

CODE OF CONDUCT



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WHY WE HAVE A CODE OF CONDUCT

Dear Holtmann team,

at Holtmann+ we combine tradition with transformation - live, hybrid and digital. This fusion characterizes our innovative concepts and our daily work. We think strategically and provide comprehensive advice, plan carefully and implement consistently. Our aim is to create experiences that inspire in the long term and strengthen customer relationships through unforgettable encounters. At the same time, we actively promote sustainable action by taking responsibility for our actions and their impact. Sustainability forms the foundation of our work and is the core of our self-image. In order to live up to these values, it is essential that we all take responsibility for our decisions and actions. Our Code of Conduct describes the principles according to which we work and, together with the associated internal guidelines, serves as a guideline¹ and procedural instructions² as a compass for our daily work and for cooperation with our business partners, and each and every one of us is personally committed to these standards.

Fairness and respect towards colleagues, customers, business partners and the environment guide our business activities. It is therefore our joint task to help identify, prevent and respond appropriately to violations. We have created opportunities to raise concerns - including anonymously - and to draw attention to possible violations of the Code or associated guidelines. Any retaliation against employees who raise concerns is prohibited and will be considered a violation of our Code.

We would like to thank you for your support.

¹ The principles of the UN Global Compact; policy on gifts, hospitality and invitations; travel policy; procurement and purchasing policy; data protection and data security policy on the handling of personal data and IT systems.

² NürnbergMesse's code of conduct in the tradition of the honorable businessman.

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1 – **OUR TEAM**

COOPERATION AND TEAM SPIRIT ARE THE KEY TO OUR COMPANY'S SUCCESS.

For us, responsible and trusting interaction with one another is the prerequisite for an employee-friendly, healthy and safe working environment. This respectful interaction also contributes to the motivation and development of each individual employee. At Holtmann+, we are committed to upholding the highest moral and ethical values and to continuously improving and monitoring our actions and activities. As management, we implement the management policy in an exemplary manner through our own actions.

1.1. DIVERSITY AND TOGETHERNESS

For us, diversity and equal opportunities are fundamental and therefore of strategic importance. A diverse workforce and an open corporate culture are important success factors for our company. For us, diversity also means taking into account and promoting the different skills, knowledge, perspectives, experiences and characteristics of our employees.

1.2. PREVENTION OF DISCRIMINATION AND HARASSMENT

We do not tolerate discrimination or harassment of employees, business partners, customers or other stakeholders, nor do we treat anyone unfairly or with bias, especially on the basis of a particular identity, disability or characteristic such as ethnic origin, skin color, age, gender identity, talent, sexual orientation, religion or other characteristics, nor do we demean or treat others with hostility.

We therefore do not make or disseminate derogatory or discriminatory statements. We refrain from sexual harassment and unwanted sexual advances without exception and openly address and resolutely counteract cases of discrimination or harassment, including sexual or sexualized harassment, and report them to the Compliance Officer.

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2 – **SUSTAINABILITY**

OUR SOCIAL AND ECOLOGICAL RESPONSIBILITY

For us, sustainability means future viability. Consistent sustainable action often requires changing established processes and daring to try out new ideas. We rise to the challenge and design innovative solutions that have a positive impact on the environment, climate and our society.

Our sustainability strategy is consistently based on the United Nations Sustainable Development Goals (UN Sustainable Development Goals) as the leading international framework for sustainable development.

We design our products and services with sustainability in mind in order to contribute to the transition to a low-carbon economy and the careful use of natural resources. We are guided by the UN Global Compact in our daily actions and in our dealings with our internal and external stakeholders.

In accordance with its ten principles, we are committed to upholding human rights, labor standards, environmental protection and fair competition. The Universal Declaration of Human Rights, the Declaration on Fundamental Principles and Rights at Work of the International Labor Organization and the principles of the Declaration on the Environment serve as the basis for this³.

2.1. HUMAN RIGHTS

Holtmann+ fully respects internationally recognized human rights. For us, this means actively opposing modern slavery and human trafficking, including child and forced labor, in our own business activities and in our supply chain, which is why we require all our employees to behave fairly and lawfully towards colleagues, our business partners, exhibitors and visitors.

We are therefore committed to respecting and promoting the protection of international human rights. We also work to ensure that our suppliers, service partners and their subcontractors follow these principles.

