



CODE OF CONDUCT

· **B · N · M ·**

ABOUT B N M

A PARTNER FOCUSED ON YOUR SUCCESS.

We specialize in sheet metal forming and related subsequent processing. With high-quality products and services at competitive prices, we work closely with our customers.

OUR VISION

We aim to become a recognized partner in sheet metal forming and additional processing for the automotive industry and other sectors.

OUR MISSION

Our company shapes and joins sheet metal into products for customers from various industrial sectors. Our machinery and expertise enable us to collaborate with all industries that require such products or services.



The Code of conduct in context

The purpose of this Code is to present the core values of our company.

“ We exist to build trust, and our values help us achieve this.”

B N M strives to work only with colleagues and business partners who adhere to the highest ethical standards consistent with our company’s fundamental values.

This Code outlines behaviours consistent with our values. It does not provide guidance for every possible situation. Instead, it guides our thinking, helps us reflect, and encourages us to speak up if we have concerns. The Code describes a set of behavioural expectations, the key element being that we comply with applicable laws and regulations. If any local law or regulation is stricter than this Code, the local law or regulation takes precedence.

Only mutual respect for the core values and rules set out in this Code by all stakeholders in the company can lead us to our shared goal—being a unified team with common objectives.

This Code was adopted by management on September 18, 2025. It is publicly available to all employees, associates, and business partners at: <https://www.bnm.si/o-podjetju/>.



who does the code apply to?

This Code, along with our ethical standards, applies to everyone working at B N M, including:

- **All full-time and part-time employees,**
- **All external associates,**
- **All business partners.**

In line with the above, B N M expects employees, business partners, and all acting on our behalf to make the same commitment to integrity when providing goods and services to our company.

The Code is divided into two parts:

- 1. Code of Conduct for Employees**
- 2. Code of Conduct for Business Partners**



CODE OF CONDUCT FOR EMPLOYEES



Our primary goal is to do what is right.

When we make decisions about our own actions and when we perceive the actions of others, we should ask ourselves the following questions:

- **Is the action legal?**
- **Is the action consistent with our Code of Conduct?**
- **Does the action reflect the company's core values and ethics?**
- **Does the action respect the rights of others?**
- **Does the action impact the wider community or benefit society as a whole?**



If unsure about any answer, ask for guidance before proceeding.

What can be done?

We firmly believe that communication is key to ensuring that all actions are consistent with our values. Only transparent communication about potential challenges and obstacles can establish our desired culture of conduct.

The company encourages all employees to ask questions and raise challenges, without fear of retaliation, and is committed to taking all questions and reports seriously and investigating them thoroughly. Employees who report concerns in good faith should not be subject to any adverse action, including:

- unfair dismissal, demotion or suspension,
- unfair denial of promotion, transfer or other employment benefits,
- bullying and harassment, in person or online,
- exclusionary behaviour,
- any other conduct that unfairly excludes a person.

Employees must immediately report suspected unethical, illegal or suspicious conduct and behaviour. B N M does not tolerate retaliation against anyone who reports a suspected violation in good faith or otherwise assists in an investigation or audit of conduct.



You can report any concerns or issues in several ways. This allows you to choose the method that best suits you and does not cause additional discomfort.

For this purpose, you can:

- speak with your immediate supervisor,
- Contact the Human Resources Department,
- Contact the authorized person under the Whistleblower Protection Act at zaupnik@bnm.si.
- Send a confidential and anonymous email to zaupnik@bnm.si.

A violation of the Code may be subject to disciplinary action in accordance with applicable local regulations.

Violations may also result in liability for damages or criminal prosecution, which B N M will address accordingly or refer to the competent authority for consideration.



**Our Business Conduct Is Fair, Honest, and Guided by
Integrity and Loyalty**

Competition, Fair Business, and Unfair Competition

When acquiring new business, B N M builds relationships with business partners based on trust, mutual benefit, and in compliance with competition and antitrust laws. The company upholds the core purpose of free competition in exchange for growing business opportunities and activities.

The duties of all employees at B N M are to:

- Present the company's products and services in a fair and truthful manner and disclose all relevant information.
- Consult with the company's finance department before entering into any new business that may affect fair competition,
- Not disclose prices, technologies, or other confidential information of business partners without prior written permission,
- Not provide false or misleading information to other business partners about products and services.



