

## Annex (Partial) Transfer of business when changing service providers, etc.

### 1. (Partial) Transfer of business and release from liability

If contractual services are taken over from another provider, this may meet the criteria for a (partial) transfer of business under section 613a German Civil Code (BGB). If, by way of (partial) business transfer, the contractor directly takes over from another contractor a work or service previously awarded to the latter, the contractor undertakes to continue the (partial) business in accordance with the statutory provisions. The risks arising in this case are borne in full by the contractor. The contractor therefore indemnifies the customer against all claims.

### 2. Follow-up tenders, obligations to provide information, surrender items and to cooperate

2.1 Upon request the contractor undertakes to provide to the customer within two weeks and at the latest one month prior to the commencement of any follow-up tender the following information in writing:

- a. The number of persons employed by the contractor in the performance of the contractual services, the type of their employment (full time, part time [including weekly hours of work and applicable working time models in each case], temporary, permanent, temporary agency, marginal) and the length of time for which employees have been working for the company.
- b. Employees' average gross monthly salary (basic salary, regularly paid bonuses for overtime, work at the weekend and on public holidays as well as any other payments regularly made) and the number of days of holiday to which they are entitled.
- c. Obligations to provide fringe benefits (e.g. holiday pay, special remuneration, old-age pensions).

The customer is entitled to add this information in anonymous form in its tender dossier in the event of a renewed tender. The contractor must stipulate a contact person who is able to provide the required information to potential successor contractors.

2.2 To the extent that this is necessary in the course of the termination of the contract with the contractor for orderly and smooth transfer of the contractual services to a new contractor already selected by the customer,

- a. the contractor undertakes, at the customer's request, to produce a practicable plan in good time prior to termination of the contract for the transfer of the contractual services to the new contractor and to submit this to the customer;
- b. the contractor permits the customer to pass on this transfer plan to the new contractor;
- c. the contractor grants the customer itself or a third party authorised by the customer access to its places of business and provides its latest process descriptions to the relevant persons.