



# Compliance Policy

for the Branicks Group and its employees<sup>1</sup>

## Preamble

The Management Board of Branicks Group AG passed this Policy as basis for a responsible and lawful conduct for Branicks employees.

<b>Effective as of</b>	01/12/2023
<b>Scope of validity</b>	Branicks Group

## Version management

Version	Date	Revision	Source	Approved by
1.0	01/02/2018	-	DIC	Management Board
2.0	23/12/2021	Substantive addition	DIC	Management Board
3.0	16/02/2022	Substantive addition; transferring the lobbyism and anti-corruption rules into separate policies	DIC	Management Board
4.0	15/12/2022	Substantive addition	DIC	Management Board
4.1	15/07/2023	Substantive addition	DIC	Management Board
4.2	01/12/2023	Substantive addition	Branicks	Management Board

---

<sup>1</sup> The term “employee” is defined as: any person employed by Branicks Group AG and its member companies, including executives (while not including members of corporate bodies of Branicks Group AG), temporary employees, part-time employees, temporary student workers, short-term workers, apprentices, trainees and interns. To ensure a pleasant reading experience, it was decided to use male terms only for any gendered job titles and nouns that refer to persons generically, where applicable. The generic use of male terms is principally gender-inclusive in the sense of gender equality. The short generic form was chosen for editorial reasons alone, so as to improve the text’s readability, and implies no judgement of any kind.



## Table of Contents

- 1. Introduction ..... 3
- 2. Discrimination Protection ..... 3
- 3. Avoidance of Conflicts of Interest and Corruption Risks ..... 4
- 4. Data Protection / Non-Disclosure ..... 5
- 5. Capital Market Requirements / Prohibition of Insider Trading..... 5
- 6. Money Laundering..... 6
- 7. Fair Competition / Prohibition of Collusion..... 6
- 8. Lobbying Work..... 8
- 9. Donations and Sponsoring ..... 8
  - 9.1. Cash Donations and Donations in Kind ..... 8
  - 9.2. Sponsoring ..... 9
  - 9.3. Community Engagement by Employees ..... 9
- 10. Indications of Misconduct and Breaches .....10
- 11. Consequences ..... 11
- 12. Contact Persons and Compliance Officer..... 11



## 1. Introduction

All employees of Branicks are obliged to uphold the principles of ethical conduct and integrity within the Group or group of companies. This includes specifically compliance with the applicable legal rules and regulations, the internal company guidelines, and the adopted values.

This Compliance Policy constitutes a guidance framework for the Company's employees. On the one hand, it outlines the standard that we set for ourselves while, on the other hand, it represents a pledge among ourselves but also vis-à-vis our clients, contractual partners and the general public.

Branicks's Code of Conduct serves as guideline for every action that we engage in as an organisation and for every decision we make as such. It informs our mission statement and our Code of Ethics as well as the Code of Practice that is necessary to live up to these ethics within our organisation. Application of and compliance with Branicks's Code of Conduct is mandatory for all employees. The Code of Conduct is supplemented by the Compliance Policy, which elaborates and details selected aspects of the Code of Conduct.

## 2. Discrimination Protection

Branicks promotes equal collaboration between all of its employees on all levels and ensures equal opportunity. Branicks explicitly declares its commitment to equal pay for equal work or work of equal value, regardless of the employee's gender, and to close the gender pay gap.

We value trust-based collaboration and respectful and appreciative interaction. In addition to the regulatory requirements, Branicks is also guided by the highest ethical standards and the core labour standards of the International Labour Organization (ILO).

No form of discrimination or harassment, especially none of a racist, ethnic or religious nature, nor any discrimination or harassment related to gender and sexual identities and based on ascribed, assumed or actual characteristics such as age,



religion or belief, disability, social origin or social status and other social stigmatisation will be tolerated at Branicks.

All employees are responsible for ensuring that they under no circumstances behave in such a way that another person could take offence at their conduct. Each employee shall respect the privacy sphere of any and all other employees. Sexual harassment or any other harassment is forbidden.

The member companies of the Branicks group of companies (“the Companies”) shall take the measures necessary to prevent any kind of discrimination, unfairness, harassment or undesirable behaviour, especially when such behaviour is motivated by reasons of race, ethnic origin, gender, religion/belief, disability, age or sexual identity. This is achieved not least through preventive measures.

The (preventive) measures include in particular:

- the communication of these requirements to all employees, and their permanent, easy-to-find and generally accessible publication
- regular briefings and information offers for employees on the subject
- Consideration of feasible and adequate offers of support in the event of discrimination or harassment

### 3. Avoidance of Conflicts of Interest and Corruption Risks

Employees are obliged to make their business decisions exclusively in the best interest of the Branicks group of companies and entirely unmotivated by personal interests.

The Companies’ interests should always take precedence. Private interests or third-party interests, such as those of family members, must not influence any business actions.