We expect our business partners to uphold the same standards in their own operations and dealings with their employees.

Bribery and Facilitation Payments

B N M will not attempt to influence the judgment or behaviour of a person in a certain position by offering a bribe or providing a benefit in exchange for certain conduct.

This applies to both public officials and private companies. The company does not allow facilitation payments to public officials or private companies to secure or expedite routine processes or actions.



Employees at B N M will:

- Carefully select third parties and monitor them continuously to ensure compliance with the company's anti-bribery policies.
- Keep records and accounts truthful at all times, ensuring funds are not used for bribery or facilitation payments.
- Refuse any offer or request for an illegal payment and immediately report the incident to the ethics and compliance officer.
- Undergo annual training for all employees in sales, sales support, or business operations roles.

Prevention of Money Laundering and Terrorist Financing

B N M is committed to combating international money laundering and terrorist financing and opposes all actions that support such criminal activities.

The company complies with legislation on money laundering and terrorist financing. Money laundering is the process of concealing illicit funds through legitimate business activity to hide their criminal origin.

Employees must not knowingly contribute to money laundering or terrorist financing and must take measures to prevent the unintended use of the company's business activities for these purposes. Employees must immediately report any unusual or suspicious activities or transactions, such as:

- Attempts to pay in cash or from an unusual source of funds,
- Arrangements involving transfers of funds to countries or entities unrelated to the transaction or client,
- Unusually complex transactions with no clear business purpose,
- Attempts to avoid record-keeping or reporting requirements.



Concerning activities include:

- *Transferring payments to or from entities or countries unrelated to the transaction,*
- *Processing a transaction in a way that circumvents standard procedures,*
- *Exchanging many small-value invoices for one larger one,*
- *Paying in cash.*

Insider Trading

Employees, in the course of their work, become aware of information about the company, its affiliates, clients, business partners, and other companies that is not publicly available. It is illegal for employees to use such information for personal gain or to share it with third parties.

When employees have access to insider information, they must refrain from disclosing it to third parties except to colleagues who have a legitimate business reason to receive it.

Employees are prohibited from:

- Buying or selling securities based on non-public knowledge obtained through business activities,
- Providing information, advice, or encouraging another person to buy or sell securities based on insider information.

Employees must report suspected insider trading.



What Can You Do?



Familiarize yourself with what constitutes insider information.

Examples of material, non-public information include:

- *Unresolved regulatory actions,*
- *Positive or negative earnings results or projections,*
- *Gaining or losing a major customer or supplier,*
- *Changes in the supervisory board or senior management,*
- *Significant legal disputes,*
- *New products, etc.*

Responsible Conduct

Conflict of interest

A conflict of interest may occur when an employee's personal activities, investments, or associations compromise their judgment or affect their ability to act in the best interest of the company. Employees should avoid situations that could create a conflict of interest.

Employees are expected to be aware of potential conflicts that may arise in daily business operations. It is important that employees disclose any conflict to their immediate supervisor, the HR department, or the authorized person under the Whistleblower Protection Act.

Gifts and Entertainment

Gifts and entertainment between business associates can be appropriate means of fostering relationships and goodwill but may also influence business decisions. The company is committed to obtaining business solely on the merits of its products, services, and people, and to complying with all legal requirements for giving and receiving gifts and entertainment.

An employee will not solicit or accept money, loans, credit, or discounts and will avoid accepting gifts, entertainment, benefits, or services from current or potential suppliers or other business partners that could influence a purchasing decision or appear to do so.

Modest hospitality is permitted for courteous business relations. However, the recipient should not allow themselves to be placed in a position where others could influence their business decisions as a result of such hospitality, or where it could be perceived as such. The frequency and scale of hospitality received should not be significantly greater than what B N M would likely provide in return.

When in doubt as to what is acceptable in terms of gifts or hospitality, the offer should be declined or advice sought from management or the HR Department.

Political Contributions

The company does not contribute for political purposes.

Employees may support any political party or entity in their personal life, but this must be completely separate from the company's business.



Charitable Contributions

We believe we are at our best when we focus on others—especially our colleagues, customers, and the local community in which we operate. We value our cooperation with companies, business partners, and competitors. To fulfil corporate social responsibility, we contribute to the growth of the local economy, support local communities, and protect our environment.

