

## THIRD PARTY

### CODE OF CONDUCT

(Version dated 18<sup>th</sup> October 2023)

#### INTRODUCTORY REMARKS

As Borussia Dortmund, we unite people into one strong community. We are ambitious, genuine and responsible in everything we do. One of the foundations of our success is our responsible and ethical conduct in full compliance with the law. This is something that can be counted on, and not just by our fans. We regard respect, integrity and openness as crucial values in business. We see it as our mission to honour the trust placed in us by conducting ourselves responsibly and with integrity and honesty. Our actions are guided by BVB's value-based sustainability principles, and our goal is to take a holistic approach to responsibility across all dimensions of sustainability. We face the challenges of today with an eye to the future, and can only overcome them and drive forward sustainable development if our business relationships and economic activities provide us with the leverage we need to do so.

For our employees, the rules are laid down in the internal Code of Conduct, which is the bedrock of our corporate culture and provides a critical foundation for corporate governance and collaboration at BVB.

And with that in mind we expect the same of our business partners. The principles laid down in this document represent a key criterion underpinning any collaboration with and the selection of business partners. Each and every business partner undertakes to implement the principles within their own organisation and to ensure that they are adequately addressed in their own supply chain.

The Third Party Code of Conduct does not contain any new rules, it simply illustrates the applicable (legal) standards that we have always expected of our business partners. The principles are based on national and international laws, requirements and conventions such as the UN Global Compact, the OECD Guidelines and in particular the international treaties referred to in the annex to the German Supply Chain Due Diligence Act (*Lieferkettensorgfaltspflichtengesetz*, "LkSG"). BVB takes a zero-tolerance approach to violations of the Third Party Code of Conduct. Any violations we become aware of will be investigated and appropriate disciplinary action will be taken where necessary. BVB may also report misconduct to the authorities.

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Managing Director (CEO)

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Managing Director

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## **A. To whom does the Third Party Code of Conduct apply?**

The Third Party Code of Conduct applies to all business partners ("**Business Partners**") of Borussia Dortmund GmbH & Co. KGaA and its affiliates. These include in particular suppliers, sponsors and sales partners.

Our Business Partners undertake to implement the principles within their own organisations and to ensure they are adequately addressed in their own supply chains.

## **B. Principles for how we treat each other**

Social and ethical standards must be observed at all times.

### **I. No forced labour – respect and dignity**

BVB has zero tolerance for forced labour, modern slavery and similar practices, servitude, or other forms of domination or oppression in the working environment such as severe financial or sexual exploitation and humiliation.

Employees must be able to terminate their work or employment relationship at any time. Practices such as retaining personal property, passports, wages, employment certificates or other documents without good cause are unacceptable. Corporal punishment and the threat of physical violence, sexual or other forms of harassment and intimidation are prohibited.

It is forbidden to engage or deploy security staff if this would cause people to be injured or treated in an inhumane or degrading manner, or would inhibit freedom of association.

### **II. No child labour**

BVB rejects all forms of child labour. BVB and the Business Partners comply with the recommendations of the International Labour Organization ("**ILO**") conventions on the minimum age for employment. Children under the age of 15 must not be employed either directly or indirectly unless this serves the purposes of education or training. Employment for education or training purposes must not be organised so that it prevents the child from attending school or taking part in courses of education or training or impairs their ability to benefit from the instruction received.

Persons under the age of 18 must not be employed for work that is harmful to the health, safety or morals of young people or their development. Persons under the age of 18 must not work overtime or at night.

### **III. Fair pay and compliance with working time regulations**

The wages paid for regular working hours and overtime must comply with the national statutory minimum wage and/or the minimum standards customary in the industry or sector. Wages should guarantee employees an appropriate standard of living that enables them to cover the ordinary cost of living and build savings.

Employees must be ensured all benefits prescribed by law. The docking of wages as a form of disciplinary action is prohibited. Employees receive clear, detailed and regular written information on the composition of their wages or salaries. Wages must always be paid regularly, on time and in full. Employees must be given regular paid leave and paid public holidays.

The respective applicable laws governing working time must be complied with. Adequate breaks must be ensured.

#### **IV. Upholding the right of association**

The right of employees to form and join organisations, trade unions and employee representative bodies of their choice, to engage in collective bargaining and to strike must be upheld.

In cases where freedom of association and the right to collective bargaining are restricted by law, alternatives must be provided to ensure that employees can independently and freely join together for the purposes of collective bargaining.

Employees must not be placed at a disadvantage by virtue of forming, joining or being members of such an organisation. Employees must be protected against discrimination.

#### **V. No discrimination and no harassment**

All forms of discrimination and unequal treatment of employees are prohibited. This applies for instance to discrimination based on ethnic background or nationality, gender, religion or ideology, disability, age, sexual orientation, skin colour, education or other characteristics.

The Business Partner must create a safe working environment free from harassment. It must ensure that employees are not exposed to or threatened with corporal or psychological punishment.

