



Corporate Compliance Policy (Rev.: 17 January 2024)

Corporate Compliance Policy of Hamburg Messe und Congress GmbH

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Dear Employees,

recognising the importance of ethical business practices and legal compliance, Hamburg Messe und Congress GmbH (HMC) commits to conducting its business in accordance with applicable laws and regulations and the highest ethical standards.

This Corporate Compliance Policy provides guidance to us as CEOs, all employees and partners to help them ensure integrity, transparency and accountability throughout our corporate activities.

Furthermore, HMC wants to encourage its employees through this Corporate Compliance Policy to embrace accountability in everything they do while providing them with decision support as they perform their day-to-day duties.

Hamburg, 17 January 2024



Uwe Fischer
CEO



Heiko M. Stutzinger
CEO

I. **EXPERTISE AND ACCOUNTABILITY** ARE KEYS TO SUCCESS. THEY MUST BE PAIRED WITH OBEDIENCE OF THE LAW AND ETHICAL CONDUCT.

The success of our company draws on many resources, including in no small part, the expertise and accountability of all its employees.

As a platform for innovation and networking, we aim to increase the value of our company sustainably, driving value-add for the benefit of our Principal, our employees and society at large.

This goal is reflected in the HMC Strategic Guidelines:

- Future-proof the organisational and operational structure
- Develop market position and anticipatory customer service
- Boost economic viability and innovative strength
- Integrate sustainability consistently

As a subsidiary of the Free and Hanseatic City of Hamburg, HMC is always in the public eye and subject to the rules of its political environment. HMC is determined to maintain and strengthen its positive image. It conducts its business based on the applicable legal framework, the rules of peaceful coexistence, and ethical standards, all of which impose a wide range of obligations on the organisation and its employees.

This Corporate Compliance Policy intends to communicate information about key areas of responsibility. It encourages employees to seek advice whenever they are in doubt.

This advice may be given by supervisors or specialist departments (such as Legal, Internal Auditing or the Compliance Officer). This is especially important whenever others may be affected, the company may suffer damage, there is a significant risk, or the legal situation is unclear.

II. THE BASIS:

APPLICABLE LAW / COMPANY POLICY

HMC respects applicable law and expects its employees and business partners to do the same. Furthermore, HMC has created binding company policies which are included in the HMC Operations Manual, such as IT compliance and tax compliance policies.

It is unacceptable for individuals or the company as a whole to ignore unfavourable legal norms for reasons such as the extra work they may bring about. Our company acts in accordance with applicable law. Illegal conduct can cause multiple forms of damage. Apart from financial losses, it may lead to reputational damage, compromising our market position. A company's reputation has an impact on its value. Even the appearance of illegal conduct can influence its public perception, which may have an adverse effect on the behaviour of both, our customers and our Principal.

A company always acts through people. When it comes to complying with the law, the company's interests and those of its employees are identical.

Therefore every employee has an obligation to comply with applicable law and company policy, and every supervisor must make sure their employees fulfil this obligation. Every employee must take the company's sam® training courses related to occupational safety, privacy protection, compliance and other subjects on a regular basis.

The tenets discussed below apply to everyone's interaction with colleagues, customers, suppliers, other companies and public authorities. They are meant to help our employees adopt the behavioural requirements that are described for selected areas, and apply them to their daily work.

This Policy highlights focal areas that are of particular relevance for our day-to-day business. It must be followed by every employee. These rules even take precedence over a superior's instructions to the contrary; in such a case, seeking advice from the specialist departments

mentioned earlier is the right course of action. Our legal system provides us with behavioural standards, supplemented by ethical norms. Ethics is a mutually agreed set of values that must be upheld to ensure sound social interaction marked by fairness and respect towards each other. We commit to these values.

1. FAIR COMPETITION

NO VIOLATIONS OF PROCUREMENT LAW

As a public-sector buyer, HMC is fully committed to fair competition practices, in particular strict adherence to procurement law as well as sound contract design in its dealings with business partners. It is therefore a binding requirement to proceed in accordance with procurement law, e.g. when requesting quotations for services and awarding contracts, and that we always invite several tenders. This will avoid dependence on a single provider.

We expect others to act in the same way. Any coordinated action, informal conversations or oral gentlemen's agreements with the purpose or effect of restricting competition are prohibited. We must even avoid the appearance of any such conspiratorial conduct. Similarly, in connection with a request for proposals it is prohibited to share information about one bidder or its proposal with another bidder.

We must not share information about customer relationships, pricing, scheduled price changes etc. with any competition participants. Disclosing calculations or plans to competitors is likewise forbidden. Exceptions may be made when the company acquires or sells an event, or contributes an event to a joint venture.

