



# Guideline on Business Integrity

guiding principles

code of conduct



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segregation: school inte

**integrity** *noun*

1. Moral or ethical sta
2. The quality of bei
3. The condition of b
4. The state of bein

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The tissue formi

intellect *noun*  
The faculty of

*“Integrity means doing the right thing even when nobody is looking.”*

Dr. Ulrich Horsmann, CEO Xeless



## Guideline on Business Integrity

This Corporate Guideline serves the purpose to provide guidance in regards of business integrity for all employees of the XELESS Group, regardless of their specific role, responsibility or location in the world. The Guideline is a central and integral piece of our XELESS culture. It explains our Guiding Principles and why our values must not be subject to negotiation. It manifests our standard of how we respect laws and regulations and how we commit to integrity and ethical behavior. These Guiding Principles are the platform we build our business success on.

The Guiding Principles are the essential and inviolable commandments which stipulate what we demand of ourselves within XELESS and pledge to those outside the company. They characterize what expectations we must meet when approaching or being approached by third parties outside the company and when interacting with others inside. The Code of Conduct represents so to speak the implementary regulations and exemplifies what the commandments mean in everyday's work. It explains their practical impact and makes them tangible.

Being part of the XELESS Group and sharing its identity requires that each and every individual accept responsibility. Every one of us should know that a single incident of misbehavior can ruin not only our success, but also the standing that our company has built through the continued commitment of our people day by day. We have to conform to behavioral standards. Defiance and violation of our Guiding Principles will not be tolerated.





## Guiding Principles

At XELESS it is our aspiration to grow our business successfully on the basis of superior performance and dedication to customer satisfaction, to build lasting relationships with our clients, to attract and retain talented people and to conduct our business with integrity at all times.

We want to reach our goals and we want to do so in a way that is ethical and exemplary. That's why the XELESS Group expects all employees to act in accordance with our five Guiding Principles:

### 1. Customer satisfaction drives our action

To become the most highly regarded service company in our industry, we must continuously improve, focus on our customers, learn to understand their needs, and go above and beyond meeting customer expectations whenever possible.

We must be aware of the responsibility that we have towards our customers. They often depend on our service and give us their trust, and we will never let them down and breach that trust.

### 2. Integrity guides our behavior

We act ethically and adhere to all legal requirements and regulations of the countries in which our business is located. This must be the maxim for our actions to not subject both XELESS Group and ourselves to significant risk and endanger our good reputation. The most important rules pertaining to this are explained in the Code of Conduct.

At the XELESS Group, we strive to create a climate of acceptance and mutual trust. We respect the individuality of others, act openly and honestly and cultivate individual and cultural diversity. The different cultures, languages, gender and marital statuses of company employees enhance the diversity. We respect our customers, partners, suppliers and shareholders, as well as society.

We do not tolerate any form of unlawful discrimination or harassment neither within the company nor in its business relationships.

A stylized world map in shades of blue and green, serving as a background for the top section of the page.

We compete fairly in the markets in which we operate. We must work safely and apply industry best practice to the health, safety and wellbeing of our employees, customers, suppliers and the communities in which we operate.

We always review our own actions and behavior, and consistently address behavior that is unethical, against policies, or unlawful.

### **3. Working as a team amplifies our strength**

Our belief in teamwork requires co-operation with our colleagues across the Group to achieve our corporate goals. Our culture fosters cooperation and values team efforts over single-handed attempts in order to achieve the goals of the XELESS Group. We think across functions and departments and we act internationally. We do not accept optimizations that benefit a select few to the detriment of many.

We treat each other with respect, discuss topics openly and professionally, listen to others, seek actively the opinions of others and strive for the right solution. When criticizing, we address issues and not individuals. Only the exchange of different opinions can lead to the best solution.

We stand firmly behind team decisions and put our full energy into putting those decisions into action. And that's something we can count on.

We maintain a culture of open communication in our company and involve employees when possible in coming up with ideas, decision-making and problem-solving processes.

### **4. Caring for people fuels our growth**

Good employees are the number one factor for achieving success. We must try to make XELESS the best place to perform and grow. The XELESS Group wins, inspires, qualifies and retains good talent and, in doing so, secures our company's future in the long term.



We are performance-focused and are dedicated to achieving the best results. We recognize and reward high performance and integrity. This is an important responsibility that all managers share.

We create an environment in which each of us feels valued, in which we can develop and grow both personally and professionally. XELESS relies on a motivated and qualified workforce that takes responsibility for company success and own development and that sees change as an exciting opportunity.