Possible conflicts of interest should be reported to and discussed with the respective superior.

Private sideline activities and equity investments (including silent participations or trust structures) must in no way influence employees’ action under their



employment contracts. This means that sideline activities or equity investments with/in business partners must be reported to the Human Resources department. Decisions involving business transactions with business partners on behalf of whom a given employee is engaged in a sideline activity or in which the employee holds an equity investment shall be made by the disciplinary officer of that employee.

The aforementioned reporting requirement does not apply if the equity investment in the company is less than 5% or the value of the equity investment is less than 10% of the employee's net worth.

The Companies reject corrupt conduct in any form and any misuse of the decision-making powers entrusted to them. We expect our business partners to do the same. For further details, including information on invitations and gifts, please refer to our Anti-Corruption Policy and our Business Partner Code of Conduct.

#### 4. Data Protection / Non-Disclosure

All employees undertake to treat company and business secrets as such, and to adhere to all applicable data protection laws. Personal data in particular shall be processed exclusively for a specific purpose, plausibly, with due care, and in accordance with the applicable data protection laws.

#### 5. Capital Market Requirements / Prohibition of Insider Trading

As a listed company, Branicks Group AG attaches great importance to transparent capital market communication and to the compliance with capital market requirements. Employees who have access to inside information relating to Branicks or another listed company (e. g. business partners) should be aware of their responsibility and undertake to exercise particular discretion and restraint. In particular, they must observe the statutory bans on insider trading.



According to the latter, it is prohibited to engage in insider trading (meaning the use of inside information to buy or sell financial instruments), to recommend or induce third parties to engage in insider trading, and disclose inside information without authorisation. The term “inside information” denotes specific information about circumstances that are not publicly known, that relate to Branicks or another listed company, and that have the potential to significantly influence the respective share price or market price if they were to become public knowledge.

## 6. Money Laundering

Branicks tolerates no money laundering (meaning the covert introduction of funds from criminal activities into the legal economic cycle in order to give them the appearance of legality and to conceal their actual origin or their owner’s identity). Employees are obliged to report suspicious behaviour by business partners and advisers, and to comply with all regulations and requirements relevant in this context. Employees will be briefed by their respective management on internal operating procedures, process descriptions and guidelines to be applied in a given case to prevent money laundering.

## 7. Fair Competition / Prohibition of Collusion

Branicks is committed to fair, open and undistorted competition. The Companies strictly reject any distortion of competition or corrupt practices contrary to antitrust law. It is therefore prohibited to collude with competitors about anti-competitive behaviour, particularly in regard to

- prices and bases of calculation,
- warranties and guarantees and the performance of related services,
- the splitting of clients or client groups with which the companies or competitors, respectively, conclude agreements,
- the practice to carve up “spheres of ownership,”



- the coordinated participation in broad-based tenders in the sense that the Companies or their competitors, respectively, quote mutually coordinated prices and conditions, and
- the exchange of confidential market and client information

In addition, the freedom of clients and buyers to define their prices and conditions should be respected. If employees wish to make arrangements to restrict certain clients and suppliers (exclusivity, etc.), they should consult the Disciplinary Officer or the Compliance Officer ahead of time.

Particular caution should be exercised during meetings with interest groups or other meetings with competitors in general.

Employees should avoid talking to competitors about the aforesaid aspects, and should, if necessary, consult their superiors or the Compliance Officer for guidance. Whenever they encounter situations they consider a violation of competition rules, they are encouraged to speak out about them, expressly distance themselves from the subject matter and to notify the Compliance Officer promptly.

In addition, it is prohibited for employees to engage in any action that qualifies as a corrupt practice, especially

- demanding, accepting promises of, or receiving advantages from third parties in connection with their work either for their own benefit or for the benefit of other persons, or offering, granting or promising advantages to third parties, such as business partners and their relatives, in order to achieve a preferential treatment in the course of trade;
- to offer, promise or grant a public official or his relatives advantages for performing his official duties. Examples of public officials include civil servants, judges, representatives of government authorities, including EU authorities, or of (private) institutions that perform public functions. Even employees of companies organised under private law (e.g. private limited companies or public limited



companies) can be considered public officials if they are sponsored by the public sector.

## 8. Lobbying Work

The lobbying work of Branicks is characterised by transparency, fairness, integrity and factual information. For more details, please see our Lobbying Policy.

## 9. Donations and Sponsoring

Branicks supports groups or organisations to sponsor interesting projects in various social and environmental areas.

The activities and objectives of sponsored entities must complement the business and communication objectives of Branicks, and their costs must be reasonably proportionate to their effects. Time-limited projects or events should be expected to have positive effects beyond their end. They are not tied directly to any business decisions (e. g. the awarding of contracts or similar). Branicks disapproves even of the appearance of such an association, which should be avoided under any circumstances.

