

## **BOLL & KIRCH Compliance Program Group Guideline on Compliance with Antitrust Regulations**

Boll & Kirch Filterbau GmbH and its affiliated companies ("**BOLLGROUP**") are an innovative and performance-oriented enterprise group that distinguishes itself on the market through the quality and price of its products, as well as the associated service. BOLL & KIRCH is fully committed to comply with the rules and principles of antitrust law and free competition.

### **1. Scope**

On publication, this Group Guideline becomes binding for every employee of the **BOLLGROUP**.

The principles of this guideline provide a constant framework for all decisions. However, they are not exhaustive and do not release any employee of Boll & Kirch Filterbau GmbH and its affiliated companies from the obligation to comply with any possible stricter national laws and special regulations. Every employee of the **BOLLGROUP** is responsible for compliance with the statutory provisions and rules of conduct. In addition, the other guidelines and instructions of the "BOLL & KIRCH Compliance Program" must be observed.

### **2. Basic rules of antitrust law**

The assessment of whether a situation is relevant under antitrust law always depends on the circumstances of the individual case and can sometimes be difficult. The following principles provide an initial overview of the basic rules and the usually forbidden behavior.

#### **a. No agreements with competitors**

Any kind of agreement with competitors which impairs competition or aims to do so is forbidden. This includes agreements on prices, sales terms, production/sales quotas and allocation of territories or customers, as well as the exchange of confidential information. Not only competition-restricting written contracts but also verbal agreements, so-called concerted actions, and informal understandings are prohibited as well.

There are some forms of cooperation between competitors which may be permissible, for example:

- Deliveries of own products to competitors (so-called "intertrade deliveries").
- License agreements with competitors.

- Specialisation agreements. Here the participating competitors agree that one party should stop manufacturing a product and purchase it from another party.

In case of doubt, the Compliance Director of Boll & Kirch Filterbau GmbH must be consulted in advance.

#### **b. No restrictions of suppliers or customers**

Agreements with customers and suppliers may not contain any unlawful restrictions which tend to impair competition. This includes in particular a ban on any restriction on customers in their pricing but also on other restrictions on business partners, e.g. exclusivity ties.

#### **c. No abuse of market power**

Certain types of conduct are banned only if they are based on the market power of a company. Companies with market power are for example forbidden to refuse deliveries to certain customers or to treat customers differently without reason. Implementation of unreasonable prices or supply/purchase terms and tying transaction are also abusive.

### **3. Consequences of antitrust infringements**

The consequences of an antitrust infringement may be serious for both the company and the responsible employees.

#### **a. Financial damage to the company**

Antitrust authorities can impose heavy fines because of an infringement of antitrust regulations. The European and US authorities, for example, have already imposed fines in the hundreds of millions or single-digit billions.

#### **b. Consequences for the responsible employees**

Not only the company but also the employees responsible for infringements can expect fines, and (depending on the jurisdiction) possible imprisonment.

It must be clearly understood by every Bollfilter employee that Bollfilter will not tolerate infringements of antitrust law. Employees who are involved in antitrust-law infringements must expect consequences under civil and employment law.

#### **c. Damage compensation claims**

Customers who are damaged by an infringement of antitrust law can demand compensation from the responsible companies for the damage incurred as a result of this infringement. If damage compensation is due it must be paid in addition to the fine imposed by the antitrust authorities.

#### **d. Voidance**

Legal transactions which infringe antitrust law are as a general rule automatically void and cannot be enforced even through the courts. Corresponding contracts therefore provide no guarantee that the contractual partner will stick to these agreements.

#### **e. Cost**

Antitrust-law proceedings regularly involve high costs. These are incurred in particular because company resources are tied up, above all through the assignment of employees but also through the cost of external advisors. In addition, antitrust proceedings regularly extend over long periods, even up to several years.

### **4. Conduct in business federations and trade associations**

Trade-association meetings and events held by business federations involve an antitrust-law risk to the extent that competitors usually meet here. In the context of trade associations the opportunity therefore arises for forbidden agreements or an illicit exchange of information, particularly on the margins of trade-association events. The basic principle therefore applies that all forbidden conduct between competitors is also banned at and in the course of trade-association meetings or business federation events. Resolutions by business federations with competition-restricting contents are banned in the same way if the content of these resolutions was agreed by the member companies among themselves

### **5. Obligation to observe the Group Guideline**

All employees of BOLL & KIRCH are obliged to comply with this guideline and applicable law. All managers are obliged to inform their employees about this guideline and to ensure that they are able to comply with the behavior in practice.

Infringements of the regulations in this Guideline will – like any breach of the law – have consequences depending on their nature and intensity.

All Bollfilter employees must promptly report to their superior and the Compliance Director of BOLL & KIRCH any indications of infringements of this Guideline which come to their notice.

## 6. Questions, suggestions and contact persons

For questions and suggestions relating to this Guideline and its observation the employee's superior and the Compliance Director of BOLL & KIRCH, are available. In case of doubt it is essential that the correct procedure is agreed with one of these two persons.

Kerpen, December 2022



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CEO



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Director Compliance