

Article 1
Scope

This anti-corruption directive applies to all employees and directors of companies that are affiliated to OH B SE. A connection exists for the purposes of this agreement if the shareholding is of at least 50 % directly or indirectly through a subsidiary of the affiliated company.

For the purposes of this agreement third parties are all persons that are not employed at OH B SE or at a company affiliated in the manner described above or due to a contract of employment are directors of OH B SE or an affiliated company. This directive applies without geographical restriction. It applies both domestically and abroad.

Article 2
Presents

- a) All presents, payments, invitations and other benefits from third parties and for third parties must be reported to the employee's direct superior or directly to the Compliance Officer before acceptance or provision. This does not apply to gratuities up to a goods value of € 10.00 or to gratuities that could not have been foreseen by the person affected in advance (example: sudden invitation for a meal). In the last named case the employee shall report the gratuity without delay retrospectively.
- b) All presents, payments, invitations or other benefits with a value of over € 50.00 are prohibited. In special exceptions it can be possible to authorise such cases after written approval from the Compliance Officer. In order to get the approval mentioned, a relevant application in writing is to be made.
- c) If the value of the gratuity is not visible to the employee, the value is to be estimated in accordance with the best knowledge and conscience of the employee. In the event of errors about the value and in the event approval is not given presents are to be given back by employees / members of the board.
- d) Presents etc. shall also be reported to the Personnel Department / Personnel Bookkeeping. If the total financial benefit exceeds the tax allowance in one month, the whole amount shall be subject to tax on earnings. In line with the tasks stated in the individual work contract, each employee is bound to report contributions received pursuant to applicable regulations as well as according to tax law.
- e) In every case a written report shall be produced by the Compliance Officer that identifies the name of the persons involved, the occasion, date etc.

Article 3
Hospitality

- a) Hospitality offered between 11 am to 3 pm ("Lunch") between third parties and employees and/or directors in a company building or outside the company shall in principle not require a report to the employee's superior and/or the Compliance Officer up to a value of € 50.00 per person.

Hospitality that exceeds a value of € 50.00 shall be reported to the employee's superior and/or the Compliance Officer in advance. In exceptions such cases can be approved by the Compliance Officer in writing.

- b) Hospitality from 6 pm in a company building ("Dinner") or outside the between third parties and employees and/or directors that exceeds a value of € 100.00 per person shall be reported to the employee's superior and/or the Compliance Officer in advance.

In principle hospitality that exceeds the above amount is not allowed.

"Dinner" that exceeds a value of € 100.00 shall be reported to the employee's superior and/or the Compliance Officer in advance. In exceptions such cases can be approved by the Compliance Officer in writing.

- c) Article 3 shall apply accordingly to hospitality that is neither "Lunch" nor "Dinner".
- d) The above regulation shall not apply to gratuities that the employee could not foresee in advance. In this case the employee shall report the gratuity to the Compliance Officer without delay retrospectively. If the value of the gratuity is not visible to the employee, the value is to be estimated in accordance with the best knowledge and conscience of the person obliged to make the report.

Article 4 Travel

Invitations from third parties must not be accepted and corresponding invitations must not be offered if there are business relationships with this third party.

This shall not apply to assuming travel costs for business trips contractually regulated with customers or suppliers.

Exceptions require the prior approval of the Management Board and the Compliance Officer.

Every exception shall be documented in accordance with Article 2e) by the local responsible Compliance Officer.

Article 4 shall not apply to journeys without an overnight stay fewer than 50 Km away from the company or from the respective place of residence of the employee/director.

Article 5 Sales and Purchasing

The circumstances named in Articles 2 and 4 of this directive, as well as for hospitality of all kinds in contrast to Article 3, shall in general be subject to a reporting obligation to the Compliance Officer for all employees and directors with extra external relationships, particularly in Sales and Purchasing. The necessity of these regulations shall be explained to employees by the Compliance Officer in compliance training and the training documents shall be made available to the employees.

Article 6
Sponsorship

Services of OHB SE and of companies with which OHB SE is affiliated in the manner specified above to third parties that serve exclusively charitable, sport or cultural purposes require approval by the Management Board and are to be reported immediately to the employee's direct superior and to the local Compliance Officer.

Article 7
Payments for business transactions

Any payments to third parties for general business facilitation without a specific service in return are prohibited. Contractually agreed commission payments in the event of success for actually existing business relationships are excluded from this. However, in such cases a partial repayment of the commission to third parties is prohibited.

Article 8
Notification of suspicious cases / Reporting obligation

All employees and directors are obliged to report all suspicions of a breach of the directives of the company or the applicable law. In order to meet this reporting obligation the company has set up a hotline to the firm of lawyers Blaum, Dettmers, Rabstein, Am Wall 153, 28195 Bremen, Germany. The firm of lawyers can be reached by all employees from 9 am to 4 pm by telephone on **+49 (0)421/3660119** or by email at ohb-hotline@bdr-legal.de. Reports can also be made anonymously. Every report to the firm of lawyers is subject to lawyer confidentiality. Subsequently the company shall only be given information about the material content of the report. No names shall be given in any case. The Compliance Officer is obliged to look into the information provided by the firm of lawyers and to examine the respective circumstances.

All incoming notifications shall be documented by the firm of lawyers and recorded in minutes.

Article 9
Legal consequences

Any breach of this directive may have consequences under both employment and civil law and may even lead to the initiation of an investigation under criminal law, if applicable. Before measures under employment law are initiated the employees' representative responsible of the company affected shall be granted a hearing.

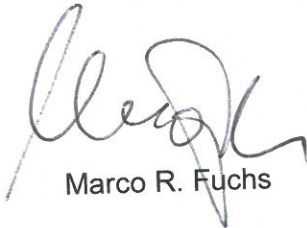
After assessment of the individual case the company reserves the right to report an offence, press criminal charges or to take private legal action or have the same carried out.

Article 10
Date of coming into effect

This anti-corruption directive comes into effect on 1 January 2018 and replaces the anti-corruption directive released on 1 April 2015.

Bremen, January 2018

OH B SE
The Management Board



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