However, before engaging in such a transaction it is imperative to enter into a non-disclosure / confidentiality agreement that describes the objective of the transaction in an unequivocal manner. Furthermore, the exchange of information must be limited to what is necessary to assess the feasibility of the transaction.

HMC also has a no-donations policy, which means that HMC never makes any donations.

Consultancy agreements with former members of the organisation resulting in a conflict of interest are generally not allowed and must be avoided as a general rule so as to ensure honest and transparent governance. The purpose of this rule is to prevent anyone from profiting improperly or receiving a benefit without counter-performance.

Any sponsoring arrangements must be laid down in a written agreement, intended for a reasonable business purpose and ensure equivalence of performance. Furthermore, the identity of the receiving party and the intended use of the sponsoring amount must be known, and the reason and purpose must be legally justifiable and properly documented.

The German Minimum Wage Act (Mindestlohngesetz, MiLoG) went into effect on 01 January 2015. HMC commits to paying its contractors a compensation that is, as a minimum, consistent with the minimum wage according to MiLoG, and to complying fully with the requirements of MiLoG.

In terms of procurement law, HMC has been subject to additional, far-reaching obligations since the coming into force of the Minimum Wage Act in the Free and Hanseatic City of Hamburg and the Change of the Hamburg Procurement Act on 10 June 2013. These obligations must be fulfilled in every respect (refer to “HMC Self Declaration of Compliance with Minimum Wage Provisions”).

2. OCCUPATIONAL SAFETY

EVERYONE MUST TAKE RESPONSIBILITY

Every employee shares in the responsibility to ensure occupational safety in his or her work environment. Strict adherence to all environmental as well as occupational health and safety regulations and policies is required.

One major challenge among those working around hazards is growing complacency as workers increasingly consider compliance with safety regulations as bothersome and develop a conviction that they are able to control the hazard. For their own sake and for the sake of their colleagues and the entire company, employees must realise how important it is to be persistent in complying with safety regulations. In this effort, supervisors play a key role by giving a good example.

3. EQUIPMENT SAFETY

DUE DILIGENCE

As a venue operator, HMC commits to ensuring that the necessary care is taken in managing buildings and equipment, and to enforcing the provisions of the Ordinance of Events in Hamburg (Versammlungsstättenverordnung).

Equipment requires continuous monitoring and maintenance. Employees must be instructed, trained and supervised carefully. Implementing these measures is essential to avoid system malfunction, accidents and disruption, and to enable the company to protect those in charge of equipment operation effectively from criminal prosecution.

The same applies to service partners who must be instructed, trained and supervised with the same diligence.

4. KEEPING YOUR PERSONAL AND WORK ENVIRONMENTS SEPARATE:

AVOIDING CONFLICTS OF INTEREST

Every employee must keep her or his personal interests and those of the company strictly separate. Similarly, personnel decisions must not be influenced by private interests or personal relationships. Any existing conflict of interest must be disclosed without delay. In case of evidence of irregularities of any kind, the supervisor in charge must notify the Internal Audit executive department immediately.

THIRD-PARTY BUSINESS RELATIONSHIPS:

IT IS THE FACTS THAT MATTER

The main criteria for supplier selection are pricing, quality, reliability, technological standards, efficiency, sustainability and product suitability. Personal relationships or interests must never influence the establishment of a contract. Recommendations HMC employees share with each other must never be motivated by an expectation of material or immaterial benefits.

Under no circumstances may employees request, accept, offer or grant any personal benefits that are directly or indirectly linked to their professional duties, in particular in the context of initiating a business deal, or awarding or executing a contract, whether with a private individual, a business, or a legal entity under public law. This ban applies to anything of value. The only exceptions are occasional, customary gifts and advertising giveaways of minor, token value, such as mass-produced ball-point pens, writing pads or calendars within a customary scope.

The value of advertising gifts should be such that the receiving person will not feel obliged to provide a favour in return. Advertising gifts should be chosen to avoid any appearance of moral obliquity or impropriety on the part of both, the giver and receiver. In case of doubt, the responsible supervisor's approval should be sought.

In dealing with public authorities, their own special rules must be observed. In some countries, certain gifts may be consistent with local practice and conven-

tions. Even in such a situation it is important to avoid creating an obligation of reciprocal action and comply with local as well as German law. Any such gifts must be reported to your supervisor.

Any employee confronted with an offer of this nature must report this to his or her supervisor immediately. Always follow this basic rule: Having observed misconduct on the part of others is not an excuse for engaging in the same misconduct yourself!

COMPANY PROPERTY:

NOT FOR PERSONAL USE

No employee may use company equipment (such as technical devices, office material, consumables, documents, files, data storage media) or company staff for private purposes. Removing company property from company premises without the responsible supervisor's permission is prohibited. Furthermore, it is prohibited to copy data, software programs or documents, and to take them from or bring them to company premises.