#### **VI. Health and safety in the workplace**

Creating a safe and healthy workplace is the utmost priority. Business Partners must observe the labour, health and safety and fire safety laws applicable at the place of employment.

Appropriate workplace health and safety systems must be put in place to take the necessary precautions against accidents and health complaints that may arise in connection with the work performed. Appropriate action must be taken to avoid excessive physical exertion or mental stress. In addition, employees must be given regular information and training on the applicable health and safety standards and measures. Employees must be given access to a sufficient quantity of drinking water and to clean sanitary facilities.

#### **C. Principles for handling natural resources and environmental protection**

The responsible consumption of energy and resources and a commitment to environmental protection are fundamental principles for BVB, and our focus is on reducing harmful emissions and consuming fewer natural resources. We can only rise up to the current ecological challenges if we work together. As such, our Business Partners intend to use natural resources just as responsibly and to protect the environment.

##### **I. Protection of livelihoods and natural resources**

People must not be deprived of land, forests and waterways that form the basis for their livelihoods. Harmful changes to the soil are prohibited, as are water, air and noise pollution and excessive water consumption.

Natural resources must be used sparingly and conserved as much as possible. The use and consumption of resources during production must be reduced.

## **II. Compliance with waste disposal regulations**

The local laws and regulations on the generation, storage, disposal and recycling of waste, waste gas and waste water must be complied with, with particular observance of the Basel Convention on the Control of Transboundary Movements of Hazardous Wastes and their Disposal. The generation of waste, waste water and emissions should be kept to the absolute minimum.

## **III. Compliance with regulations on handling hazardous materials**

The manufacture of products containing mercury and the use of mercury and mercury compounds in manufacturing processes is forbidden. We likewise expect that persistent organic pollutants or chemicals that are banned at the national or international level will not be manufactured or used.

The Business Partner must comply with the environmental regulations applicable at the place of business.

## **D. Principles for conduct in business dealings**

The statutory and generally applicable rules and regulations must be complied with in business dealings.

### **I. Anti-bribery**

The Business Partner must observe all of the laws, rules and regulations applicable to it and at its places of business. This includes in particular the obligation to comply with the bribery and corruption provisions of German law, the U.S. Foreign Corrupt Practices Act, the UK Bribery Act and the OECD Convention on Combating Bribery of Foreign Public Officials in International Business Transactions. The Business Partner warrants that neither it nor persons acting for it or on its behalf have offered, promised or granted any improper benefits to any member of a governing body or employee of BVB or any person acting for or on behalf of BVB in connection with entering into this agreement. The Business Partner likewise warrants that neither it nor any person acting for it or on its behalf must offer, promise or grant any such unlawful benefits to any member of a governing body or employee of BVB or any person acting for or on behalf of BVB during the term of the business relationship.

### **II. Anti-money laundering**

The Business Partner must comply with the national anti-money laundering regulations.

### **III. Free and fair competition**

The applicable antitrust and competition laws must be complied with. The Business Partner must not enter into any agreements with BVB in violation of antitrust law and must not request any sensitive competitive information from BVB. Any involvement in an agreement in violation of antitrust law, such as to influence prices or terms and conditions, or the abuse of a dominant market position, is prohibited.

### **IV. Data protection and confidentiality**

Any personal data or confidential information received by the Business Partner may only be used for the intended and legitimate purposes. The Business Partner must ensure the security of any data processed. The data must be protected against unauthorised or unlawful processing and

against accidental loss, destruction or damage. Suitable state-of-the-art technical and organisational measures must be employed for this purpose.

#### **V. Import and export controls**

The respective applicable export and customs laws, rules and regulations must be complied with. The Business Partner must notify BVB without undue delay if an entire delivery/service or part thereof is subject to import or export restrictions under national law, EU Regulations or other international embargo or export provisions.

#### **VI. Conflicts of interest**

Efforts must be taken to avoid conflicts of interest when working for or in cooperation with BVB. Consequently, decisions must be made on the sole basis of factual considerations and should not be guided by personal interests.

The Business Partner must notify BVB of any conflicts of interest (such as private connections to BVB).

#### **E. Reporting violations**

We regard compliance with the law and our Code of Conduct as the cornerstone of our actions and our cooperation with Business Partners. However, we can never exclude the possibility that human rights or environmental risks may arise or violations may even occur in BVB's business operations, at direct suppliers or elsewhere in the supply chain. Effective action can only be taken once BVB becomes aware of the issue, and as such the Business Partner and its employees have access to the BVB whistleblower system:

<https://bvb.integrityline.com/>

It goes without saying that BVB will treat each and every report confidentially and will not take any action against the person reporting an incident based on reasonable suspicion. Whether or not that suspicion subsequently proves to be true is irrelevant.

BVB will avoid any pressure on a potential whistleblower and every form of discrimination against the whistleblower.

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