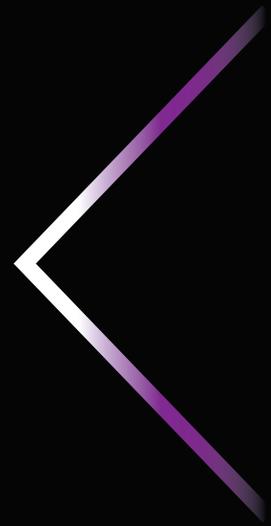


VAN MERKSTEIJN | MORE THAN WIRE

CODE OF PROFESSIONAL ETHICS AND CONDUCT.

 **VAN MERKSTEIJN**
INTERNATIONAL



VAN MERKSTEIJN | MORE THAN WIRE

INTRO.

Peter van Merksteijn | Ceo



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As the environment in which we operate, undergoes changes and our organisation also evolves in many ways, we have decided to launch our Code of Professional Ethics and Conduct.



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INTRO.

In this Van Merksteijn Code of Ethics and Professional Conduct we set out the principles, criteria and standards, accepted by everyone, that guide our conduct in business situations, ensuring excellence in our activities from the viewpoint of fairness and ethics. This confirms the commitment of the companies, operating within the Van Merksteijn Group, to conduct business in accordance with relevant legislation and the highest standards of business ethics.

At Van Merksteijn we are determined to provide our clients with the best possible solutions regarding steel and we hope to achieve this thanks to our most important asset, our people. For our vision "More Than Wire" and the realisation of our aims, it is indispensable for us to act in accordance with the values that identify us and mark our personality: Innovation, Craftmanship, Quality+, Loyalty and Service+. Ethical conduct is founded on each of these values.

Every professional in the Van Merksteijn Group must read, comply with and ensure that others comply with the Code, demonstrating our commitment to it and its importance for the organization, a commitment we want to highlight in this letter.

According to the Code, as professionals, we should also encourage our stakeholders to be governed by standards of behaviour and values similar to those established in the Code.

We take advantage of this opportunity to remind you that, if you encounter situations that are not altogether clear or raise concerns, you can consult your line managers.

In the Van Merksteijn Group, we apply a policy of "no reprisals" when any possible irregularity is reported. We take this very seriously and you can rest assured that we work unceasingly to guarantee this freedom of action.

With this Code of Professional Ethics and Conduct we hope to foster the values of our Van Merksteijn Group and the highest standards of ethics and professional conduct, which will allow us to continue building an excellent client-oriented organisation of which we are all proud.

Peter van Merksteijn
CEO

VAN MERKSTEIJN |

MORE THAN WIRE.



The Van Merksteijn Group expects that, at all times, their professionals will act ethically and with integrity. These requirements are fundamental to the following values and must be at the centre of our conduct.



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Service+

- We respect and appreciate our customers.
- We are prepared 'to walk the extra mile' for our customers.
- We take complaints seriously and use them to improve our service and products.

Innovation

- We research, pitch and develop new ideas, based on mutual relationships among members of the Van Merksteijn Group, our clients and our suppliers.
- We use creativity and problem-solving skills to serve our customers.

Craftmanship

- We hire excellent skilled staff, passionate about what they do.
- We pay attention to details.
- We strive for functionality and durability.
- We have the desire to do a job well for its own sake.

Quality+

- We comprehend our customers' needs and work with excellent machinery to meet those needs.
- We ensure providing them with high-quality products and services.
- We establish a service philosophy, both from and for the organisation.
- We review quality standards and recommend improvements.