PRIVATE BUSINESS ACTIVITIES:

INTEGRITY IS ESSENTIAL – AVOID CONFLICTS OF INTEREST

Every employee who intends to take on additional employment (secondary employment) – including on a freelance basis – or to engage actively in an external business activity must notify the People Management department accordingly. This applies especially to positions in companies that might maintain business ties with, or be competitors of HMC.

HMC welcomes its employees' voluntary involvement in civic organisations, political parties or other political or social activities, as long as it does not hamper their ability to perform their contractual obligations as HMC employees.

INSIDER KNOWLEDGE:

DO NOT TAKE ADVANTAGE OF BUSINESS KNOWLEDGE FOR PERSONAL GAIN

Employees are prohibited from taking advantage of internal knowledge about company plans – such as an intended acquisition of an event, or establishment of an international subsidiary – for personal gain, whether directly or through a third party. No employee is allowed to disclose such

knowledge to anyone not directly involved in the project in question, or to any other third party.

Disclosing such information to other individuals involved in the relevant project must be limited to what is appropriate on a need-to-know basis while adhering to all applicable non-disclosure policies.

5. **GETTING ALONG WITH ONE ANOTHER:** CULTIVATING MUTUAL FAIRNESS AND RESPECT

Every employee should understand that her or his conduct will reflect on the company and how it is perceived both externally and internally. Therefore the company expects each and every employee to engage in friendly, professional and fair interaction with colleagues, superiors and third parties.

As Article 3 of the German constitution (**Grundgesetz**, “GG”) on the principle of **equal treatment** states, no person should ever be discriminated against, favoured, harassed or ostracised on the grounds of their origin, skin colour, nationality, ethnicity, religion, sex, age, disability or looks (also refer to German General Equal Treatment Act, “AGG”). The same applies to a person’s sexual identity.

In case of a dispute, the responsible supervisor and the People Management department should be engaged to work jointly towards an appropriate solution. Sexual harassment is prohibited. Every employee has a right to work in an environment that is free from harassment. It is irrelevant whether the employee causing the harassment believes their own conduct to be “normal” or acceptable, or whether the affected person could have escaped the harassment.

All employees should interact in a way that fosters a culture of trust. Communication is the basis of every decision-making process. Every employee should make a conscious effort to base his or her decisions on their own expertise as well as knowledge available elsewhere in the company. For a

project to succeed, it is not only essential to cultivate teamwork but also to be resourceful and take charge.

6. **DATA PRIVACY AT THE WORKPLACE:** HANDLING RECORDS AND DOCUMENTS – ENSURING PROTECTION AND ORDERLINESS

Workplace-related documents and storage media must never be obtained by unauthorised individuals and should always be locked away when not in use. Compliance with all privacy protection laws and regulations is a top priority. Computers must be protected by using passwords which should be changed at regular intervals. Care must be taken to ensure that no unauthorised third party can access company data, even if an employee is away from her or his workplace for an extended period of time. No employee is allowed to duplicate, or make copies of, any business documents or company files for any purpose that isn't strictly business-related. Except for substitutes and supervisors, no-one has a right to access information that is not related to their own job responsibilities.

Therefore any attempt to gain knowledge of messages directed at someone else is prohibited unless it is in fulfilment of your business duties. Any delivery or message that is addressed to someone personally is subject to privacy of correspondence.

Records and files must be kept and maintained in a way will allow a substitute to carry on the business at any time. This means that record-keeping must be comprehensive, clear and traceable, among other requirements.

Any written note and any data media could end up in the wrong hands and, in a worst-case scenario, be used against our company. You must bear this in mind even when creating and posting or e-mailing documents. Questions should be directed to the Compliance Officer and Legal.

7. SUSTAINABILITY

HMC places great emphasis on sustainability throughout its business operations. Sustainability is an integral part of HMC's corporate strategy, forming the basis for strategic decisions.

As a wholly-owned subsidiary of the Free and Hanseatic City of Hamburg (FHH), HMC is committed to doing its share to implement the climate protection policy set forth by the Senate of the City of Hamburg. According to the Hamburg Municipal Economic Strategy, the city's companies share "a special responsibility and role, for example in ensuring socially and environmentally sound city development, implementing the mobility and energy transition, supporting the business environment and innovation, [and] securing competitiveness". The Municipal Economic Strategy serves as a "common compass for future action" to ensure sustainable operations not only in the economic sense but also with regard to social and ecological causes. The Vision of the Municipal Economic Strategy states: "We build the future city of Hamburg – a sustainable metropolis where everyone can have a good life."