## **5. Forthrightness perpetuates our success**

"We deliver what we promise!" That is the only way to win the trust of our customers and prevail in the competitive market. That also means that we take ownership of the tasks assigned to us and do not leave problems unresolved.

If we discover errors in business processes, we actively seek improvements together with our colleagues and supervisors as suitable. We can rely on each other, just as our internal and external customers are able to rely on us.

We all obey the laws, the Guiding Principles and our internal policies. We stand by our company both internally and externally. As proud ambassadors of the XELESS Group, we make sure to conduct ourselves in a manner that never compromises our company's image. We are constructive in dealing with legitimate criticism of the company. We refuse to take part in polemics.

In general, we want to work in a way that lets people trust us. Trust is the foundation of all cooperation. And while winning trust is a long and arduous process, it can be lost almost instantly. That underscores what our Code of Conduct means: It tells us how to build and maintain trust in our daily work. It also provides us with explicit examples so that we do not jeopardize our customers' trust.





## Code of Conduct

As our company name stands for, we in the XELESS Group want to provide Excellence in Support Services and become a global leader in infrastructural, logistical and camp support services. This Code of Conduct deals with the question, "How do we want to achieve this?" and is strongly influenced by the five Guiding Principles explained above.

Our Code of Conduct is applicable to all people in the XELESS Group: from shareholders to employees. All companies in the XELESS Group will implement the Code of Conduct and respect their local laws and regulations, and within this framework, related cultural customs as well.

Conduct that is ethically and legally sound is every individual's responsibility. The surrounding environment has to support such behavior by not placing the value of business results above that of integrity.

For managers, this results in a responsibility to serve as role models for employees through their own actions. Managers ensure that employees are familiar with and adhere to the Code of Conduct.

We will take action in case of deliberate misconduct within the scope of applicable laws and regulations. To ensure that such misconduct can be reported, we want to create an environment in which employees can report wrongdoing without fear of negative consequences.

The XELESS Group trusts that personal interests of employees do not conflict with corporate interests; to the contrary, we believe that what is good for the individual is good for the company. This is particularly true when it is about integrity.

Trust, fairness and a large degree of independence in making business decisions characterize our dealings with business partners. Private interests or personal gain are not allowed to influence our business decisions.

### **1. Business relationships with customers**

The way we interact with customers has a long-term effect on the company's image. That's why it goes without saying that we always act ethically and in accordance with regulations in this particularly sensitive area.

The public sector is an important customer for XELESS. We adhere to the regulations pertaining to public tendering, contract awarding procedures for public orders, especially the strict laws and regulations regarding the avoidance of undue influence.

### **2. Business relationships with competitors**

The XELESS Group acknowledges that open competition is an elementary component of the free-market system. Where ever we operate, XELESS complies with all relevant competition laws in all of our business agreements and dealings with third parties.

XELESS competes effectively and fairly. We support fair dealings with our business partners and competitors. Uncompetitive behavior is not only bad for XELESS itself, but also for our customers and the community at large.

We do not disseminate false information about our competitors, their products or services or attempt to undertake any other unfair means to gain a competitive advantage.

### **3. Business relationships with suppliers**

We maintain relationships with our suppliers that are based on trust and fairness. In turn, we expect that our suppliers treat us with the same degree of integrity and respect with which we treat them.

Procurement is performed in accordance with the laws and regulations of the countries in which XELESS operates. Whenever possible, the XELESS Group obligates all of its suppliers to adhere to its Code of Conduct and favors working with environmentally friendly and socially responsible suppliers.



#### 4. Active corruption

We refrain from engaging in any and all forms of corruption or even actions that could potentially be construed as such. We are not allowed to offer, promise, or grant illegal benefits to national or international public officials nor to any customer representative operating in the private sector in order to achieve preferential treatment for, or to influence a decision in favor of the XELESS Group.

It is especially important to keep this in mind when dealing with gifts or invitations to business meals and events.

Should public officials or customer representatives operating in the private sector ask us to do anything unethical, illegal or immoral, we are obliged to inform our superiors about the incident immediately.

#### 5. Passive corruption

We make business decisions only for the good of the XELESS Group and put aside our own personal interests in doing so. We are not permitted to allow our business decisions to be influenced by offers or promises made by suppliers to grant us illegal advantages, nor do we accept such offers. Likewise, we do not request illegal offers from our suppliers.

We want to avoid even the appearance that we allow our business decisions to be influenced by such offers. In cases of doubt, such as whether or not we are allowed to accept a gift, an invitation to a business meal or to an event from a customer or supplier, for example, then ask our superiors for advice.

If we are offered, promised or granted illegal advantages or benefits, we inform our superiors about the incident.