³ https://www.globalcompact.de/fileadmin/user_upload/Bilder/Mediathek_Main_Page/Publikationen_PDF_speicher/DIE-ZEHN-PRINZIPIEN-1.pdf

2.2 OCCUPATIONAL HEALTH AND SAFETY AND HEALTH MANAGEMENT: TRUST AND TRANSPARENCY

Our physical and mental health is the basic prerequisite for our success and a decisive productivity factor. We adhere to occupational health and safety standards. These relate to both the workplace and the organization of work. In particular, compliance with working hours and rest breaks is very important to us. We also create a safe working environment wherever we do business and comply with all applicable laws and regulations on employee health and safety. All our employees must use the necessary safety equipment whenever necessary and rectify unsafe working conditions immediately if this is possible without endangering them.

We offer our employees a company health management program to promote their health. A healthy work-life balance also includes our ongoing advisory and service offering for our employees. We offer various attractive working time models for this purpose.

2.3. ENVIRONMENTAL PROTECTION

Economically successful operations cannot succeed without ecologically sustainable action. The protection of the environment and the climate as well as the careful use of natural resources are central components of our operational processes. We use our CO₂ calculator to determine the emissions of projects in detail. We reduce the impact of live communication on the climate through the use of sustainable materials, a higher reuse rate and short transportation routes. We make sure that our materials are climate-friendly and sustainable. This also includes the careful use of energy and water as well as the avoidance and separation of waste wherever possible. We strongly support proactive behavior and suggestions for improving our energy and environmental management.

***"FOR US, SUSTAINABILITY MEANS
TAKING RESPONSIBILITY. FOR WHAT
WE DO AND HOW WE DO IT. IT IS THE
BASIS OF OUR WORK, IT IS THE CORE
OF OUR SELF-IMAGE."*** JÖRG ZEISSIG, CEO

3 –

CORPORATE BEHAVIOR

OUR PRINCIPLES FOR CORPORATE BEHAVIOR

Together with our business partners, we take a long-term and sustainable approach to our corporate behavior. In order to place our business relationships on a sustainable and legally reliable basis, we consistently adhere to our principles for dealing with gifts and invitations. We respect the ban on corruption and avoid conflicts of interest. We strengthen fair competition and adhere strictly to the ban on money laundering and the applicable tax laws.

3.1. COOPERATION WITH EXHIBITORS, PARTNERS AND SUPPLIERS

We exchange ideas with our business partners worldwide and share with them our principles for ethical behavior, compliance with legal standards and environmentally friendly action. We expect them to base their actions on the same principles.

3.2. GIFTS AND INVITATIONS

Business relationships

Within business relationships, gifts and invitations are customary and permitted to an appropriate and socially adequate extent. Such gifts are inappropriate if a consideration is demanded in return or the recipient is influenced. Accepting or granting gifts and invitations must therefore never lead to a dependency on the giver or inviter. We reject such inappropriate gifts in order to protect ourselves and give the business partner the opportunity to save face. We never actively demand personal benefits in our dealings with business partners, customers and public officials. We do not give or accept cash or other means of payment.

We consider a value of up to EUR 40 to be appropriate and socially acceptable.⁴ However, we always keep an eye on the impression that may arise due to the external circumstances and the overall situation.

If we have any doubts about the appropriateness of the benefit or the invitation, we will discuss this with our direct superior on a case-by-case basis.

⁴ Further information can be found in the Gifts, Hospitality and Invitations Policy, section 1.1; if the two policies contradict each other, the higher amount applies.

Hospitality

In principle, however, hospitality is also suitable for creating dependencies or can lead to a perceived obligation to make counter-invitations. Exceptions to this are

- Meetings and meetings in own rooms for which supplies from the tea kitchens are used;
- Catering where only meeting/conference drinks and conference pastries are purchased from external caterers;
- Catering as part of business-related specialist presentations, etc.

Further details can be found in the "Gifts, hospitality and invitations" policy.

Officers

The law strictly limits the granting of permissible gifts to public officials. Companies and individuals are subject to severe penalties if they violate the relevant regulations. For this reason, even the general cultivation of business relationships by granting gifts and benefits to public officials is not permitted. Gifts to public officials, even on special occasions such as milestone birthdays, may therefore only be given in the form of low-value gifts.

