



## Board of Management Compliance & Integrity Commitment

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



(Dr. Johannes Antonius Teyssen)



(Dr.-Ing. Leonhard Birnbaum)



(Dr. Marc Spieker)



(Dr. Karsten Wildberger)



# Code of Conduct

## Acting responsibly at E.ON

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## 1 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 apply to all E.ON employees, including the members of the E.ON Board of Management and all executives.

The Code of Conduct is supplemented with People Guidelines which give additional guidance to employees and executives. A red lightbulb within this Code of Conduct will be shown whenever such a People Guideline is available.

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.

## 2 Taking care of people and the environment

### 2.1 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.

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.

### 2.2 Health, safety and security

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.



Please refer to the Appendix for an overview of all People Guidelines



The People Guideline "Health & Safety in the workplace" provides further information

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.



The People Guideline "Security for Employees" provides further information

### 2.3 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. 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.

## 3 Creating sustainable relationships

### 3.1 Fair competition and tax obligations

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.



The People Guideline "Anti-Trust" provides further information

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.



The People Guideline "KYC-check" provides further information

### 3.2 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 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.

### 3.3 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 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.



The People Guideline "Anti-Corruption" provides further information

### 3.4 Donations and sponsorship

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.



The People Guideline "Anti-Corruption" provides further information

### 3.5 Money laundering and trade restrictions

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.



The People Guideline "Know your counterparty-Check" provides further information

### 3.6 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



The People Guideline "Supply Chain" provides further information

partners. We therefore carefully select suppliers and service providers according to internal specifications and thereby avoid any improper preference.

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.

## **4 Protecting information and assets**

### **4.1 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. 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.

### **4.2 Privacy protection**

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.

### **4.3 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.

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.



The People Guideline "Data Protection" provides further information



The People Guideline "Information Security" provides further information

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.

#### 4.4 Insider information and trading

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.

#### 5 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. 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 [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").



The People Guideline "Media Relations & Social Media" provides further information on how to share information with media outlets



For further information on the "whistleblower hotline", please visit the [Compliance Connect Page](#)

## 6 Appendix: 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.

<b>People Guideline number</b>	<b>People Guideline name</b>	<b>Author</b>
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	Health, Safety and Environment	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