Record Keeping

All documents, databases, voice messages, mobile device messages, computer documents, files, and photographs are records.

Employees must:

- Retain these records and protect their integrity for as long as required by applicable law,
- Maintain official record-keeping systems for storing records necessary for business, legal, financial, research, and archival purposes,
- Delete records in accordance with the retention and deletion schedule,
- Never destroy documents out of fear of an investigation or audit or in anticipation of one.

Financial statements must be reliable, fair, accurate, and in accordance with financial reporting standards.



Diligence

Equality

B N M does not tolerate discrimination based on race, colour, religion, gender, age, national origin, sexual orientation, marital status, disability, or any other protected characteristic.



Harassment

Colleagues, customers, business partners, and other stakeholders must be treated with dignity and respect.

Any form of harassment—including physical, sexual, verbal, or otherwise—is prohibited and may result in action, including termination of employment.

Harassment includes any act, words, written statements, or objects that create an intimidating or hostile work environment, such as:

- Shouting or humiliation,
- Physical violence or intimidation,
- Unwanted sexual harassment, invitations, or comments,
- Visual displays such as images or gestures of a sexual nature,
- Physical behaviour, including assault or unwanted touching,
- Threats or demands for sexual favours in exchange for employment or to avoid negative consequences.

We are committed to ensuring our employees, contractors, and customers work in a safe and respectful environment, free from any violations. Such violations may include:

- Spreading malicious and false rumours,
- Excluding or isolating others,
- Demanding impossible results,
- Withholding necessary information or deliberately providing incorrect information,
- Intimidating others,
- Obstructing work,
- Unreasonably denying training, annual leave, or promotion,
- Constantly changing work guidelines,
- Sending offensive jokes and emails,

- Constant criticism and belittling of others,
- Unjustified interference with another person's belongings or work equipment.

Health and Safety

B N M operates in compliance with all applicable health and safety requirements and is committed to the continuous improvement of its health and safety policies and procedures.

All employees are expected to perform their work in accordance with applicable laws, regulations, policies, and procedures relating to occupational health and safety and to always apply safe working practices.

Visitors, customers, or contractors must be informed of the relevant safety and health requirements at all company locations.

Employees must immediately report workplace injuries, illnesses, or hazardous conditions, including "near misses«.

Environment

The company is committed to environmentally responsible business practices, from providing products and services, operating its offices and facilities, choosing suppliers, and in all other business activities.

The company complies with applicable environmental laws and other regulations and is committed to sustainable environmental protection.





Security

External Communication on Behalf of the Company

Only the company's director and persons authorized by them are permitted to represent the company in the media and/or before government authorities. Employees must direct all requests for information or potential interviews to the company's director.

Use of the Internet and Social Media

The company permits occasional personal use of the internet during working hours under certain conditions. Employees may request further clarification from their supervisors if in doubt about internet use.

The company does not allow the internet to be used to support personal business, political activities, or to disparage the company or its clients.

B N M respects employees' right to use social media for personal and professional purposes.

Employees are responsible for complying with company rules and procedures when communicating on social networks. They are accountable for all information they post online or in the media.

Employees must:

- Disclose their relationship with the company when commenting online about matters related to the company,
- Respect the privacy of other employees and obtain their permission before posting their photos or any images in which they appear,
- Ensure that any information they publish about the company is accurate,
- Comply with the rules of the social media platforms and media they use.

Employees must not:

- Impersonate or pretend to be someone else online,
- Communicate on behalf of the company unless expressly authorized to do so,
- Share confidential information about the company, its clients, other stakeholders, or suppliers,
- Post comments or images that could harm the company's brand, reputation, or commercial interests.

Protection and Proper Use of Company Assets

The company requires all employees to protect its property and assets. All assets may only be used for lawful purposes, efficiently, and solely for company business purposes.

Assets include company premises, equipment, computers and information systems, communication devices, business opportunities, and all other company property.

Any suspected fraud, theft, or negligence must be reported to zaupnik@bnm.si.

Information Technology

The company expects employees to help safeguard all IT equipment and data from malicious acts by individuals inside or outside the company. Employees receive cybersecurity training to ensure compliance with the company's information security policies.

The company is protected against unauthorized access by individuals or groups not trained in the company's policies and procedures.

