

Foreword

Our consulting services, concepts and products as well as services are of the highest quality. “Pioneering – inspiring – strong in implementation” these are the core values that we use to orient ourselves. Our employees and their knowledge are a mainstay.”

A key objective of our business policy is to sustainably strengthen our competitiveness and market position in an increasingly complex business environment. Our business conduct is characterized by fair, open and honest behaviour within the BENE Group as well as towards our customers, suppliers and other business partners. We do not tolerate any form of bribery or corruption and are committed to fair and effective competition and strict compliance with the respective legal requirements. Through sustainable thinking and action, we make a positive contribution to the well-being of society and create a safe working environment.

This Code of Conduct should not only provide guidance to compliance with laws and regulations, but - together with our core values - should also represent a binding standard for our daily activities. Every employee, sales representative and cooperation partner must be aware that any breach of the provisions of our Code of Conduct can lead to serious negative consequences for BENE and that its strict compliance forms an integral part of every (labour) contract with BENE.

We do not tolerate any offense. An intentional violation of the provisions of our Code of Conduct will lead to disciplinary sanctions.

As managing directors, we are fully committed to our Code of Conduct and will do all we can to ensure that the standards defined therein are sustainably implemented and followed throughout the entire BENE Group.

We urge you to always follow our Code of Conduct in your daily work and to contact your Compliance Officer if you have any questions - We are BENE!

Mag. Michael Fried
CSO/CMO

Mag. Benedikt Wolfram
CFO/CDO

Manfred Huber
CTO/COO

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Basics and Scope

Our Code of Conduct applies worldwide to all employees, sales representatives and cooperation partners of the BENE Group. Newly recruited employees must commit to comply with the Code of Conduct in their employment contract. If local law and the BENE Code of Conduct provide for different regulations, the most stringent always applies.

No employee may abuse his position or function neither to dishonestly obtain a personal advantage nor promote or tolerate behaviour which is not in accordance with our Code of Conduct.

Our managers, as role models, are required to exemplify the provisions contained therein and to provide appropriate training for their employees. Each employee acquires the necessary knowledge in his field of work within the resources provided through BENE (trainings, legal support, etc.).

Note: The term "his" is simplistically used for "his" or "her"

Common Behaviour

Principles of Conduct

As an innovative quality brand, we act in accordance with our core values „pioneering – inspiring – strong in implementation “.

We are a reliable partner for the design and furnishing of modern offices and working environments. Our actions are focused on our customers and their success.

We act entrepreneurially and think across departments and comply with the laws and internal guidelines that apply to us.

Our actions and behaviour within the BENE Group and towards our business partners are characterized by mutual respect, honesty and transparency.

Conflicts of Interest

Employees might be confronted with situations where their personal or economic interests conflict with the interests of the BENE Group. Personal interests must not collide with interests of our Company.

Potential conflicts of interest might be the acceptance of a second job, political offices, business transactions with friends and relatives or investments in companies with whom we maintain business relations.

Any possible conflict of interest must be disclosed in advance to the superior instance.

Sanctions / Potential Consequences

Violations against applicable law might have far-reaching consequences for the BENE Group. Amongst others fines, claims for damages, exclusion from participating in public tenders, termination of business relations and reputational damage. In an extreme case possible violation can jeopardize the economic existence of our group.

A violation against the Code of Conduct by a BENE employee is a breach of duty and might lead to reason for termination of the employment contract or dismissal.

In addition, violations of applicable law may result in personal civil or criminal liability.

Corruption / Bribery / Acceptance of Gifts

The BENE Group always adheres to the legal regulations on corruption and bribery. Direct or indirect offering, granting, demanding or accepting of improper advantages is prohibited. This can be money, presents, invitations, unusual purchasing conditions, etc. Offers or actual granting of this kind of benefits by business partners needs to be reported immediately to the relevant superior and the Group Compliance Officer.

The granting or acceptance of gratuities of low value in line with local or country customs are basically permitted. Gratuities received above a value of EUR 100.00 must be approved in writing by the relevant superior and the Group Compliance Officer ([Code of Conduct Addendum 2](#)). The acceptance and donation of cash is forbidden regardless of the amount.

Giveaways of low value with the BENE logo or the logo of a supplier or a business partner may be distributed or accepted, in any case.

When dealing with public officials or political parties no advantages may be offered, promised, granted or demanded. Public officials are civil servants, judges and other persons in public service (e.g. ministers, mayors, civil servants) or persons in entrusted with public administration, as well as employees and executives and officers of any company in

which domestic or foreign countries, federal states, municipalities etc. (local or regional authorities) hold either directly or indirectly at least 50% or control these companies.

Donations & Sponsoring

Donations are only made on a voluntary basis, not for obtaining business benefits.

All donations effected are in accordance with the respective legal system, in particular the anti-bribery provisions.

Sponsoring is permitted if it is granted voluntarily, and all expected compensatory measures are defined by contract and in addition must be approved in writing by the Group Compliance Officer ([Code of Conduct Addendum 3](#)) in compliance with following limits:

Marketing Manager Bene GmbH ... up to EUR 5,000.00

Director Marketing BGO Holding ... > EUR 5,000.00 up to EUR 20,000.00

Executive Board BGO Holding ... > EUR 20,000.00

Competitive Behaviour

The BENE Group observes all relevant internal guidelines and legal provisions. It is fully committed to fair and functioning competition. We believe that rigorous competition and the focus on the needs of our customers can sustainably strengthen our competitiveness.

The Compliance Guideline Competition Law attached to this Code of Conduct as [Addendum 1](#) is an integral part of the Code of Conduct. It contains behaviour guidelines and has to be rigorously adhered to by each employee, sales representative and cooperation partner.

Relationships with Customers and Suppliers

We deal with our customers and suppliers in a transparent and fair way. Our transactions are based on truthful and correct statements.

Dealing with Company Property and Confidential Information

The property of the BENE Group as well as third-party property is always treated with the utmost care by all employees and has to be protected against misuse, theft or loss.

The company property includes all material assets such as equipment as well as intangible assets (e.g. intellectual property - trademarks, patents).

The respective internal guidelines for the use of equipment and resources are to be observed by all employees. (e.g., shop agreement "Handling IT Systems, E-Mail and Internet Use").

All employees of the BENE Group act in a responsible manner in dealing with confidential information about the Company, our business partners and our customers. This information must not be used for personal benefit or for the benefit of a third party. Any misuse is prohibited and may lead to legal consequences.

Sustainability & Responsibility

Sustainable thinking and acting have a long tradition at BENE. We see ourselves as an integral part of the society and are aware of our responsibility, both in product and concept development as well as in sales and production. All employees are urged to deal with our resources and energy in a sensitive and sustainable manner.

The employees of the BENE Group are obliged to maintain a safe and healthy working environment and to strictly adhere to the applicable health and safety regulations.

All employees treat other people respectfully and with integrity, regardless of their origin and experience. We do not tolerate any discrimination based on religion, ideology, disability, age or sexual orientation. The BENE Group is committed to an open-minded and tolerant corporate culture and respects human rights within its sphere of influence.

Reporting Misconduct

Any breach of law or the Code of Conduct has to be reported to the Group Compliance Officer. Reports can be made by any possible form of communication, including anonymous reports. The Group Compliance Officer will treat the identity of the reporter as confidential unless he himself was involved in the infringement. All reports are treated confidentially and checked carefully. Reporting to the Compliance Officer will not have any negative implications for the respective employee – unless his action is deliberately defamatory, willful, or for

personal gain. Employees who knowingly make false accusations have to expect labour or possibly criminal consequences.

Contact Details Group Compliance Officer:

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