



# Code of Conduct for Employees of Haufe Group SE



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**Preliminary remarks**

For Haufe Group, diversity is an important characteristic. The generic masculine is used in the following for the sole purpose of ensuring better legibility.

**Introduction by the managing directors**

Dear colleagues,

At Haufe Group SE (in the following referred to as “Haufe Group”), we have made it our goal to develop and market innovative products and solutions with high practical benefit in cooperation with and for our clients in order to make our clients even more successful. We thereby create a basis for enduring profitable growth and allow for long-term sustainable value appreciation of Haufe Group as a family company.

Our value system is based on individual responsibility, reliability, honesty, loyalty, ethical, reputable and responsible conduct and respect toward our fellow human beings and the environment. Accordingly, for our company, economic success and responsibility toward people are two inseparable goals.

The following code of conduct of Haufe Group elucidates these principles in order to prevent circumstances in which the integrity of our conduct and the trustworthiness of our services may be called into question. It establishes the necessary foundational regulations, norms and conduct in order to attain these goals and defines binding requirements for all employees. Personal integrity and sound discernment of each individual person are indispensable. Each employee is to be encouraged and supported by means of this code of conduct to independently take responsibility for his conduct and accept personal responsibility.

This code of conduct applies to every person working at the Haufe Group, i.e. all employees (including temporary staff), specifically bodies and executives (in the following referred to as “employees”) of all companies within Haufe Group, regardless of their location. We require all employees – even employees without direct disciplinary responsibility – to be aware of their actions and act responsibly to ensure the company’s integrity.

Birte Hackenjos

Harald Wagner



## **1. Our principles**

### **1.1 Observance of applicable laws**

The observance of laws is a matter of course with respect to our entrepreneurial conduct. Violations are incompatible with our values. Moreover, any violation of applicable laws or stipulations may result in consequences for Haufe Group as e.g. criminal prosecution, compensation claims or reputational damage.

The code of conduct applies to every country in which Haufe Group operates. Respectively applicable national and international laws, regulations and guidelines must be taken into account when conducting commercial activities.

Moreover, laws and guidelines in some countries in which Haufe Group operates may contradict German laws or this code of conduct. In this case employees are required to contact the competent Compliance Team of the Department of Governance, Risk & Compliance (GRC).

### **1.2 Open cooperation**

Open communication decidedly contributes to less frequent misconduct and makes it possible to detect and correct such behaviour early on. We, therefore, value an open and honest atmosphere in which employees can approach their superiors or management without hesitation in a trusting manner in order to discuss even critical issues.

Executives encourage an open discourse specifically within their area of responsibility while supporting their employees and accepting opinions fairly and impartially without passing judgement. Attempts of intimidation and reprisals toward employees reporting actual or suspected misconduct in good faith must not be tolerated. Employees who still have reservations about discussing their concerns with a contact partner in their immediate environment or whose discussions remain ineffective should contact the designated internal reporting office at any time, i.e. the Compliance Team of the Department of Governance, Risk & Compliance.

### **1.3 Responsibility and role-model function**

All employees are to take on a role-model function, credibly embody our values and live out our company culture. Our entrepreneurial conduct aligns with the mission statement and vision to achieve the status of foremost contact partner for corporate services by 2030. We jointly and consistently take action against any conduct that is not aligned with the law or the basic values of Haufe Group.

Employees with leadership responsibility, like all employees, bear responsibility for their own and, moreover, also for the conduct of employees in their area of competence. They are to implement necessary and appropriate measures in order to ensure the observance of the code of conduct within the scope of our business procedures and approaches.



Our executives must be aware of and observe basic laws, stipulations and internal regulations relevant to their area of responsibility. This specifically also applies to persons with special responsibility on account of their function and executive position.

#### **1.4 Non-discrimination and individual development opportunities**

All employees have the right to fair, dignified and respectful treatment as our success is based on this principle. We offer all employees individual development and maturation options (equality, diversity, individuality) while promoting a work environment that facilitates peak performances and is characterised by respect and tolerance. We, therefore, treat all persons accordingly. These principles also apply with respect to communication and product development.

Harassment and other demeaning behaviour such as bullying and intimidation are prohibited. Individual performance and potential are the essential criteria for employee development. Adherence to the General Equal Treatment Act fosters a non-discriminatory workspace. Ethnic origin, skin colour, gender, age, civil status, disability, religion, citizenship, sexual orientation, political affiliation, considerations related to unionisation or the Works Council Constitution Act or social origin are irrelevant in this matter.

