

# Code of Conduct

# *e.on*

Acting responsibly  
at E.ON

# Compliance & Integrity Commitment



A handwritten signature in black ink, appearing to read 'Johannes Teyssen'.

Dr. Johannes Teyssen



A handwritten signature in black ink, appearing to read 'Leonhard Birnbaum'.

Dr.-Ing. Leonhard Birnbaum



A handwritten signature in black ink, appearing to read 'König'.

Thomas König



A handwritten signature in black ink, appearing to read 'Marc Spieker'.

Dr. Marc Spieker



A handwritten signature in black ink, appearing to read 'Karsten Wildberger'.

Dr. Karsten Wildberger

**Dear Sir or Madam,  
Dear Colleagues,**

E.ON's purpose is to create a better tomorrow by providing customers the best the new energy world has to offer. At E.ON we believe that we can only fulfil this and develop smarter sustainable energy solutions by acting responsibly and with an open mind. For us, this means listening to our customers and stakeholders and ensuring we take the right decisions and do the right thing even when we find ourselves under pressure or are confronted with difficult situations. It is important for us to always act with integrity in order to not lose our reputation and the trust we have built together over the years.

We are aware that the environment that we operate in is not always easy and may lead us to sometimes take decisions that in hindsight we would not have taken. As such, we have written the E.ON Code of Conduct to help us take the right decisions. It builds on our values and summarises the standards and principles which we should all adhere to.

We should all feel confident in voicing our opinions and concerns and in challenging behaviour which is inconsistent with the principles of the Code of Conduct – even if that might mean missing targets, generating extra cost or questioning an instruction.