The company does not use software for which it does not have a license.

Confidentiality

The company and its employees maintain the confidentiality of all proprietary information obtained.

Proprietary information includes all non-public information that, if disclosed, would harm the company, its customers, or its business partners.



Confidential information may include:

- Customer list,
- Supplier list,
- Pricing information,
- Contract terms,
- Company policies and internal procedures,
- Financial statements,
- Marketing plans and strategies,
- Trade secrets,
- Any other data that could harm the company or its customers or suppliers if disclosed.

Privacy

The company complies with both local and international privacy laws.

The company and its employees do not disclose any private, personal data about:

- **Employees,**
- **Customers,**
- **Suppliers,**
- **Competitors,**
- **Third parties.**

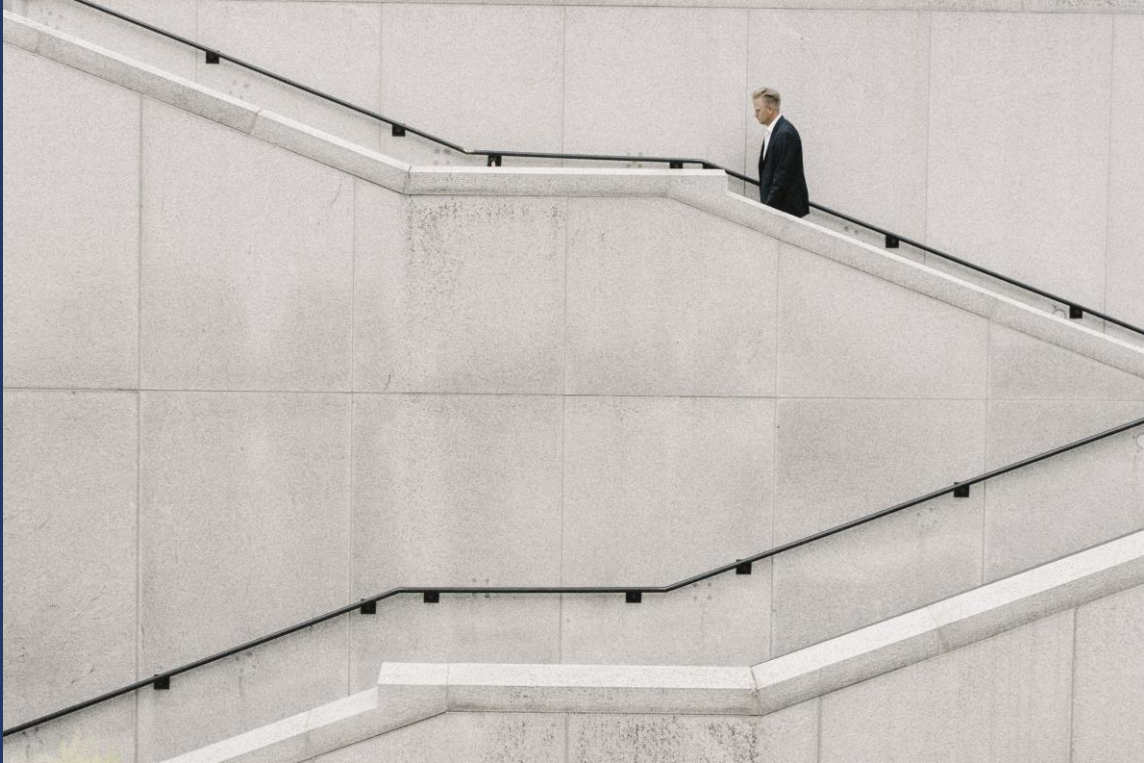
Employees store all personal data securely, label it as confidential, and retain it only as long as necessary for the purpose for which it was collected.

When handling personal data, employees limit access to those with a clear business need to know.

Employees must immediately notify their supervisor of any privacy breaches, including loss, theft, or unauthorized access to personal data.



CODE OF CONDUCT FOR BUSINESS PARTNERS



WHAT B N M EXPECTS FROM ITS BUSINESS PARTNERS?

1. SOCIAL RESPONSIBILITY

B N M expects its **business partners** and **their employees** to act responsibly and to comply with applicable laws, regulations, and ethical principles.