3.3. SPONSORING

Sponsoring is also permitted in principle. In particular, non-profit and charitable events can and should be sponsored, such as volunteer fire departments or schools. However, this may not be linked in any way to the sponsor's sales efforts, which is why, for example, the sponsor is not permitted to influence the specific content of the event. Sponsorship agreements to promote individual events of a recreational or private nature, such as anniversary celebrations or company outings, are also not permitted.

3.4. PROHIBITION OF CORRUPTION

We do not accept corruption, i.e. we do not bribe or accept bribes and refrain from embezzlement, undue influence, unjustified advantage and obstruction of justice. We achieve our commercial success through our diverse product portfolio and not by unduly influencing our business partners and customers.

Our decisions are based on objective and comprehensible reasons. We are also aware that corruption gives rise to numerous risks and can have corresponding consequences for Holtmann and the people involved. These include loss of reputation, weakening of competitiveness, distortion of competition and civil and criminal liability, which is why we never abuse the influence entrusted to us for private gain or to our advantage.

We actively counteract corruption with measures such as the principle of dual control, transparency of decisions and appropriate personnel selection. We take indications of actual or attempted corrupt behavior seriously and pass them on to the Compliance Officer.

3.5. CONFLICTS OF INTEREST

Our personal interests or the personal interests of a third party must not affect the interests of Holtmann+ or the interests of our exhibitors, business partners and suppliers. It is very important to us that we do not enter into any conflicts of interest or loyalty.

We make our business decisions exclusively on the basis of objective criteria and do not allow ourselves to be influenced by personal interests and relationships.

There is a particular risk of conflicts of interest when we award contracts to related parties (relatives, family members and friends) or to companies in which related parties work or hold a significant position. Secondary activities for competitor companies or business partners of Holtmann+ as well as the exchange of official information with related parties who work for competitors also harbor the risk of conflicts of interest.

We therefore disclose these activities in particular to the Compliance Officer in advance and - provided there is no conflict of interest - have them confirmed in writing by the Compliance Committee.

3.6. FREE COMPETITION

Fair and functioning competition is the basic premise of our economic system. We are therefore committed to protecting fair competition and comply with applicable antitrust and competition laws. We do not enter into any agreements with competitors and do not engage in any unfair coordination with regard to prices, conditions or tenders. We also avoid product and territory allocation or division.

3.7. BAN ON MONEY LAUNDERING

Money laundering is the smuggling of illegally generated funds into the legal economic cycle.

We therefore only do business with reputable business partners and suppliers who are engaged in legitimate business activities. We are also committed to the fight against money laundering and comply with all applicable national and international laws.

3.8. TAXES AND TRANSACTIONS

Due to its national and international activities, Holtmann+ is subject to a wide range of tax conditions that must be observed. Violations of these framework conditions lead to liability and reputational risks.

We fulfill our tax obligations and consistently counteract tax evasion. We involve our tax advisor in all tax-relevant matters. These include, in particular, changes to company law, the commencement of and changes to business activities in Germany and abroad, reports of tax-relevant errors found during audits, changes to tax-relevant processes and reports of tax-related training requirements, and we document all business transactions correctly and promptly.

This implies the complete and unaltered reproduction of the relevant information and content. We archive the relevant documents and receipts in accordance with the specifications. We immediately report any requests to falsify information or carry out dubious transactions.

4 –

DATA AND INFORMATION

OUR HANDLING OF DATA AND INFORMATION

We protect the data and information of our company and our employees, exhibitors, visitors, business partners and suppliers. The trust of our employees, exhibitors, visitors, business partners, suppliers and interested parties is our top priority. We are therefore aware of our responsibility with regard to the processing of personal data.

Personal data is all data that relates to an identified or identifiable natural person, such as names, addresses, marital status, date of birth and photographic images. This data may only be collected for specified, explicit and legitimate purposes arising from our business-related activities. Our data protection guideline is the binding basis for legally compliant handling and sustainable protection of all personal data processed within Holtmann. Appropriate training and education as well as further information are provided by our data protection officer. If we become aware of actual or potential violations in the area of data security or data protection, or if we suspect such violations, we will report them immediately.

4.1. DATA PROTECTION AND IT SECURITY

Our IT security protects our digital assets - the company's data - from loss, unwanted modification and destruction. It includes both technical and organizational measures.

