

Code of Conduct of MBB SE

As a listed family business, MBB has always been committed to the values of sustainability, integrity and social responsibility. MBB's success is the result of our dedication, creativity and sustainable corporate governance. Every single employee is an important building block of this success. An indispensable prerequisite for our company is trust, reliability and acceptance of responsibility among ourselves, towards our subsidiaries, business partners and investors - worldwide. We convey all this through legally compliant and sustainable corporate action - at all times and everywhere.

Our good reputation is our most important asset. It is essential to maintain and build on this reputation by making the right decisions. Just one unwise decision can destroy the value of decades of work.

As part of this joint responsibility, we ask all colleagues to familiarize themselves with the content of our Code of Conduct as well as the policy statement contained herein in accordance with the German Act on Corporate Due Diligence Obligations in Supply Chains (LkSG). The first point of contact for understanding rules and requirements is the immediate supervisor as well as the Compliance Officer of MBB SE. Please contact these persons if you are in doubt, have any questions or wish to share any information. This also applies to our business partners, from whom we likewise expect law-abiding behavior.

Of course, we are also available for you at any time.

The Executive Management of MBB SE

Preamble

This Code of Conduct sets out in binding form the values, principles and actions that govern the entrepreneurial activities of MBB SE for employees, members of the Executive Management as well as the Board. In MBB SE's compliance management system, our Code of Conduct serves as a framework for regulating activities within the company and with third parties. It is substantiated by guidelines and instructions for action. This Code of Conduct also includes the policy statement on MBB SE's human rights strategy in accordance with the requirements of the German Act on Corporate Due Diligence Obligations in Supply Chains (LkSG).

The goal of the company's management is to comply with legal and internal company requirements and to create a working environment that promotes integrity, respect as well as fair and sustainable behavior. A business policy based on guiding principles and the law serves the long-term interests of the company as well as the protection of employees.

1. Scope

- This Code of Conduct applies to all business units of MBB SE.
- MBB SE also expects its subsidiaries and business partners to comply with the principles of this Code of Conduct.
- MBB SE communicates the requirements associated with this Code of Conduct internally and externally.

2. Conduct in the Business Environment

MBB SE bases its actions on generally applicable ethical values and principles, in particular integrity, compliance with the law and respect. We promote transparency, integrity and responsible management in the company in an appropriate manner.

Compliance

MBB SE complies with the applicable laws of the countries in which it operates and expects its business partners to do the same. For us, compliance with regulations and the law is the fundamental principle of all economic activity.

This is a translation of the original German version and for convenience only. Only the German version shall be binding.

Integrity and fair Competition

- **MBB SE rejects any form of corruption and bribery.** Neither on the giving end nor on the receiving end is the use of corruption and bribery acceptable by any means. Disregard of this principle poses a considerable risk for both the company and its employees, jeopardizes sustainable economic success and is sanctioned severely. Conflicts of interest and mixing business with private interests - whether of employees or close relatives - will not be tolerated. Transparency is the top priority.
- We are open to competition and comply with all **antitrust regulations** globally. Antitrust violations are incompatible with our claim to technological innovativeness and fair competition.
- MBB SE complies with **regulations against money laundering**. We investigate unusual financial transactions within the scope of the legal requirements and, if necessary, submit them to the responsible bodies for review.

3. Internal Conduct

The continuous dedication of qualified and motivated employees is the key value driver of MBB SE. As a family-run company, we are committed to an open, fair and sustainable corporate culture as well as social responsibility.

Working Hours & Remuneration

- MBB SE **remunerates employees in a fair manner and makes personnel decisions based on criteria such as competence, performance and conduct at work.**
- The remuneration of employees at MBB SE is at least equal to or higher than the amount specified by law.
- MBB SE complies with the applicable laws, regulations and provisions on working hours and expects its business partners to do the same.

Non-discrimination & Respect

- **We treat each other with respect.** This applies to colleagues and third parties such as customers, suppliers and the authorities. Bullying and harassment of any kind are strictly prohibited.

- Abuse of position in the company and hierarchy are inadmissible and will be punished.
- Employee-related decisions, including hiring and promotions, compensation, training, layoffs and terminations, are made on a non-discriminatory basis.
- We do not make employee-related decisions based on non-work-related characteristics such as gender, age, ethnicity, religion, sexual orientation, etc.

Health and Safety at Work

- **Ensuring the safety and health of our employees** in the workplace is an **integral part of our corporate culture**.
- To prevent accidents and personal injury, MBB SE provides safe and healthy working conditions that meet at least the applicable legal requirements. Each employee also promotes the goal of health protection and safety and complies with the occupational health and safety specifications.

4. ESG

Sustainability is a central aspect of MBB SE's corporate culture. As a family-run company, we stand for long-term thinking and entrepreneurship. Environmental protection, social responsibility and sustainable corporate governance (ESG) form an essential part of our corporate responsibility.