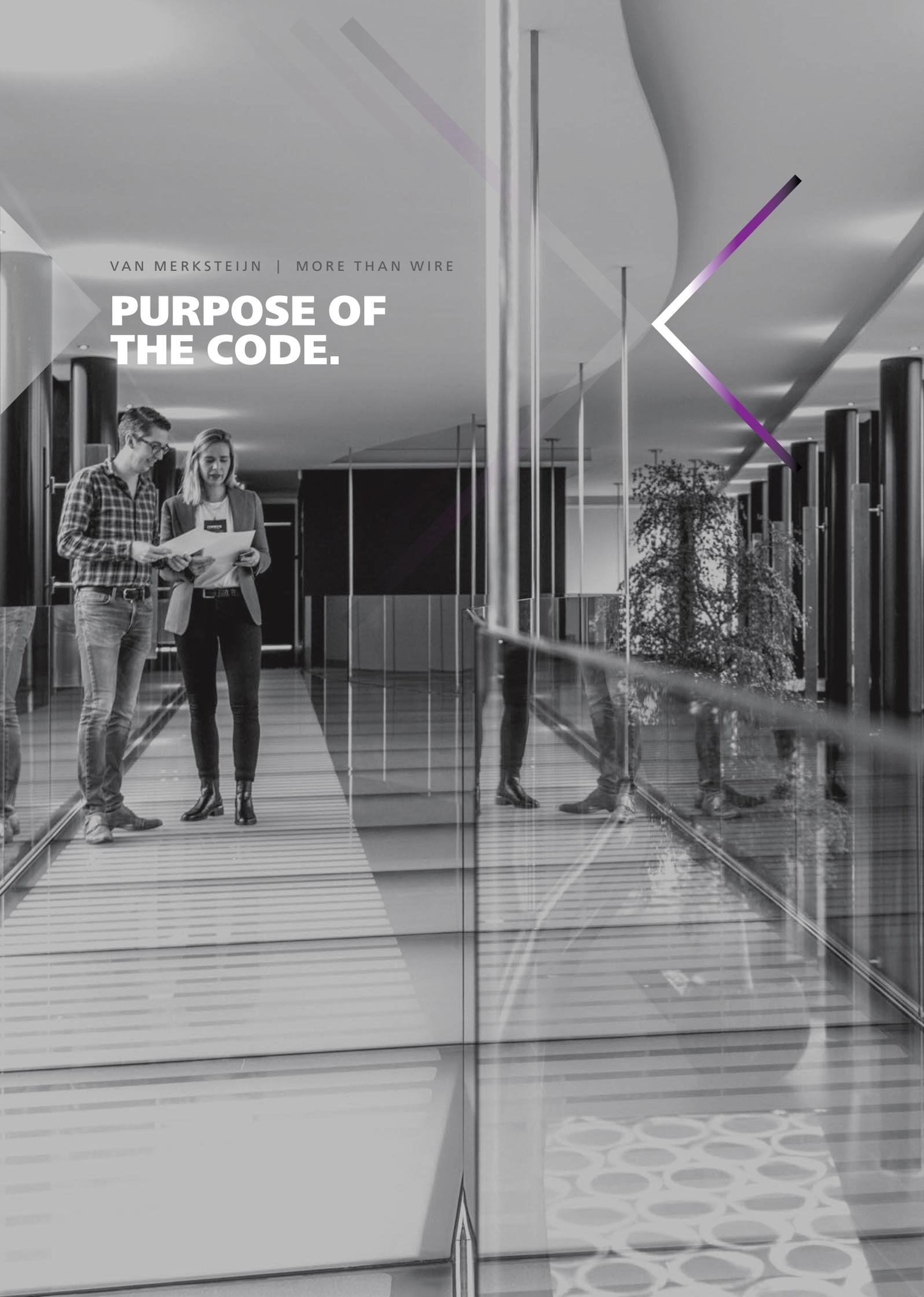
Loyalty

- We are loyal to our company, our colleagues, our clients and our suppliers.
- We put the company's interest ahead of our own, but strive to improve ourselves and our role.
- We keep promises.
- We are there for our clients, through the highs and the lows and stay by their side regardless of the circumstances.
- We never give up, there is always an opportunity.

This all results in our vision: More Than Wire!

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PURPOSE OF THE CODE.



PURPOSE OF THE CODE.

1.1.

The Code is a corporate document that contains all the principles, standards and norms that guide our professional behaviour. It is especially important that we follow common guidelines, approved and accepted by all, leading us to excellence in our performance in a fair and ethical manner.

1.2.

This Code affirms the commitment of the companies operating within the Van Merksteijn Group to conduct business in accordance with all applicable laws and the highest standards of business ethics. It ensures that all people, to whom this Code is applicable, are aware of such standards, both legally and ethically.

1.3.

To achieve the above aspirations, this Code contains the basic guidelines to exercise our activity and it contains the expectation of ethical behaviour of all Van Merksteijn members.

1.4.

The Code provides ethical values and basic principles of action, which serve as an inspiration and which are developed through our guidelines, norms, procedures, standards and instructions.