This is how Hamburg's municipal companies, including HMC, contribute to achieving the United Nations' Sustainable Development Goals (SDG), which provide a global framework for action, and guidance for sustainable development. HMC pledges to follow these principles of sustainable operation in every respect as a fundamental element of its corporate culture. HMC's contribution to the SDGs has been published on the company website.

Furthermore, HMC is committed to upholding the FHH climate protection policy. Its core political instruments – the Climate Protection Act and the Climate Plan – sharpen HMC's ambitious goals progressively.

8. **INTERACTING WITH THE AUTHORITIES:** COOPERATE WHILE UPHOLDING OUR RIGHTS

The company places great emphasis on maintaining a cooperative and open relationship with all relevant authorities.

Nevertheless, we should be aware that some authorities are tasked with prosecuting violations of applicable law. Such proceedings follow specific rules, including the right of the party concerned to retain a lawyer. Exercising this right and/or the right to remain silent does not amount to an admission of guilt. Therefore no information should be disclosed and no files submitted without prior approval by Legal. All employees authorised by the Management Board to gather and transmit company information to the authorities, or for other company announcements to the public, are to receive this information completely, openly, in a timely manner, and in comprehensible form.

III. IMPLEMENTING THE PROGRAMME:

PREVENTATIVE INFORMATION AND PROTECTION; SANCTIONS FOR NON-COMPLIANCE

The company provides its employees with access to all necessary sources of information as well as advice by Legal to help them avoid breaches of law.

Violations of the law are never tolerated. The company will enforce the rules described above. Violations may be penalised in a variety of ways, including reprimands, claims for damages, or termination of employment. Every employee has the option and is under obligation to consult the competent company resources mentioned above when in doubt about the correct course of action. Simply taking note of this Policy is not enough.

All employees are called upon to review their own behaviour based on the standards described above, and heighten their self-awareness regarding compliant conduct.

Every supervisor must organise his or her area of responsibility to ensure accessibility for reports of unlawful acts at any time. Employees must be enabled to express grievances actively. In addition, supervisors should conduct regular checks proactively and engage in a dialogue with their employees. Some information is deliverable, while other information is collectible. This Policy promotes compliance with all applicable laws and regulations at all times. Furthermore, its implementation is contingent upon familiarity with relevant laws and regulations and their application being the subject of company education and training curricula. It takes regular study of the subject to build the required awareness. The tenets described above must be an integral part of everyone's daily life.

Putting them into practice means being aware of the legal limits of one's own actions, and willing to measure up to legal standards applicable to those actions. The following steps must be taken to implement this Policy:

APPOINTMENT OF A COMPLIANCE OFFICER

The Compliance Office function is part of the responsibilities of the Internal Audit executive department. The Compliance Officer is subject and reports directly to the Management Board. The name of the Compliance Officer will be announced to the company. The Compliance Officer's responsibilities include, without being limited to, overseeing the implementation of the Corporate Compliance Policy; developing, communicating and carrying out specific measures to ensure compliance; and monitoring compliance. Furthermore, the Compliance Officer is charged with investigating reported violations and taking corrective action where appropriate. Additional responsibilities include updating the Policy as appropriate, supported by Legal. The Compliance Officer is to submit to the Management Board and the Supervisory Board annual reports detailing all reported compliance violations, investigations conducted and their results, corrective action taken, and training courses held under this Policy.

DISCLOSURE OBLIGATIONS

Every employee is called upon to report violations of the Corporate Compliance Policy without delay. The reporting system [Hintbox](#) has been provided for this purpose. Employees are also welcome to submit reports directly to the Compliance Officer or their supervisor. An employee may choose to submit a report anonymously. However, this option should be limited to exceptional situations so as to help maintain a corporate culture of openness and trust at HMC. In monitoring employee activities, every supervisor is under obligation to be watchful regarding potential violations of this Policy. Any violations observed, or reports submitted by employees must be forwarded to the Compliance Officer immediately.

The Compliance Officer is to confirm receipt of the report within seven days, initiate verification of the reported issue without delay, and report the investigation results back to the individual who filed the report within three months.

Furthermore, employees have the option to report concerns to the Federal Government's external reporting office at the [Federal Ministry of Justice](#).



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HMC will ensure that no employee will suffer any reprisals as a consequence of reporting a violation in good faith. In the event that the person reporting a concern has been part and parcel to the reported violations of this Policy, the company will consider when taking corrective action against the reporting person whether the report, or timely assistance in investigations of the violation, has helped avert damage from the company.

COMMUNICATION

Every employee is to receive a copy of this Corporate Compliance Policy. To the extent that the Compliance Officer, in consultation with the Management Board, offers additional training, the Compliance Officer will ensure that all employees affected will be duly notified.

COMPLIANCE CHECKS

Internal Audit will verify compliance with this Policy at regular intervals.