"Technology & Operations" department and the external information security officer at Holtmann+ provide appropriate training and information on current threat situations.

We follow the resulting guidelines and recommendations.early reporting of faults, anomalies, incidents, irregularities and security-relevant events helps to prevent major damage to Holtmann.for example, if IT services do not function properly or unauthorized third parties have gained access to company data, we report these events immediately and directly to the IT hotline.

In the event that data has been accessed by third parties without authorization, whether by mistake, accident or deliberate action by a third party, we immediately notify the data protection officer.

4.2. SOCIAL MEDIA

Social media are used for networking and exchanging ideas with our customers.

They are playing an increasingly important role in public dialog, which is why we also use social channels for our communication, information and customer loyalty. When we are active on social media, we pay attention to the quality of our posts, separate opinions from facts and respect the law.

Here too, we act responsibly, transparently, authentically, politely and respectfully. We never make negative or even hurtful comments about other people inside or outside Holtmann+.

We do not disregard the rights of users or the rights of uninvolved third parties (e.g. copyright and personal rights, privacy, data protection). In the event of unclear or disputed content, we always contact Corporate Communications in advance.

On behalf of Holtmann+, we only share contributions that are approved for publication and do not harm Holtmann+ or third parties. We strictly observe the prohibition on the disclosure of trade and business secrets and the prohibition on the dissemination of statements damaging to the company.

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5 – **OUR RESPONSIBILITIES**

Only if rules and standards are observed can we protect Holtmann+ from harm. Compliance with the Code of Conduct is the responsibility of each and every employee. Therefore, we expect that any justified suspicion of violations or potential violations will be reported.

5.1. REPORTING OF VIOLATIONS

If information about violations becomes known, it must be reported to our Compliance Officer. The respective reporting channel can be found on our website.

Information in this context includes, for example, a justified suspicion or knowledge of actual or potential violations that have already been committed or are very likely to be committed. Attempts to commit or conceal such violations are also covered. A violation may result not only from an action, but also from a failure to act.

5.2. DEALING WITH VIOLATIONS

The Compliance Officer follows up on all reports and confirms receipt within 7 days. The reporting person will receive feedback within 3 months of submission regarding the measures taken or planned. The handling of the report ensures the highest level of confidentiality, impartiality, and fairness. A report submitted in good faith, believing the information to be accurate, will not be considered a breach of trust and will never lead to any disadvantage or sanctions. The respective reporting channel can be found on our website.

5.3 SELF ASSESSMENT AND CONDUCT REVIEW

When faced with situations where it is unclear what to do, the following seven questions may be helpful:

1. Is my behavior in compliance with the law?
2. Does my behavior align with the rules and guidelines of Holtmann+?
3. Is my behavior free from any personal conflicts of interest?
4. Can I be sure that my decision or actions will not harm or unfairly disadvantage any colleague or business partner?
5. Would it be possible for my decision to be reported publicly without issue, and for the public to know about it?
6. Can I justify my decisions and actions without having to lie or distort the truth?
7. Does my behavior contribute to protecting the good reputation of Holtmann+ as a responsible and sustainable company?

If these seven questions can be answered with "Yes," the behavior is very likely in alignment with our Code of Conduct.

5.4. HELP AND SUPPORT FOR QUESTIONS

If there are any questions about the Code of Conduct or doubts regarding situations or incidents that may fall under a section of the Code, we always encourage you to seek advice from the Compliance Officer.

The Code of Conduct cannot cover every conceivable scenario. Therefore, our Compliance Officer is happy to assist with any questions, no matter how seemingly unimportant, and work together to find a solution.

Further information on the topic of "Compliance" can also be found on the intranet under the keyword "Compliance."

6 – **FREQUENTLY ASKED QUESTIONS**

6.1 WHY IS THE CODE OF CONDUCT IMPORTANT FOR ME?

The Code of Conduct of Holtmann+ outlines the principles of our business practices. It sets the boundaries for company-specific and legal requirements. Therefore, it not only serves to protect Holtmann+, but also each individual employee.

6.2 WHAT HAPPENS IF WE DO NOT FOLLOW THE CODE OF CONDUCT?

Even a seemingly harmless violation of our Code of Conduct could have serious consequences for Holtmann+ or individual employees. The consequences may range from damage to reputation to monetary fines and imprisonment. In individual cases, the violation could also lead to consequences for the employee, including termination of employment and/or claims for damages.