1.5.

While the Code seeks to regulate our daily behaviour, it cannot cover all possible cases and circumstances. In addition to the rules of the Code, our conduct should be based on the principles of good faith, integrity and common sense to determine the appropriate way in each situation.

1.6.

As a professional in any of the Van Merksteijn Group companies, each person is responsible, through his or her conduct, to respect the laws, values, principles and rules of the Code and any other existing or future norm.

1.7.

All people within the Van Merksteijn Group are required to read, accept, execute and enforce the Code. Observing the values, principles and rules of the Code is an essential condition of our relationship as part of the Van Merksteijn Group.



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APPLICATION.

2.1.

The Van Merksteijn Group Code of Ethics and Professional Conduct (the Code), is applicable to all companies which operate under the umbrella of the Van Merksteijn Group.

2.2.

Compliance to the Code is compulsory for all those delivering services within companies operating under the umbrella brand of the Van Merksteijn Group. We trust that all of us will conscientiously respect the values, principles and standards of the Code in our professional relationships with internal and external customers, suppliers and the wider community.

2.3.

We reserve the right to make regular (un)announced visits to all parties that are committed to this Code. We also reserve the right to let an independent third party of our choice make inspections to ensure compliance with this Code. If an audit reveals less than full compliance with this Code, prescribed corrective actions must be taken without delay.



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GENERAL PRINCIPLES.

3.1. Non-discrimination and equal opportunities

We respect the principle of equality on the grounds of race, sex, nationality, religion, sexual orientation, age or any other personal, physical, mental or social condition.

3.2. Respect for the law and ethical values

We are committed to developing our business in accordance with the laws of each country where we operate, always maintaining the highest ethical behaviour. We respect the laws and regulations of each country; we respect all the rules in favour of free markets and lawfully compete in each market.

3.3. Health and safety at work

We promote a policy of excellence in health and safety, by adopting the measures provided in existing legislation or those that could be promoted in the future, establishing standards of performance that make us a reference in our sector.

3.4. Private and professional life balance

We respect the personal and family lives of all professionals and promote the policies for providing the best balance between personal and work responsibilities.

3.5. Personal and professional development

We maintain strict policies for selection and promotion, based on academic, personal & professional merit for both internal and external candidates. We consider their suitability with the needs of the Van Merksteijn Group and promote personal and professional development, allowing them to grow as individuals and professionals.

3.6. Respect for local cultures

We act with full respect for local cultures of the countries and communities in which we operate, promoting the diversity of our professionals, customers and suppliers.

GENERAL PRINCIPLES.

3.7. Quality and innovation

We are committed to providing quality products and services to our customers. We offer continuous innovation and leading-edge technological solutions in products and services.

New techniques, materials and legislation involve changes and we are committed to help our clients to meet these new challenges.

3.8. Minimum age and child labour

Suppliers shall:

- respect the minimum age for employment and therefore not employ anyone under the age of 15 years old, or under the age of completion of compulsory schooling, whichever is higher.
- respect the minimum age of 18 for hazardous work (activities that by their nature or circumstances are likely to harm the health, safety or morals of children, such as work that requires handling dangerous machinery, equipment and tools, work that involves manual handling or transport of heavy loads, work that exposes the person to hazardous substances or work for long hours during the night, among others).
- not allow any form of work that is mentally, physically, socially or morally dangerous and harmful to children (people under 18) and/or work that interferes with their schooling (deprives them of the opportunity to attend school, forces them to leave school prematurely or requires them to attempt to combine school attendance with excessively long and heavy work).
- not tolerate the worst forms of child labour, such as slavery or practices similar to slavery (trafficking of children, debt bondage, serfdom).
- proactively assess and address any risk of child labour.
- actively engage with their business partners to resolve the issues that have led to non-conformances with the aforementioned requirements. Where such engagement is not possible or proved inefficient, they shall discontinue business relationships with the involved business partners in case of proven violations (e.g., company on a government child labour list).

GENERAL PRINCIPLES.