Branicks makes no donations to political parties. Neither does it sponsor individuals in the body politic or in industry associations.

Measures and instructions on how to minimise the risk of an associated data loss are detailed below.

### 9.1. Cash Donations and Donations in Kind

A donation represents a voluntary payment without quid pro quo in the form of cash and benefits in-kind, contributed to any of various areas of society and typically earmarked for a designated purpose. Publicly honouring the donor out of gratitude and publicly naming the amount donated does not qualify as a quid pro quo.





Branicks must have no economic relationship with the recipient of the donation (e. g. donations to non-profit, charitable or church organisations) if the donation is to be recognised as tax-deductible.

## 9.2. Sponsoring

The term “sponsoring” denotes the support for, or promotion of, persons, groups and/or organisations that Branicks contributes in the form of cash payments, benefits in kind and services to sporting, cultural, ecclesiastical, scientific, social, environmental or similarly significant socio-political areas. The characteristic feature is the target-oriented collaboration between Branicks as sponsor and the sponsored entity.

Unlike a donation, sponsoring is always based on the principle of performance and consideration, with the two ideally representing a balanced relationship. Sponsoring payments are typically governed by a contractual agreement (sponsoring agreement).

Used as marketing instrument, sponsoring supports the public relations work of Branicks while also serving as communications tool to increase awareness of the Company and to build its image. The image of the sponsored person, group or organisation can be used or transferred for the Company’s own purposes.

## 9.3. Community Engagement by Employees

Within the framework of voluntary community engagement (e. g. Branicks Social Day), the Company’s employees contribute their time and skills to actively support social or environmental projects or institutions.

Through community engagement of this kind, Branicks lives up to its societal responsibility. On top of that, the community engagement has a positive effect on human resource development (e. g. through team building, training social skills).



## 10. Indications of Misconduct and Breaches

Employees are instructed to report misconduct and violations of legal provisions or regulations and internal company guidelines, specifically violations of this Compliance Policy. Our whistleblower system is also open to our clients, suppliers and other third parties.

Violations can be reported in written, oral or electronic form:

- to the Compliance Officer (see Section 12)
- to the employee's superior
- to the Management Board
- to the Human Resources Department via the SAFE CHANNEL online whistleblower system of the EQS Group, which accepts reports both in open and anonymous form (accessible via [www.branicks.com/unternehmen/values-compliance/](http://www.branicks.com/unternehmen/values-compliance/))
- to the federal states external reporting office at the Federal Office of Justice (access via [www.bundesjustizamt.de/DE/MeldestelledesBundes/MeldestelledesBundes\\_nod\\_e.html](http://www.bundesjustizamt.de/DE/MeldestelledesBundes/MeldestelledesBundes_nod_e.html))

Any report made in good faith may be submitted anonymously and confidentially. The companies will ensure that employees who file reports in good faith suffer no disadvantages.

Any information leading to a reasonable suspicion of a violation will be investigated by the Compliance Officer. It may become necessary in the course of the investigation to reveal the identity of the employee/whistleblower, e. g. vis-à-vis investigative authorities, even if the report was made subject to confidentiality. This disclosure shall—to the extent permitted and possible—only be made after prior notice to the employee/whistleblower.

However, this will not be possible if the anonymous report was made via the SAFE CHANNEL whistleblower system of the EQS Group – as such reports cannot be



traced back. Thus, anonymous reporting can make it more difficult to prosecute violations.

## 11. Consequences

Employees who violate legal provisions and internal company guidelines, in particular this Compliance Policy, should expect sanctions under labour law such as a written warning, redeployment, transfer, termination of employment and/or the assertion of claims for damages.

Moreover, the Companies reserve the right to press criminal charges or file a criminal complaint if the violation is relevant under criminal law.

## 12. Contact Persons and Compliance Officer

In addition to your superior or the competent functional department, e. g. Human Resources (HR) in the case of employment contract issues, you may also contact the Compliance Officer any time if you have concerns or questions. Alternatively, you may use the SAFE CHANNEL online whistleblower system of the EQS Group for filing an anonymous report (accessible via [www.branicks.com/unternehmen/values-compliance/](http://www.branicks.com/unternehmen/values-compliance/))

In the event of a report in which the Compliance Officer or his/her deputy is affected as a party to the case, the SAFE CHANNEL whistleblower system offers the option of reporting this information without notifying them.

Contact details of the Branicks Compliance Officer:

Bernd Kirsch  
Branicks Group AG  
Neue Mainzer Strasse 32-36  
D-60311 Frankfurt am Main

Phone: +49 69 9454858-1459  
E-mail: [compliance@branicks.com](mailto:compliance@branicks.com)



Contact details Deputy Compliance Officer of Branicks:

Eva Stegmayer  
Branicks Institutional GmbH  
Neue Mainzer Straße 32-36  
60311 Frankfurt am Main  
Phone: +49 69 9454858-1237