#### 6. Donations

XELESS does not make political donations but supports actively the nation building processes in our crisis support regions.

## **7. Relationships with shareholders**

The XELESS Group's shareholders provide the necessary capital and bear all business risk. They expect and trust us to manage and monitor the company according to the existing legal framework, as well as to respect and maintain internationally recognized standards of responsible business management.

## **8. Non discrimination and sexual harassment**

XELESS is an equal opportunity employer. We are committed to developing a diverse workforce, and providing a work environment in which everyone is treated fairly and with respect, irrespective of sex, race, sexual orientation, age, disability, religion or ethnic origin. Employment and advancement within XELESS is solely based on merit.

We are sensitive when interacting with colleagues in the workplace, particularly with those in less powerful positions. We are alert to possible harassment in the workplace and handle any resulting problem which may occur with utmost sensitivity. XELESS regards actions that constitute harassment as serious misconduct.

## **9. Transparent financial reporting**

An important part of internal controlling at the XELESS Group is to maintain the integrity of financial reporting. To ensure that its own high standards are consistently met internally, the XELESS Group also regularly conducts appropriate financial audits. Each of us is responsible for contributing to financial reporting activities to ensure that they remain a current, complete and real record of business transactions.

## **10. Trade regulations**

The XELESS Group is actively involved in the international trade of goods and services. We follow existing trade laws and act in accordance with import and export regulations as well as embargos.

## **11. Data security**

The XELESS Group places the utmost importance on maintaining data security, as this has a significant influence on business success and the company's image.

We protect company as well as customer and employee data with all suitable and appropriate technical and organizational means at our disposal, in order to prevent its unauthorized access, misappropriation, or loss.



## 12. Money laundering

The XELESS Group takes all necessary measures to prevent money laundering activities within its sphere of influence.

## 13. General communication and confidentiality

Employees must keep confidential all company and client information gained during the course of their employment. In addition to the technical and organizational measures for data privacy, everyone is required to safeguard XELESS's business interests. We therefore keep company information confidential and do not unnecessarily communicate information from and about the company to those on the outside.

To make sure that the right information is released externally there are certain people within XELESS who are authorized to speak to the media, investors and the public. No one else should communicate with these external parties regarding company issues or matters without permission of the XELESS Group CEO. We maintain the confidentiality of information and also protect our company documents from prying eyes.

## 14. Conflicts of interest resulting from secondary employment

Secondary employment is any employment outside of the primary place of work, in which an employee's manpower is made available to a third party, independent of whether the work is paid or unpaid. Self-employment as secondary employment also falls under this category. Any secondary employment is only allowed with prior written approval.

## 15. Private use of company property

The private use of company property is generally not permitted, unless otherwise stated in the rights of each individual, in collective agreements, or according to operational procedures and regulations.

## 16. Speaking Up

Our policy on Speaking Up covers anyone who wishes to disclose actual or planned wrongdoing or bad practice which:

- is against the law or is a failure by XELESS to comply with any legal obligation,
- breaches Group policies or the Code of Conduct, including in particular any threat to health and safety or damage to the environment,
- is a deliberate cover up of any of the above.





## Adhering to Behavioral Standards

Our strategy clarifies what we want to achieve and where we want to go. Our Guiding Principles provide us with the necessary orientation on how to reach our goals. Our Code of Conduct provides clear and tangible examples to explain which behavior is of integrity in our daily work and which is not.

All managers also function as role models. Therefore the XELESS Group has particularly high expectations of them and expects their behavior to be commensurate to the competency requirements of their position.

In the course of day-to-day work, questions will arise that are not covered in detail by the Code of Conduct. In most cases we will act right when we trust our instinct. But in any case of doubt we should seek advice. The first person to contact in such cases is your immediate superior. Additionally, employees can seek advice from any member of the senior management at anytime.

Misconduct and violations of behavioral standards pertaining to integrity as well as violations of laws and legal regulations can have serious consequences not only for individuals personally, but for the entire company. This is why misconduct cannot be tolerated.

The XELESS Group effectively disciplines individuals guilty of intentional and unlawful misconduct as well as violations within the framework of legal provisions, and does so irrespective of an employee's rank or position within the company. This particularly applies to cases of corruption.

Rules only make sense if violations are disciplined appropriately. Therefore, violations must be made known and every employee is obliged to report a violation or a potential violation of the laws, Guiding Principles, and internal policies. In such situations employees should turn first to their immediate supervisor. Should this approach be out of the question, cases of misconduct can also be reported to any member of senior management via telephone or regular mail, as well as by fax or email. All information submitted will be kept strictly confidential.



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