3.9. Forced labour

Within the Van Merksteijn Group we unequivocally condemn all forms of forced labour, including involuntary or coerced labour, human trafficking, and modern slavery. No employee, contractor, or any entity associated with the Van Merksteijn Group shall engage in, promote, or tolerate any activity that involves or supports forced labour. We believe in the fundamental right of individuals to choose their employment freely and without any form of coercion. All employment relationships within our own, our suppliers', contractors' and subcontractors' organisation must be based on voluntary consent, and individuals must have the right to terminate their employment with reasonable notice. In case of proven violations within our suppliers' and contractors' organisation and the unwillingness or incompetence to address the situation, the Van Merksteijn Group shall immediately discontinue the business relationship with the concerned party.

3.10. Social commitment

We execute our professional and business responsibilities in a respectful way in accordance with laws and ethics, contributing to the social development of the communities where we operate, thus achieving an activity that is sustainable and which supports the construction of a better world.

3.11. Respect for the environment

All Van Merksteijn people must strive to minimize the environmental impact of our activities.

STANDARDS OF CONDUCT.

4.1. Confidentiality

4.1.1.

It is not permitted to provide any third party with any kind of information concerning the business of the Van Merksteijn Group, its dealings, transactions or affairs, or any such confidential information concerning its suppliers, customers, agents or distributors unless authorised by management by legal requirement.

4.1.2.

All professional private information and data such as that relating to salaries, evaluations and health issues, will be handled with the strictest confidentiality and in accordance with the laws of the countries in which we operate.

4.1.3.

The relationship with the media for the entire Van Merksteijn Group of companies is reserved to management. Any call requesting sensitive information must be sent to them.

4.1.4.

The duties of confidentiality referred to in this article, remain indefinitely, even when the professional's employment relationship with the Van Merksteijn Group of companies ends.

4.1.5.

At the end of the employment relationship, professionals will return and not retain any information or documentation of the Van Merksteijn Group obtained as a professional.

4.1.6.

Any documents concerning confidential information of the Van Merksteijn Group and its companies or of its suppliers, customers, agents or distributors, which shall be acquired, received, or made by the professional during her/his employment, shall be the property of the Van Merksteijn Group. After the termination of the employment or at any time during the course of her/his employment upon request, these documents shall be given by the professional to the Van Merksteijn Group and its companies.

STANDARDS OF CONDUCT.

4.2. Leading the team

4.2.1. Discrimination or harassment

As team leaders we promote a workplace without any type of discrimination or harassment, acting with zero tolerance for any conduct of such kind. Professionals must not threaten, intimidate or be involved in any hostile activity. They must not use epithets or slurs that relate to race, colour, religion, gender, sexuality, orientation, national origin, citizenship, age, physical or mental ability. Likewise, a professional may not send, display or circulate to any colleague in the workplace, any written or graphical material that indicates or shows hostility towards an individual or group because of that individual's or group's race, colour, religion, gender, sexuality, orientation, national origin, citizenship, age, physical or mental ability, nor must they take any action adverse to any other professional on that basis.

4.2.2. Sexual Harassment

As team leaders we promote a workplace without any type of sexual harassment, acting with zero tolerance for any act of sexual harassment. Sexual harassment is defined as an unwelcome sexual advance, any request for sexual favours, or any other verbal or physical conduct of a sexual nature in the workplace as well as any similar conduct that creates a hostile work environment.

4.2.3. Health and safety

The health and safety of all professionals is of paramount importance to the Van Merksteijn Group. We all have the responsibility to ensure that professionals and professional contractors are aware of applicable regulations and that professionals receive appropriate training concerning health and safety requirements. It is the professional's responsibility, for the professional's own benefit and for the benefit of all other people, to be aware of and comply with all applicable health and safety requirements. Dangerous or unsafe conditions should be reported immediately to the appropriate management personnel and through the reporting systems. Working under the influence of drugs, alcohol or bringing them to site is totally forbidden.

4.2.4. Personal development

We deliver enthusiasm, passion and commitment to our people because those are the people that make organisations great. Enthusiasm for our work and the strong identification with the Van Merksteijn Group is the key to our growth and our success. We want to operate with the best, we constantly invest in personal and professional development of people in our organisation, or those who wish to join. Training is a priority for us and a key element to which we dedicate much of our efforts.



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STANDARDS OF CONDUCT.

4.3. Software and systems

4.3.1.

Compliance with the security protocols established by the Van Merksteijn Group is mandatory for all those included in the scope of the Code.

4.3.2.

Van Merksteijn Group companies own the property and rights of use and exploitation to software and systems, equipment, manuals, reports and other works.

4.3.3.