6.3 COULD IT BE IMPLIED THAT I PERSONALLY BENEFIT FROM MY INTENTION IF I REPORT A VIOLATION OR POTENTIAL VIOLATION OF THE CODE?

We fully support the giving of reports. Anyone who fears that their report could be perceived as an attempt to gain a personal advantage can always use the anonymous whistleblowing system. In case of doubt, the Compliance Officer can be consulted for advice.

6.4 WE FULLY SUPPORT THE GIVING OF REPORTS. ANYONE WHO FEARS THAT THEIR REPORT MIGHT BE PERCEIVED AS AN ATTEMPT TO GAIN A PERSONAL ADVANTAGE CAN ALWAYS CONTACT THE COMPLIANCE OFFICER DIRECTLY, WHOSE CONTACT DETAILS CAN BE FOUND IN THE INTRANET. NEGOTIATIONS WITH VARIOUS SUPPLIERS ARE PENDING. THE MANAGING DIRECTOR OF A SUPPLIER IS RELATED TO ME. CAN I AWARD HIM THE CONTRACT WITHOUT ISSUES IF HE SUBMITS THE BEST OFFER?

The personal relationship (family relation to the managing director) must be disclosed to the Compliance Officer for review and further action. There is also the option to inform the direct supervisor, who will then notify the Compliance Officer about the matter. If no recognizable conflict of interest is identified, the compliance committee will provide written confirmation that the contract can be awarded to the supplier.

6.5 APPRENTICES AT HOLTSMANN ARE HARASSED BY A VISITOR AT A TRADE FAIR EVENT. I WITNESS THE INCIDENT. HOW SHOULD I REACT?

If the situation creates an uncomfortable feeling or is clearly harassment, immediate action should be taken if it can be done safely. Often, it is enough to confront the perpetrator verbally, which can prevent further harassment. If this is not sufficient or the situation is too dangerous, seek help. The incident should also be reported to the Compliance Officer afterward.

6.6 A COLLEAGUE MAKES A JOKE ABOUT A NEW COLLEAGUE WITH A MIGRATION BACKGROUND. THE JOKE WAS NOT DIRECTED AT ME, BUT I STILL FOUND IT DEGRADING AND OFFENSIVE. HOWEVER, I DID NOT SPEAK OUT. HOW SHOULD I HAVE REACTED?

Even if there are no ill intentions behind a joke, such behavior is unacceptable once it makes another person feel bad or the joke could be perceived as malicious. Based on our Code of Conduct, we believe it is right to point out to the colleague that the joke was offensive or could be perceived as offensive. Depending on the situation and its further development, the incident can also be discussed with the direct supervisor and/or reported to the Compliance Officer.

6.7 A SUPPLIER WANTS TO INVITE ME TO THE OKTOBERFEST. I REALLY WANT TO GO, AS I'VE NEVER BEEN TO THE OKTOBERFEST BEFORE. WOULD THAT BE POSSIBLE?

Always question whether such an invitation is associated with a potential return favor and whether it is appropriate. Based on our guidelines for gifts and invitations, as well as the associated value limits, there are sufficient criteria to determine if approval from the supervisor and/or Compliance Officer is required. If there is still uncertainty, please contact the Compliance Officer.

6.8 AM I ALLOWED TO DISCLOSE PERSONAL DATA TO OUR BUSINESS PARTNERS?

In principle, this is possible. At this point, it is especially important to assess whether and which data protection agreements need to be made. The respective requirements can be checked based on the Data Protection Policy. If there are still doubts or uncertainties, please contact our Data Protection Officer.

6.9 WHERE CAN I FIND DETAILED REGULATIONS?

For further questions or interest in additional topics, the following guidelines, which can be found on the intranet, will be helpful:

- Excerpts from the Business Rules of Holtmann
- Compliance Policy of Nürnberg Messe Group
- Code of Conduct - Holtmann's Behavioral Guidelines
- Purchasing Policy
- Data Protection and Data Security Policy for Handling Personal Data
- Policy on Gifts, Entertainment, and Invitations
- Credit Card Policy
- Travel Policy
- Working Hours Policy

Diese Dokumente könnt ihr im Intranet abrufen.