We also take this principle into account by respecting the European Convention on Human Rights (ECHR) and the United Nation's Universal Declaration of Human Rights (UDHR). Our principles for performance-oriented and responsible company management are based on internationally recognised standards such as UN Global Compact or the labour and social standards of the International Labour Organization (ILO). Haufe Group champions the promotion of women and men in specialist and leadership positions. Moreover, we support employees within the scope of operational possibilities with respect to balancing their professional and private interests, specifically in regard to the compatibility of family and career while adhering to statutory regulations.

#### **1.5 Conflicts of interest**

A conflict of interest is defined as conflicting interests between an employee's personal interests and his professional tasks, the interests of Haufe Group or our customers. Accordingly, at Haufe Group, business decisions are exclusively made in the best interest of the company.

All employees are admonished to conduct themselves with integrity and fairness. Conflicts of interest due to private matters, economic or other activities, also concerning relatives or otherwise affiliated persons or organisations should be avoided from the outset. If such conflicts arise nonetheless, they are to be resolved with consideration for applicable laws and guidelines (e.g. travel cost, data protection or purchasing guideline). The transparent disclosure of conflicts is the precondition for this.

Moreover, Haufe Group also strives for sustainable business relationships with its customers and business partners. All employees are to ensure that the interests of our customers and



business partners are fairly taken into account. In unclear cases employees should contact the Compliance Team of the Department of Governance, Risk & Compliance in good time. The perception of third parties is critical. Even the appearance of a personal conflict of interest may cause damage. In cases of legitimate interest, employees can also ask to be released from specific tasks that may present a conflict of interests.

### **1.6 Protection of company assets**

Haufe Group values responsible handling of any kind of company property, e.g. its products, work equipment or intangible assets (especially including expertise, procedures and processes, developments, databases, its customer base and cooperation agreements). Company property is to be used exclusively for the designated business purposes. Improper use, specifically for inappropriate personal, illegal or other unauthorised purposes, is prohibited.

The intellectual property of our company is an enormous asset, which must be protected by all employees. In turn, we also respect the intellectual property of others. Intellectual property also includes industrial property rights, business secrets, copyrights and other related property rights.

Any form of fraud, embezzlement, theft, misappropriation, bribery, tax evasion or money laundering is prohibited regardless of whether company assets or the assets of third parties are damaged or not.

## **2. Human beings and the environment**

We understand sustainable development within Haufe Group as the central condition for our future success. We are unique in the sense that we not only anchor binding sustainability goals within our company strategy based on a comprehensive 360° analysis, but also offer solutions to our customers, allowing them to utilise these – through continuing training, expert knowledge and software solutions – for their sustainable development.

By transforming Haufe Group into a sustainable organisation, we align ourselves according to the global UN framework and follow the guiding principle that we treat the three sustainability dimensions of ecology, social matters and economy equitably.

In regard to the ecological dimension, we continue to consistently follow our path toward climate neutrality and also rely on climate-friendly production processes. Moreover, we continuously strive to create a responsible, fair and inclusive work environment as we are committed to education and digitisation in our focus areas.



## **2.1 Safety and health**

Haufe Group ensures a safe work environment. Workplaces and work equipment must comply with applicable laws and stipulations.

Special fire protection requirements and emergency services must be observed. Moreover, a sufficient hygiene level is to be ensured at the workplaces.

Through continuous health-promoting and precautionary measures, we empower our employees to actively improve their own health and stay fit. We expect all our employees to observe occupational health and safety regulations since the health of our employees is the top priority for us with respect to any activity.

## **2.2 Observance of social standards**

Haufe Group rejects forced and child labour of any kind as well as any form of exploitation or discrimination as we ensure strict adherence to laws.

We continuously strive to create a responsible, fair and inclusive work environment within Haufe Group, a cooperative environment shaped by respectful conduct, tolerance and equal opportunity. For Haufe Group, this also means guaranteeing fair wages and salaries as well as social services in accordance with or beyond the level of the respective nationally applicable norms and promoting the expansion of professional abilities for all employees within the scope of operational possibilities through suitable training and continued training measures.