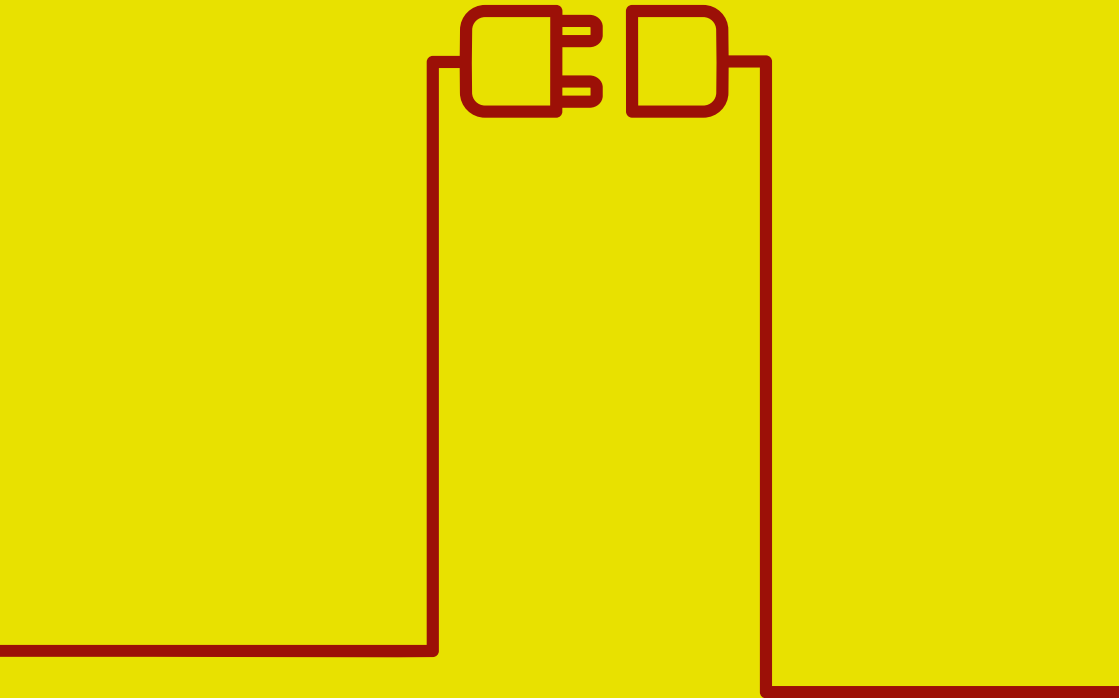
E.ON SE  
Board Members



# Content

<b>Introduction</b>	07
<b>1 Taking care of people and the environment</b>	
1.1 Human rights	11
1.2 Health, safety and security	12
1.3 Environmental protection	13
<b>2 Creating sustainable relationships</b>	
2.1 Fair competition and the avoidance of tax evasion	16
2.2 Avoidance of conflict of interests	17
2.3 Anti-Corruption	19
2.4 Donations and sponsorship	20
2.5 Avoidance of money laundering and sanction breaches	22
2.6 Dealing with suppliers of goods and services	23
<b>3 Protecting information and assets</b>	
3.1 Corporate assets	27
3.2 Privacy protection	28
3.3 Company and business secrets	29
3.4 Insider information and trading	30
<b>Seeking advice</b>	33
FAQ	34
<b>Annex</b>	
CODE OF CONDUCT TO GO	

# **Our Code of Conduct defines our responsibilities**



# Introduction

**E.ON's purpose is to improve people's lives and create a better tomorrow. Our ability to deliver on this is dependent on our people, our ethical standards and our ability to build long lasting relationships.**

Our Code of Conduct defines our responsibilities and how we expect our people to behave to ensure a constructive and productive working environment that supports our core values and beliefs. It guides and supports our people to take the right decisions and do the right thing. A violation of the Code of Conduct may cause damage to E.ON, our employees and our partners, and could result in legal action against E.ON and its employees. The Code of Conduct and People Guidelines therefore applies to all E.ON employees, including the members of the E.ON Board of Management and all executives.

The members of the E.ON Board of Management and the executives will confirm in writing at the end of each year that they, and those within their areas of responsibility, have acted in compliance with this Code of Conduct.