B N M's business partners must ensure safe working conditions, treat workers with dignity and respect, act fairly and ethically, and apply environmentally responsible practices wherever they manufacture products or provide services for B N M.

We expect our business partners to share these values and to comply with all applicable laws and other regulations that promote and protect workers' rights, regardless of location.



Labour and Respect for Human Rights

B N M believes that all workers deserve a fair and ethical working environment. All workers must be treated with the utmost respect and dignity, and business partners must uphold the highest standards of human rights.



Non-discrimination

Business partners must not discriminate against any worker on the basis of age, disability, nationality, gender, marital status, national origin, political affiliation, race, religion, sexual orientation, gender identity, union membership, or any other status protected by applicable law, in hiring or other employment practices. Business partners must not require pregnancy tests or medical examinations except where required by law or regulation, or where necessary for workplace safety, and workers must not be unfairly discriminated against on the basis of test results.



Forced and Child Labour

Business partners must ensure that all work is voluntary. They must not engage in human trafficking or use any form of slave, forced, or prison labour. Involuntary labour includes transportation, harbouring, recruitment, transfer, receipt, or employment of persons by means of threat, force, coercion, abduction, fraud, or payment to a person having control over another person for the purpose of exploitation.

Any use of child labour by business partners must comply with internationally recognised standards, such as UNICEF guidelines, International Labour Organization standards, and local laws.

B N M expects its business partners to:

- Not allow forced labour.
- Employ only workers who meet the applicable minimum legal working age requirements.
- Comply with other applicable child labour protection laws.



Working Hours, Wages, and Benefits

Business partners comply with applicable laws and other regulations on working hours and rest periods, and all overtime must be voluntary or in line with local laws.

They must also ensure that all workers receive at least the minimum wage required by law and associated benefits. Business partners respect annual leave and public holidays in accordance with local law.

In addition, business partners provide workers with overtime pay in accordance with applicable laws, inform workers of pay structures and pay periods, pay wages on time, and do not use wage deductions as a disciplinary measure. Any use of temporary labour must comply with applicable laws.



Freedom of Association

Business partners will strive for open and constructive dialogue with their employees and employee representatives. In accordance with local law, they will respect employees' right to freely associate, join unions, seek representation, join works councils, and engage in collective bargaining. They will not disadvantage employees who act as worker representatives.

2. HEALTH, SAFETY, ENVIRONMENT, AND QUALITY

Work, health, safety, environment, and quality are very important to B N M. Business partners are expected to provide a safe and healthy working environment and, where applicable, safe and healthy living conditions, and to operate in an environmentally responsible and efficient manner. Business partners will integrate quality into their business processes.

They will comply with all applicable quality, health, safety, and environmental regulations. All required permits, licences, and registrations will be obtained, maintained, and kept up to date. In addition, business partners will meet their operational and reporting requirements.

Quality Requirements

Business partners will meet generally recognised or contractually agreed quality standards to provide goods and services that consistently meet B N M's needs, perform as promised, and are safe for their intended use.

Occupational Health and Safety

Business partners must operate in compliance with applicable occupational health and safety laws and regulations relevant to their business, and strive to minimise environmental impact.

They will protect employees from chemical, biological, and physical hazards, as well as from physically demanding tasks in the workplace, and from risks associated with any infrastructure used by their employees. Business partners will provide proper controls, safe work procedures, preventive maintenance, and necessary technical protective measures to reduce health and safety risks at work. Where hazards cannot be adequately controlled, they will provide employees with appropriate personal protective equipment.

A safe and healthy work environment also includes potable water, adequate lighting, temperature, ventilation, and proper sanitary conditions.



Waste and Emissions

Business partners will have systems in place for the safe handling, movement, storage, recycling, reuse, and disposal of waste, emissions, and wastewater discharges. Any such activity that could negatively affect human health or the environment will be managed, measured, and controlled appropriately. Business partners must have systems in place to prevent and mitigate accidental spills and releases into the environment.

Conservation of Natural Resources and Climate Protection

Business partners are expected to use natural resources (e.g., water, energy sources, raw materials) efficiently. Negative environmental and climate impacts will be reduced or eliminated at the source through practices such as modifying production, maintenance, and facility processes, substituting materials, conserving, recycling, and reusing materials. Business partners will engage in developing and using climate-friendly products and processes to reduce energy consumption and greenhouse gas emissions.

