

Group agreement Schott Group

EUROPEAN FORUM

There is agreement between the management of the company and the works council of the Schott Group that the representatives of the larger European subsidiaries are to form a European Forum of the employees' representatives (hereinafter referred to as European Forum).

1. Objective

The objective of the European Forum is to provide information and a platform to present important stimuli for an economic concept to promote the growth and competitiveness of the Schott Group. The European Forum serves to promote the exchange of information and opinions on a pan-European scale on the basis of trust-based co-operation between the employees and employers of the companies represented in the Schott Group.

2. Scope

The scope of the agreement covers the members of the Schott Group which are in the majority ownership of the Schott Group and those which are in the majority ownership of its shareholdings in member states of the European Union and the Europe Economic Area.

3. Participants in the European Forum

An allocation key will be laid down for the Schott Group in each country. The number of participants per country is to represent the total number of employees working for the Schott Group in that particular country.

All the delegates to the European Forum are bound by a secrecy clause with respect to information that has been made available in confidence. This confidentiality clause also covers operational and trade secrets.

3.1 Representatives of the employees in the European Forum

Each country with over 150 employees is to be represented in the European Forum by at least one employee representative.

The number of employee representatives per country is determined in line with the following quota:

up to 300 employees = 1 representative
up to 600 employees = 2 representatives
over 600 employees = 3 representatives
German Group = 6 representatives

The term in office for members of the European Forum is dependent on the respective national legislation and customary practice. Members of the European Forum may only be democratically elected representatives of the employees from a company.

The process by which they are delegated is to be discussed within the Schott Group in the respective country in accordance with the respective national practice. The distribution is based on the agreed quota.

A representative of the body which represents the group's executive staff and the responsible IG Chemie advisor to the group works council of Schott Group Germany are entitled to participate at the meetings of the European Forum. Neither member is subject to the above regulation on quotas.

3.2 Guests

The chairman of the European Forum may, in agreement with the company management, invite representatives of the relevant trade unions from the participating countries and a representative of the European Federation of Chemicals Trade Unions to attend the meetings. Moreover, representatives of the works council from Schott Landshut and Lanskrout (Czech Republic) may participate, as well as representatives of employees from other European countries in which Schott Glaswerke has acquired majority shareholdings. Other guests, e.g. experts, may be invited to participate by common consent.

4. Representatives of the employers

The representatives of the employers on the European Forum will be appointed directly by the company's management.

5. Information and hearings

The company's management will provide information on the following topics at the European Forum:

the economic and financial position of the company and its European subsidiaries,

the development of employment levels within the European Schott Group,

essential changes to the organisational structure of the Schott Group,

essential investment projects at the Schott Group,

introduction of new working methods and manufacturing processes or new production processes which are of significance to the Schott Group,

issues relating to occupational safety and environmental protection,

issues relating to training and further training,

issues relating to the TCC process,

other matters which could have an impact on employees' interests and on the company.

The chairman of the European Forum can propose other topics for discussion following agreement with the company's management.

6. Organisation

6.1 Chair

The chair of the European Forum and his deputy will be elected by representatives of the employees on the European Forum; a simple majority is required and the term in office is 4 years.

6.2 Conference language

The conference language is German. Should interpreters be required, these will be provided by Schott Glaswerke.

6.3 Frequency of conferences and venue

In principle the European Forum meets once a year; the representatives of the employees may also convene special meetings before and after meetings for the purposes of preparation and later discussion (see 3.1). In agreement with the management of the company, the chairman draws up the program for the conference and convenes the European Forum. The venue is Mainz; upon agreement other venues may be chosen.

Insofar as there are important cross-border matters with serious consequences for the employees, such as the transfer, restriction or closure of companies, operations or facilities, extraordinary meetings of the European Forum may be held following agreement with the management of the company.

6.4 Costs

The costs for the European Forum will be assumed by Schott Glaswerke, the travelling expenses and accommodation costs for the delegates by the respective companies.