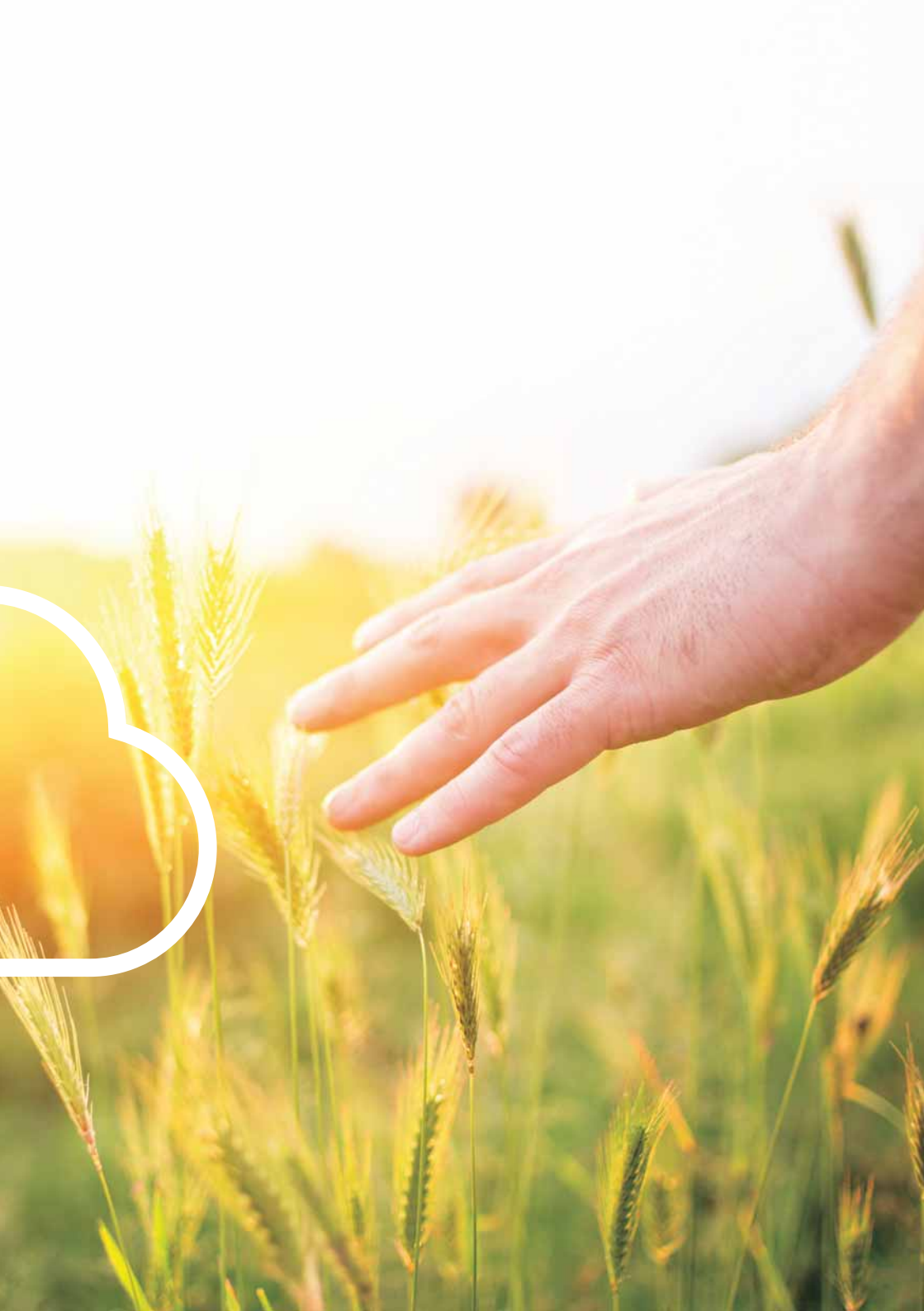




**1**

# Taking care of people and the environment





# Human rights

**We are committed to the freedom and equality of people irrespective of race, color, sex, language, religion, political or other opinion, national or social origin, birth or other status. To show our commitment, we support the Universal Declaration of Human Rights of the United Nations and the European Convention for the Protection of Human Rights.**

→ We preserve  
Human Rights as well  
as the Principle of  
Equal Treatment

Diversity is a key part of our daily business and culture. We expect all our employees to always respect the dignity, privacy and personal rights of each individual. We do not tolerate discrimination, harassment or abusive language under any circumstance.

→ We support Diversity  
and protect the  
Personal Rights of  
Every Individual



# Health, safety and security

→ We Ensure a Secure,  
Healthy and Safe  
Environment

**Ensuring a secure, healthy and safe environment for our employees and all our stakeholders is one of our key priorities. We mitigate risks and promote health, security and wellbeing through the constant improvement of our processes, and health promotions and preventive measures.**

We do not compromise on safety practices, behaviors or conditions. No job is worth putting someone's health or life in danger. Thus, we expect all employees to comply with our health, safety and security regulations, promote a safe and healthy work environment and improve our health and safety culture. It is essential that we work together to achieve a common understanding on how to act and work together safely.



# Environmental protection

**Environmental protection is one of the most important concerns in our society. It presents a great challenge in politics, businesses and our daily lives.**

