing personal data in accordance with applicable regulations and we take responsibility for keeping personal data confidential and diligently manage incidents affecting personal data.



Handling of KWS Group assets

We commit to handle company property with care and in line with the respective entity's policies and procedures. This applies to tangible assets and to intangible assets (e.g. business secrets, know-how). Software must be used exclusively in accordance with the respective licenses. We do not use or benefit from company assets or work force for private purposes, unless authorized. We do not damage, destroy, misuse or remove company assets (tangible or intangible, physically or digitally) without authorization.

Research and development

Our scientific research forms the foundation of our company's success. It is done in compliance with recognized, valid scientific standards and documented accordingly. Inventions, patents, and any other know-how constitute integral company assets. Therefore, the legal safeguarding of the findings and results of our research is of utmost importance for KWS. Secrecy has to be maintained on methods and proceedings, unless they are generally known. Any agreements with third parties on licenses or transfer of know-how have to be checked by the Global Legal function before being signed.

In the field of product development, we respect existing proprietary rights of third parties, and unauthorized use is prohibited.

We have fixed standards for the use of breeding material of third parties, and we obliged all persons concerned to respect and comply with legal, contractual, and other provisions and regulations when acquiring and using breeding material of third parties. In case of questions regarding the legal protection of know-how, the Global Legal function has to be consulted.

Product safety

Our responsibility does not end with the successful development and marketing of our products. The experiences of our customers are to be ascertained and taken into account in order to support safe handling and best use of our products. In case of any recognized safety concern, which could arise with respect to the use of our products, the department responsible for that product has to be notified immediately.





3. Our Compliance Reporting Channels

We all have the important responsibility to report concerns about a possible violation of the Code of Business Ethics or the law.

3.1 Non-retaliation policy and confidentiality

Anyone who reports potential rule violation or misconduct in connection with KWS shows responsibility, behaves in the interest of KWS and acts in spirit of our brand and our culture and therefore has no consequences to fear. **None who reports a suspected violation in good faith will be subject to retaliation or suffer discrimination for having made the report.**

We will take necessary steps to protect the confidentiality of the reporting person.

We are all striving every day to keep this Code of Business Ethics at the heart of our decision-making processes and will use it as our internal compass to steer our actions, discussions, and business decisions.

3.2 Compliance Reporting Platform

Please contact the

KWS Group Compliance Office

through our **Compliance Reporting Platform**

Website: kwssaat.whistleblownetwork.net

3.3 Consequences of violating the Code of Business Ethics

We do not tolerate violations of this Code of Business Ethics and other internal rules. Therefore, appropriate disciplinary measures will be taken against who violates this Code of Business Ethics, internal rules, and/or applicable laws and regulations.

Violation of the Code of Business Ethics, internal rules and the laws will lead to disciplinary action.