## **2.3 Natural resources**

All employees are urged to protect natural resources within the context of their professional tasks and ensure that Haufe Group's commercial activities burden the environment to a minimal extent, specifically by means of saving materials, energy-saving planning and the reduction and recycling of waste. In addition to economic considerations, every employee is also to be mindful of ecological and social criteria when selecting suppliers, advertising materials or other external services.

# **3. Conduct in business transactions**

## **3.1 Data protection**

We ensure strict adherence to regulations for the protection of personal data and respect the general personal rights of all people. Confidential information and documents about customers, Haufe Group or its employees must be appropriately protected from access by third parties and unauthorised colleagues. Personal data must only be collected, processed or used insofar as this is necessary for determined, unambiguous and legitimate purposes.



All employees are obligated to handle personal data in a careful and strictly confidential manner (employee, customer and business partner data). The usage of data must be transparent for affected persons. The right to access and correct data as well as possibly the right to object to data processing and the right to blockage and deletion of data are to be maintained.

Employee data is protected by statutory framework conditions and respective works agreements. A suitable state-of-the-art standard is to be maintained with respect to technical safeguarding against unauthorised access of data and information as well as against the loss or destruction of data. Haufe Group cooperates with all competent public bodies and regulatory authorities. Requests for information and relevant communications in this matter are handled by the data protection officer.

### **3.2 Fair competition**

Haufe Group stands for technological competence, innovation power, customer orientation and motivated responsible employees. People and their varied abilities are the key to our future success. Based on this conviction, Haufe Group places human concerns at the centre of all its considerations and actions. This is reflected in our motivated and responsible employees. Our technological competence, our innovation power and customer orientation and thus the basis for our good reputation and sustainable economic success amongst the global competition starts with them.

Corruption and violations of antitrust laws threaten our success and must not be tolerated. We reject bribes or cartel agreements as means for securing contracts. Rather than violate laws, we choose to forego the establishment of a business relationship on such terms.

Competition laws prohibit conduct that restricts free and fair competition and trade. These laws equitably apply both to the purchasing and selling of services and goods.

Haufe Group does not participate in illicit competition-limiting agreements and conduct, specifically agreements on price fixing, conditions and market sharing with other market participants and/or competitors. Employees are required to seek out the legal department and ensure that no advantages in violation of competition law are associated with the endeavour before deviating from standard contracts or procedures determined in cooperation contracts.

For contacts with competitors and business partners, employees of Haufe Group act responsibly and do not discuss confidential or internal matters, as e.g. prices and sales or financing conditions, costs, market overviews, organisational procedures or other confidential information based on which competitors or business partners may derive competition advantages for themselves or for third parties.

Employees of Haufe Group who encounter problematic circumstances with respect to antitrust laws at events or other gatherings with competitors are instructed to immediately



leave this event. The departure from the event is to be logged by the event organiser and then immediately reported to the Compliance Team.

Haufe Group provides regular training and other suitable measures in order to give all employees the necessary knowledge to accurately detect, report, resolve and cease problematic conduct in advance.

### **3.3 No tolerance for corruption**

Our market success is based on innovations, the capacity for enthusiasm, performance, flexibility and service readiness and must not be achieved through corrupt contributions. Our business partners trust in the professional discernment of our employees.

Therefore, Haufe Group does not tolerate any form of bribery nor the acceptance or granting of advantages. Contributions may constitute legitimate means for building up and supporting business connections but must not be the deciding factor for establishing such relationships. Moreover, they must not be performed in a manner that may call the professional independence and discernment of involved parties into question. Thus, only appropriate contributions may be accepted or granted in accordance with business customs, and these must not be accepted or granted as quid pro quo in order to attain an illicit advantage. The stipulations of the internal anti-corruption guideline are to be observed with respect to any form of contribution to persons outside of Haufe Group.

Not respecting these rules poses the risk of culpability for corruption offences. Even the promise or demand of unfair advantages may already be indictable, which especially applies to contacts with office holders.

#### **3.3.1 Special caution with respect to office holders**

Especially strict standards apply for contacts with office holders. Favouring office holders in the form of accepting or granting advantages may already constitute an indictable offence as this action involves the office holder's official position. Thus, an offence may be committed even without exerting influence on the exercise of the office. Any person commissioned with performing tasks on behalf of the public can be an office holder, not just civil and public servants.