Van Merksteijn Group professionals should not exploit, reproduce, replicate or transfer the systems and applications that are used in the organization for purposes unrelated to the company.

4.3.4.

Van Merksteijn Group professionals must comply with the security protocols that maintain the security, control, access and use of the systems established by the Van Merksteijn Group, including the professional use of internet (searches, chats, social networks and related). Professionals must not share security access data, user profiles or passwords.

STANDARDS OF CONDUCT.

4.4. Professional loyalty

4.4.1. Conflict of interest

Van Merksteijn Group professionals should not benefit from the assets, facilities and resources of the company for personal use. It is not permissible to use company resources for profit or for personal business without company knowledge and authorisation.

4.4.2. Dedication

All team members in the Van Merksteijn Group must devote to the company all skills and personal effort needed to implement the tasks assigned to them.

4.4.3. Antitrust

Most governments have enacted antitrust or competition laws, intended to preserve free market among competitors and prohibit activities that are unreasonable restraints of trade. Certain types of restraints are always considered to be illegal under the European laws and many countries and professionals must be alert to avoid even the impression of such conduct. Some clear examples of antitrust violations are: price fixing, bid rigging, market or customer allocation, production allocation and group boycotts such as joint refusals to deal. If a professional violates the antitrust laws, the professional may be subject to personal criminal liability, including fines and imprisonment. Van Merksteijn Group companies may also be exposed to both criminal and civil liability, including civil damages. Accordingly, a professional must not engage in any prohibited activity and must strive to avoid even the impression of a possible violation. A professional with sales or marketing responsibilities, with commercial contacts or who attends trade association or industrial group meetings must be particularly aware of these obligations under the antitrust laws.

4.4.4. Non-collusion

All professionals, especially those in commercial positions in a company operating under the umbrella of the Van Merksteijn Group, except in the proper course of their duties, will not do any of the following acts:

- discuss, fix or adjust the details of a tender by any agreement or arrangements with any other person.
- communicate to any person other than the person requesting a tender, the details of a proposed tender, except where the disclosure, in confidence, of the details of the tender was necessary for its preparation.
- enter into agreements or arrangements with any other person that they shall refrain from tendering or alter the details of any tender to be submitted.
- offer, pay, give or agree to pay any sum of money directly or indirectly to any person for doing or having done any act or thing of the sort described above, in relation to any other tender or proposed tender.

In this statement, the word "person" includes any person and anybody or association, corporate or not. Furthermore, "any agreement or arrangement" includes any such transaction, formal or informal, whether legally binding or not.

STANDARDS OF CONDUCT.

4.5.1.

In the Van Merksteijn Group we are committed to offer our clients quality products and excellent and direct service.

4.5.2.

All persons who are team members of the Van Merksteijn Group should aim at achieving the highest levels of quality and excellence in customer relations, that are developed based on trust and mutual respect.

4.5.3.

All Van Merksteijn Group professionals involved in the process of selection of contractors, suppliers and external partners must act impartially and objectively, using criteria of quality and cost, avoiding conflict of personal interests with the interests of the Van Merksteijn Group.

4.5.4.

We must avoid any kind of interference or influence of customers, suppliers or third parties that may alter our professional objectivity and impartiality.

4.5.5.

All Van Merksteijn Group professionals are prohibited from receiving any kind of payment or funding from customers or suppliers.

STANDARDS OF CONDUCT.

4.6. Measures against bribery and corruption

4.6.1.

Van Merksteijn Group people will never accept or tolerate any kind of kickbacks.

4.6.2.

Van Merksteijn Group people cannot make or give, directly or indirectly, any payment in cash, in kind or through any other benefit to any person in the service of any entity, public or private, with the intention of, illegally, obtaining businesses or other advantages.

4.6.3.

Each professional should endeavour to deal fairly with Van Merksteijn Group customers, suppliers, competitors, and other professionals. No professional should take unfair advantage of anyone through manipulation, concealment, abuse of privileged information, misrepresentation of material facts, or any other unfair dealing practice. Professionals should conduct their business affairs in a manner that will not impugn the Van Merksteijn Group reputation for ethical conduct if their dealings become a matter of public discussion. Some examples of fraudulent or deceptive activities include: theft, fraud or embezzlement, false or inflated billings, payment of bribes to government officials, payment of or receipt of "kickbacks", improper or unauthorised offering or receipt directly or indirectly of money, goods or services.