→ We Work  
Sustainably and  
Conserve Resources

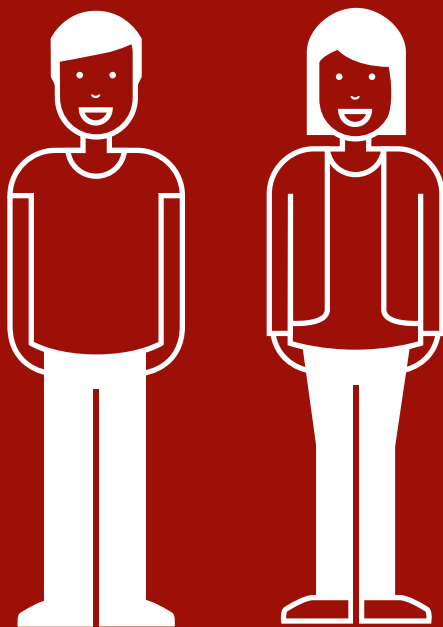
At E.ON, it is our objective to keep our environmental impact responsibly low by understanding our impact, as well as our customers' impact, and by continuously improving our sustainability performance.

We strive to be the environmentally-conscious energy partner of choice for our customers. Our efforts and solutions enable both us and our customers to reduce emissions, increase energy efficiency and contribute to a sustainable, cleaner future.



2

# Creating sustainable relationships





# Fair competition and the avoidance of tax evasion

→ We Stand for  
Fair Competition  
and Do Not Tolerate  
Tax Evasion

**At E.ON we are convinced that we can only win and keep customers and have sustainable relationships with all our stakeholders if we act responsibly and fairly.**

Therefore, we are committed to open markets and fair competition. It is important for us to always comply with the rules of national and international laws. We also expect this of our business partners and all other market participants.

We expect our employees, our executives and parties we engage with to comply with their tax obligations. We do not tolerate anyone who knowingly assists or encourages tax evasion.





# Avoidance of conflict of interests

**A conflict of interests is a situation in which there is a risk that personal interests of an employee or third party may impact E.ON's or our customers' interests. It is very important that our employees do not enter into conflicts of interests or loyalty.**

→ We Balance Personal  
Interests and the  
Interests of the  
Company Carefully

We rely on all our employees to make their decisions solely on the basis of objective criteria, and not to be influenced by personal interests and relationships in business decisions.

Employees are obliged to notify their superiors immediately of a possible conflict between their work and private interests. Conflicts of interests may particularly arise if an employee acts as a competitor of E.ON, is active for or involved in another company which concludes legal transactions with E.ON.



# Anti-Corruption

**Corruption generates decisions for unlawful reasons, prevents progress and innovation, distorts competition and harms companies. Corruption is therefore prohibited under penalty and can hence lead to fines for the company and criminal prosecution for the employee, executives and Board Members concerned.**

→ We Do Not Give  
or Take Bribes

We are committed to fighting corruption in any form all over the world and thus are a member of the Global Compact. We therefore support national and international efforts to combat corruption and reject any corrupt behavior. This applies, in particular, to granting so-called acceleration payments ("Facilitation Payments" - payments of small amounts directly to the responsible officials). These are unlawful and punishable in most countries and can lead to very significant penalties depending on the region.

The Anti-Corruption People Guideline must be adhered to when accepting and granting gratuities in dealing with business partners as well as public officials and mandate holders.



# Donations and sponsorship

→ We Make our  
Donations and  
Sponsorship Activities  
Transparent and Take  
Responsibility for  
the Common Good

**We ensure transparency in our donation and sponsorship activities.**

We use our sponsorship to promote certain objectives, such as cultural activities, educational purposes, science, and sports events. We donate voluntarily, demand nothing in return, and comply with applicable laws and local regulations. We categorically exclude donations to political parties, political candidates, managers of political offices, or representatives of the public administration.





# Avoidance of money laundering and sanction breaches

→ We Combat all Forms  
of Money Laundering  
and Comply with  
Sanctions

**Money laundering means the introduction of illegally generated money or illegally acquired assets into legal financial and economic circulation.**

We combat all forms of money laundering, take precautions to avoid being involved in money laundering issues, and comply with applicable national and international sanctions, embargo regulations, and other restrictions of foreign trade legislation. This also applies to our business partners who act on our behalf.