#### **3.3.2 Donations and sponsoring**

Donations and sponsoring are essential instruments for living out our social responsibility and must never be used to obtain unfair advantages from business partners. Contributions of this kind must be carefully examined in order to ensure that these do not constitute concealed attempts of bribery.



## **4. Confidentiality and communication**

### **4.1 Protection of confidential information**

In principle, business secrets of Haufe Group are to be maintained and kept strictly confidentially.

Technical business secrets and commercial business secrets are important company resources. Therefore, all employees are obligated to ensure their protection. This also includes strict adherence to Haufe Group's safety stipulations on information.

Confidential information is only intended for the stated recipient and not for external dissemination. When sending emails, employees must ensure that confidential texts and attachments are only sent to authorised personnel.

Discussing confidential information in public or unauthorised sharing of information pertaining to the company or its customers with third parties, as e. g. with media organisations or competitors represents a violation of confidentiality and may substantiate an offence against antitrust laws or other legislation. Specifically, employees with access to highly confidential information, databases and critical resources (e.g. intellectual property) are obligated to ensure – also in dealing with colleagues – strict confidentiality and especially protect the company's intellectual property. Such employees should seek legal counsel before sharing confidential information with third parties. Moreover, it must be verified whether a confidentiality agreement is to be concluded.

We are aware of our responsibility to safeguard the reputation of the company while using social media and do not share confidential or sensitive company information as we respect the privacy of our colleagues and business partners. The respective superior or the Compliance Team is to be informed immediately in case of suspected unauthorised access of confidential information.

### **4.2 Communication with third parties**

All essential communiques and reports (including information and advertising materials about our products) of Haufe Group must be prepared in a complete, trustworthy, precise, up-to-date and comprehensible manner. This applies to both our business partners and customers as well as to the public. Information about Haufe Group, our products, our customers or business partners may only be provided to business partners, customers or the public by respectively authorised employees.

A person outside of his respective area of competence within Haufe Group who engages in public discussions or discussions on social networks on topics relating to Haufe Group or our business partners in a manner harmful to the company should clarify that he is acting as a private person. (Private accounts and email addresses should be used and the respective notification be provided.) Moreover, the impression must not be created that Haufe Group shares the opinion expressed in the content.



Employees are not permitted to violate the interests of Haufe Group or of its business partners. The obligations under labour law of all employees at Haufe Group remain valid even with respect to the private use of social media channels. Employees are also subject to laws and contractual obligations which they have entered into (e.g., obligations relating to data protection, confidentiality declarations). It must be noted that statements in emails or social networks that are often expressed informally and spontaneously may be stored indefinitely on the Internet and remain viewable for the recipient for a long period of time.

## **5. Consequences of violations**

Violations against the rules of the code of conduct can lead to reputational loss and legal disadvantages for offending employees, their colleagues and Haufe Group, even resulting in fines, criminal proceedings or limitations of authorisations granted by government agencies. Such misconduct can also represent violations of duties under labour law and result in respective sanctions.

## **6. Contact partners and internal reporting channels**

All employees are hereby expressly encouraged to contact their superior or the Compliance Team of the GRC Department without hesitation if they

- have questions,
- require clarifications or
- have discovered possible non-regulation-compliant conduct.

Thereby small problems can be nipped in the bud.

Any employee who reports potential misconduct in good faith will not suffer disadvantages of any kind – even if the report turns out to be unsubstantiated upon further investigation. The management team of Haufe Group pledges this.

Reports can be submitted to confidants at the internal reporting office of Haufe Group. Those on the Compliance Team charged with this task always work independently and ensure that any submissions will be treated in an unbiased and confidential manner.

The internal reporting office of Haufe Group offers all employees and third parties a safe communication channel for submitting reports of potential misconduct or grievances. Any employee may use the digital whistleblower system in order to directly ask questions and submit reports to the internal reporting office and thus to the Compliance Team.



The whistleblower system allows for safe, even anonymous communication between the person issuing the report and the Compliance Team. This also serves to support those charged with investigating submitted reports. At no time will it be possible to trace a report back to its originator. The Compliance Team has exclusive access to received reports.

The internal reporting office can be contacted via the following channels:

- by email: [complianceofficer@haufegroup.com](mailto:complianceofficer@haufegroup.com)
- via the digital whistleblower system: <https://whistleblowerportal.haufegroup.com>
- by calling +49761/898-1201 or -3944

## **7. Commencement**

This policy shall be effective as of 01.01.2019.