3. TRANSPARENT BUSINESS RELATIONSHIP

Transparency and openness are key to credibility and trust. B N M expects its business partners to pay special attention to the following basic principles:



Avoiding Conflicts of Interest

B N M's business partners make decisions solely on the basis of objective criteria and do not allow personal interests or relationships to influence them.



Prohibition of Corruption

B N M's business partners do not support corruption. They ensure that their employees, subcontractors, or legal representatives do not give, offer, or accept bribes, kickbacks, improper donations, or other unlawful payments or benefits to customers, officials, or other third parties. This also applies to so-called facilitation payments (e.g., illegal payments to speed up administrative processes they regularly encounter).



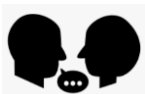
Gifts, Hospitality, and Invitations

B N M's business partners do not offer any inappropriate benefits to B N M employees or third parties associated with B N M, whether directly or indirectly, in the form of gifts, hospitality, or invitations, in order to unduly influence them. Likewise, they do not request or accept such benefits.



Government Customers and Relations with Public Authorities

B N M's business partners strictly comply with legal requirements when doing business with governments, public authorities, and public institutions. When participating in public tenders, they follow the legal provisions and respect the rules of free and fair competition.



Disclosure of Information

Suppliers accurately record data on their business activities, labour, health, safety, and environmental practices, and disclose such information to all relevant stakeholders without falsification or misrepresentation.

4. FAIR BUSINESS CONDUCT IN THE MARKET

B N M is a fair and responsible market participant and adheres to its contractual obligations. B N M expects the same from its business partners, particularly with regard to the following principles:

Free Competition

B N M's business partners comply with applicable antitrust laws. They do not enter into anti-competitive agreements with competitors, suppliers, or customers. If they hold a dominant market position, they do not abuse it.

Professional Oversight

B N M's business partners ensure compliance with all applicable legal provisions for the import and export of goods, services, and information.

Prevention of Money Laundering

B N M's business partners only establish business relationships with partners whose integrity they are confident in. They ensure compliance with applicable laws on the prevention of money laundering and terrorist financing.

Business Information

B N M's business partners publish business information and report on their business activities truthfully and in compliance with applicable laws.

5. PROTECTION OF DATA, TRADE SECRETS, AND COMPANY ASSETS

Data Protection

B N M's business partners comply with applicable laws on the protection of personal data of employees, customers, suppliers, and other relevant stakeholders.



Protection of Know-How, Patents, and Trade Secrets

B N M's business partners respect the know-how, patents, and trade secrets of B N M and third parties, and do not disclose such information to third parties without B N M's express prior written consent or in any other impermissible way.

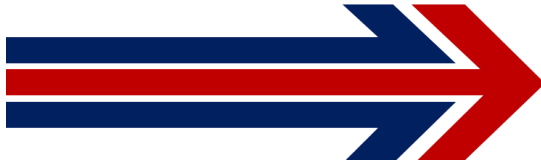
Handling Company Assets

B N M's business partners respect B N M's tangible and intangible assets and do not use them for unfair or non-commercial purposes. Business partners ensure that their employees and any third parties involved in the business relationship (such as subcontractors or agents) do not damage or misuse B N M's assets, i.e., do not use them in ways contrary to B N M's interests.

B N M'S COMMITMENT TO EMPLOYEES AND BUSINESS PARTNERS

B N M strives for fairness and equity in its relations with its employees and business partners.

Leading with Integrity



B N M is committed to ethical and transparent business conduct. This commitment includes responsibility for maintaining positive relations with our employees and business partners, and for having a positive impact on the environment and the global community in which we operate.



OUR RESPONSIBILITY TO EMPLOYEES:

- Commitment to equal employment opportunities,
- Commitment to non-discrimination and prevention of harassment,
- Commitment to maintaining appropriate standards,
- Commitment to compliance with labour laws,
- Commitment to respecting human rights,
- Commitment to ensuring occupational safety and environmental protection.

OUR RESPONSIBILITY TO BUSINESS PARTNERS:

- Commitment to respecting competition law,
- Commitment to integrity in business operations,
- Commitment to confidentiality,
- Commitment to compliance with laws on the prevention of money laundering and terrorist financing.