# Dealing with suppliers of goods and services

**We maintain a wide range of business relationships with suppliers. These relationships enable us to offer our own products and services at a competitive price. Our economic success depends, among other things, on a careful selection of strong and reliable partners. We therefore carefully select suppliers and service providers according to internal specifications and thereby avoid any improper preference.**

→ We Stand for  
Good Collaboration

Any employee involved in the selection of suppliers, service providers or other contracting parties who has a personal link and could influence the selection process must notify his superiors because this could be a conflict of interest. No employee may have a provider with whom he is professionally involved, execute any private orders for him, unless authorized by his superiors.

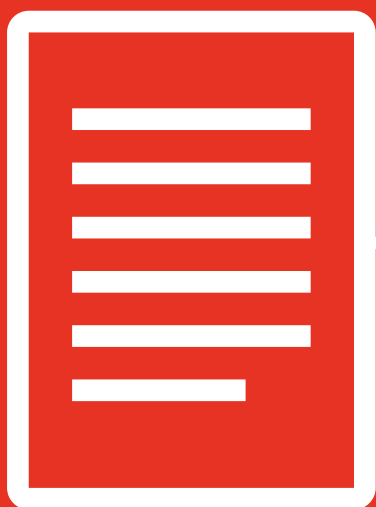






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# Protecting information and assets



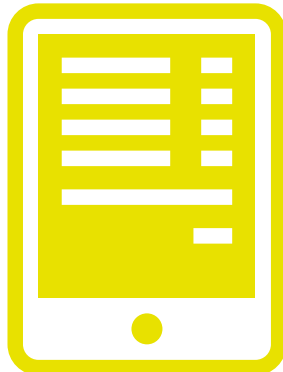


# Corporate assets

**E.ON's corporate assets are used to achieve our business objectives and it is in our interest to protect our property and assets.**

→ We Take Care of our  
Company's Property  
and Assets

Assets can be financial, physical or intangible. E.ON's assets should only be used for suitable and authorized purposes; the unsuitable or unauthorized use of E.ON's assets is prohibited. In this regard, payments to employees or anyone working for E.ON granted excessively or for inappropriate reasons are prohibited.



# Privacy protection

→ We Protect the  
Privacy of  
Every Individual

**Special legal regulations exist for the protection of personal data. Data is considered to be personal if it includes personal or factual information about an individual.**

Examples include address, bank details, smart meter data, usage profiles or data in cookies of customers, employees, or suppliers. There are also particularly sensitive categories of data, such as religious denomination and health data.

We have a great interest in protecting personal data against unauthorized processing, unauthorized modification, distribution or deletion. We oblige our employees to protect the personal data entrusted to E.ON and our subsidiaries against unlawful processing and misuse.



# Company and business secrets

**E.ON has valuable know-how and extensive business and trade secrets. This knowledge is the foundation of our business success. It is our responsibility to ensure the confidentiality, availability and integrity of this information, whether in electronic form or on paper.**

→ **We Do Not  
Disclose Confidential  
Information**

The unauthorized transmission of trade or business secrets, their unauthorized alteration, destruction or disclosure, may cause great damage to E.ON. It can lead to labor, civil and criminal penalties for the employee concerned. We therefore take all necessary and appropriate measures to prevent misuse of company and business secrets.

We acknowledge the intellectual property of competitors and business partners. All employees are obliged to keep third party business and trade secrets and to only use them as agreed with the respective third party.

# Insider information and trading

→ **We Keep  
Insider Knowledge  
to Ourselves**

**We are committed to fair and sustainable securities trading. It is important for our reputation that we treat insider information as confidential.**

Insider information is any non-public information that is likely to have a significant effect on the stock or market price of the insider security, such as mergers and acquisitions, technical innovations or important changes to the management organization. Breaches of confidentiality relating to insider information or insider trading can lead to substantial fines for E.ON and criminal prosecution for the employee concerned. Violating insider trading laws can be avoided by strictly abiding to the following rules:

- Do not buy or sell securities on which you possess insider information.
- Do not make insider information available or discuss it with any other person unless this person is an authorized E.ON employee or a third party who is entitled and requires such information to perform his or her duties.
- Contact the General Counsel of E.ON SE in case of doubt on whether information should be classified as insider information.