STANDARDS OF CONDUCT.

4.7. Measures to combat money laundering and the handling of stolen goods

4.7.1

People working for the Van Merksteijn Group and its associated companies shall act with due diligence, remaining wary for suspicious operations by existing and potential suppliers (e.g. lack of documentation accrediting the origin of the products offered, prices much lower than those on the market, requests for payment to accounts located in tax havens, etc.) and, in such a case, they shall inform the head of the department as soon as possible. Similarly, those people who, in the course of their responsibilities and duties at the Van Merksteijn Group are responsible for selecting suppliers and/or establishing commercial relations that are especially relevant to Van Merksteijn Group, shall verify the integrity and honesty of said third parties in order to prevent their irregular actions from affecting the Van Merksteijn Group.

4.7.2

The Van Merksteijn Group operates in a complex and highly regulated environment. The Van Merksteijn Group engages with governments, their agencies and representatives in order to communicate with them on matters relating to Van Merksteijn Group business.

Our public affairs activity is carried out in full compliance with all laws and regulations, in accordance with our zero-tolerance approach to bribery and corruption. We are committed to engaging with governments in the legislative process, both directly and indirectly through industry groups, trade bodies and the third sector, where relevant to our business.

The Van Merksteijn Group is politically neutral and shall not make donations to any political party, party-related institutions or politicians. Van Merksteijn Group professionals may take part in party politics or make personal political donations outside the business and in their own time.



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STANDARDS OF CONDUCT.

4.8 Behaviour on social networks

Notwithstanding the express acknowledgement of the professionals' right to freedom of expression, communication and information, the Van Merksteijn Group requires due respect for its image and good corporate reputation, its products and services, including respect for its confidential information, corporate plans, intellectual and industrial property rights and the right to honour personal privacy and dignity of its executives, professionals and third parties, as well as the fulfilment of obligations of good faith stemming from the contractual relationship. When posting messages on private social networks, the user shall ensure that the opinions and statements made therein are not identified as those of Van Merksteijn Group nor express its corporate position, except when there is express authorization thereto. In the absence of aforementioned authorisation, it is advisable to make explicit that the views expressed are exclusively personal and do not reflect the opinion or position of the Van Merksteijn Group. The Van Merksteijn Group expects the behaviour of its staff on social networks to be aligned with the ethical principles contained in this Code.

STANDARDS OF CONDUCT.

Respect for the environment

5.1.

Respect for the environment is one of the central principles of the Van Merksteijn Group performance, manifested in the implementation of best practices in all areas and activities.

5.2.

The Van Merksteijn Group acts at all times according to the criteria for environmental respect and sustainability, displaying behaviour associated with good environmental practice.

5.3.

If a professional becomes aware of any actual or potential adverse environmental impacts caused by company operations, she or he should promptly advise an appropriate individual in plant management, so that any necessary corrective action can be taken.

5.4.

Environmental compliance is everyone's responsibility. Each professional is responsible for understanding the environmental consequences of her or his job and performing it in an environmentally safe manner.

5.5.

Each Van Merksteijn Group operating facility has an environmental organisation with local responsibility for environmental compliance programs. Questions, concerns or suggestions about environmental compliance should be directed to supervisors or to the local environmental organisation.



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STANDARDS OF CONDUCT.

Social Commitment

6.1.

In Van Merksteijn Group companies we assume our responsibility as part of the communities in which we operate and develop our business.

6.2.

In the Van Merksteijn Group we know that companies, in addition to pursuing an economic benefit, must integrate the promotion and protection of the human rights and the sustainability of our activities in our goals. We encourage all Van Merksteijn Group people to act in a consistent manner with these principles in both their professional and private lives with their families.

6.3.

In the Van Merksteijn Group we encourage our professionals to participate in activities to help the community and disadvantaged people. Such activities should not interfere in the execution of the regular functions of our professionals or enter into conflict with the activities of the Van Merksteijn Group.

6.4.

The Van Merksteijn Group commitment to the society consists in developing an extensive sponsorship, patronage and collaboration with relevant institutions.

6.5.

Van Merksteijn Group companies are to adhere to international instruments and international certifications in a matter of social responsibility, environment protection, human rights and sustainability, accomplishing all their requirements.



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