7. Further development

The signatories to this agreement announce their willingness to amend the agreement where necessary and to bring it into line with new requirements for an economic concept to promote the growth and competitiveness of the Schott Group in Europe. This also applies in the event of new activities on the part of the Schott Group in other European countries.

8. Rules of procedure

The European Forum draws up rules of procedure which are agreed upon with the company's management and thus become a part of the agreement.

9 Concluding provisions

This agreement, which in the joint opinions of the parties to the agreement, is a prior-ranking agreement as defined in Art. 13 of the EU Guideline 94/45 of the Council of Ministers from 22 September 1994 on the establishment of a European Works Council and on the creation of a process for informing employees and listening to their concerns in companies and groups of companies which operate throughout the European Community, comes into effect upon its completion.

Should any of the individual provisions to this agreement be invalid or not fulfil the above provision of Art. 13 of the guideline, the agreement as a whole and its individual provisions remain unaffected. In this case, the parties to the agreement will make a corresponding change to the agreement without undue delay or will supplement the agreement accordingly.

The agreement may be terminated in compliance with a period of notice of 12 months to the end of the year. Notice of termination by the Schott Group has to be made with the chairman of the European Forum, termination by the Group's management has to be made with the European Forum. Notice of termination has to be made in writing in order to be valid. The term of the agreement is 12 months.

After the expiry of this agreement its regulations continue to be effective until they have been replaced by another agreement.

Mainz, 26 August 1996

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(for the management)

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(for the group's works council)

Rules of procedure of the EUROPEAN FORUM of the Schott Group

In compliance with the agreement between the management of the Schott Group and the group works council from 26.08.1996 the following rules of procedure are applicable:

1. Agreement between the representatives of employees and the management of the company

The following points regulate the organisation and responsibilities of the representatives of the employees within the framework of the agreement concluded with the management of the company. They are adopted as rules of procedure by a majority of the employee representatives at the European Forum to this end at the meeting on 19 November 1996 and remain in effect until a fresh resolution is adopted.

2. The chairman of the European Forum and the managing committee are elected by a simple majority by the representatives of the employees for a period of four years.

2.1 The managing committee supports the chairman in ongoing business matters and with the co-ordination / preparation of meetings. The committee comprises the chairman, his deputy and a further representative of the employees.

The following tasks are the responsibility of the managing committee:

- appointment of experts to participate at the meetings
- organisational support for working groups / commissions
- preparation and implementation of preliminary discussions
- provision of information in the event of extraordinary circumstances
 - a regular information service
- the dissemination of information among the delegates

2.2 The invitations to the annual meetings of the European Forum are dispatched six weeks prior to the proposed date at the latest. Supplementary proposals to the agenda are to be made two weeks before the meeting of the European Forum at the latest.

2.3 The chairman represents the interests of the employees within the European Forum and vis-à-vis the trade unions participating at the meeting.

2.4 As a rule the managing committee meets as many as three times a year.

2.5 The managing committee prepares the meetings, ensures the necessary co-ordination with the management of the company and where necessary with the representatives of employees at the group companies and at the EMCEF.

2.6 The EMCEF will be informed about the work of the European Forum on a regular basis by the chairman.

3. Organisation

The dates for the meetings of the European Forum will be laid down by the managing committee in agreement with the management of the company. The venue for meetings is Mainz. Other venues may be selected in agreement with the other participants.

4. Concluding provisions

These rules of procedure are initially valid for a period of one year. Thereafter they are valid for a further year unless changes have been requested by one of the parties to the agreement. Requests for such changes have to be submitted made to the chairman six months prior to the next meeting in order to allow all the members of the European Forum to prepare themselves adequately and so that a statement may be prepared by the EMCEF. In the event of questions relating to the interpretation of the text, the

German text is authoritative.

Mainz, 26.08.1996

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(for the company management) (for the group works council)