# Seeking advice

**Compliance with law, rules and regulations is for us an essential basic principle of responsible business conduct. E.ON adheres to legal prohibitions and requirements at all times, even if this involves short-term business disadvantages or difficulties for E.ON or individuals.**

→ If you have any Questions, please Contact your Line Manager or your Respective Compliance Officer

This Code of Conduct will help understand our culture and our way of working. However, employees may be confronted with complex situations where they feel that these documents do not provide a clear answer. When this is the case, we expect the employee to discuss the matter with their line manager or with the respective Compliance Officer.

A full list of Compliance Officers and other relevant contacts can be found on the Group Compliance Connect page. You can also report via email or phone (anonymously) any possible violations of the law or of company policy, particularly in areas such as antitrust law, capital market law/insider rules, corruption, fraud (deception, embezzlement), tax evasion and non-compliance with the Code of Conduct by E.ON employees (referred to as the "whistleblower hotline").

# FAQ

## How can rule infringements be reported?

Where the Code of Conduct is infringed, employees may inform their supervisor or the relevant Compliance Officer. Employees may also report infringements of the Code of Conduct to the Chief Compliance Officer of E.ON SE. Reports of violations of the Code of Conduct may also be made anonymously using a whistle-blower report. In the event of concrete indications, investigations to clarify the facts are initiated straight away and suitable counter-measures taken.

## Are reports treated in confidence?

The reports are examined by the Chief Compliance Officer in collaboration with the relevant departments at E.ON. Reports are treated in confidence. Where the complainant's identity is known, it is kept secret. Upon request, the complainant is provided with information about the treatment of his or her complaint.

## What happens if a rule is infringed by accident?

We want to learn from our mistakes and view them as opportunities. But in order to learn from them, we first have to acknowledge them. It is desired and expected that mistakes and misconduct be pointed out. By making mistakes and misconduct transparent, we can all prevent harm to our employees and company.

Employees who address or report mistakes and misconduct will not be subject to retaliation. Employees who have been accused of misconduct are also treated fairly.



# List of People Guidelines

The Code of Conduct is supplemented with People Guidelines which give additional guidance to employees and executives working with the respective topic. This appendix provides an overview of all people guidelines at E.ON.

## Our People Guidelines

People Guide-line number	People Guideline name	Author
PG-01	Anti-Corruption	Legal & Compliance
PG-02	Antitrust	Legal & Compliance
PG-03	KYC - Check	Legal & Compliance
PG-04	Data protection	Legal & Compliance
PG-05	Information security	CIO
PG-06	Media Relations & Social Media	Comms & Political Affairs
PG-07	Safety and health in the workplace	Sustainability & HSE
PG-08	Security for Employees	Legal & Compliance
PG-09	Procurement of goods & services	Supply Chain-Organisation
PG-10	Booking business trips	Supply Chain-Organisation

# CODE OF CONDUCT TO GO

Our Code of Conduct defines our responsibilities and how we expect our people to behave to ensure a constructive and productive working environment that supports our core values and beliefs. It guides and supports our people to take the right decisions and do the right thing.

And if you don't have the Code of Conduct ready, here are 3 important questions, which you should ask yourself, whenever you are unsure:

- 1** What would others think of this decision?
- 2** Am I willing to accept the responsibility for this decision?
- 3** Is this decision consistent with the E.ON Code of Conduct?

### Remember:

Act when you see a problem.  
Ask if you are not sure.

[compliance@eon.com](mailto:compliance@eon.com)

**"The E.ON Code of  
Conduct is our  
navigation tool,  
specifically designed  
to guide you  
through our daily  
decisions in a  
right direction."**

Dr. Johannes Teysen



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