Environmental Protection

- **Sustainability and environmental protection as well as the preservation of resources are important corporate goals.** MBB SE pays attention to the use of environmentally conscious practices in order to keep the impact of our actions on the environment and the climate as low as possible.
- MBB SE complies with the regulations and standards on environmental protection and uses natural resources responsibly. We expect every employee to contribute to environmental protection and ask the same from our business partners.

Social Responsibility

- We respect the **human rights, privacy rights and dignity of our employees and all third parties** and expect the same from our business partners, suppliers and service partners.
- Forced labor, child labor, all forms of modern slavery and human trafficking, as well as any form of exploitation are prohibited at MBB, and we pay attention to strict compliance with the relevant laws.

Governance

- We deal responsibly with company assets of any kind. Any form of fraud, embezzlement, theft, misappropriation and tax evasion is prohibited.
- **We communicate in an honest and transparent way.** We disclose potential or actual conflicts of interest in the workplace in a timely manner and take necessary action.
- We encourage our employees to raise concerns openly and without fear of reprisal and address them fairly and without prejudice.

5. Protection of Confidential Information & Intellectual Property

The protection of personal or confidential data as well as intellectual property is a high priority for MBB SE. The following principles apply to treating such information at MBB SE:

Financial Integrity

- Both internal and external **reporting and communication** on business operations **take account of the corporate values of honesty and integrity.** This applies towards investors, employees, business partners and the general public.
- Reports, records and other documents are prepared in compliance with the law and are complete and accurate.

Confidentiality

- All employees shall **protect confidential information and business documents** in an appropriate manner **from being accessed and misused by uninvolved and unauthorized persons**.
- MBB SE expects its business partners and third parties to behave in the same way with regard to such data worthy of protection.

Insider Information

- **MBB SE complies with all capital market regulations.** This applies in particular to those relating to insider law.
- Trading financial instruments of MBB SE or listed subsidiaries based on insider information, passing on insider information or making recommendations based on insider information is prohibited.

Privacy & Intellectual Property Protection

- The protection of personal data of employees, business partners and shareholders is of particular importance to MBB SE, especially in times of ongoing digitization.
- MBB SE respects the intellectual property and know-how of business partners and third parties. In the same way, all employees protect the intellectual property and the know-how of MBB SE.
- **We respect the privacy rights of all people and maintain high standards when processing personal data.** The collection and processing of this data complies with legal requirements and takes into account fundamental principles such as purpose and scope limitation.

6. Policy Statement in accordance with LkSG

The protection of human rights as well as environmental standards has always been a high priority at MBB SE. We therefore align our corporate actions with the principles described above as well as the "Universal Declaration of Human Rights of the United Nations". MBB SE expects all employees

and business partners to comply with applicable laws and regulations as well as internationally recognized human and environmental rights standards.

MBB SE has expanded its risk management system to include an appropriate and effective risk management system for compliance with its due diligence obligations in accordance with the LkSG and has established and implemented corresponding procedures and measures. The core of this risk management system is a regular risk analysis of MBB SE's own business area as well as its direct suppliers, in which human rights and environmental risks are identified, weighted and prioritized in accordance with the LkSG. Internal responsibility for this lies with the Executive Management.

This risk analysis with regard to the company's own business area is based on a list of the possible risks from the LkSG, with a respective estimate of the probability of occurrence, the typically expected severity of a breach of a human rights and environmental obligation, MBB SE's ability to take influence and its contribution to causing the respective human rights and environmental risk or violation. In addition, a written current assessment is made for each risk. Moreover, measures to avoid or minimize the risks are defined and implemented. Based on this, the respective risks are evaluated in a scoring and the potential need for action is determined.

The risk analysis with regard to direct suppliers of MBB SE is, on the one hand, carried out on the basis of an assessment of the relevance of the supplier to the type and scope of MBB SE's business activities, MBB SE's ability to influence the supplier, the severity of the violation that could typically be expected, as well as the potential contribution made by MBB SE to the respective human rights and environmental risk or violation. Based on this assessment, the priority or relevance of the respective supplier is determined. On the other hand, the potential risks of each supplier are transferred into a scoring and each supplier is evaluated based on a) the specific country risks, b) the specific industry or product category risks, and c) MBB SE's own experience with the supplier or indications of a potential violation. In conjunction with the supplier's previously determined relevance, the potential need for and scope of action is derived. Indirect suppliers of MBB SE are included in the risk analysis described above on a case-by-case basis.

The risk analysis of MBB SE's own business area and its direct suppliers has shown that MBB SE is not exposed to any material human rights or environmental risks or that these risks are to be classified as very low. This is due in particular to the nature and scope of MBB SE's business

activities, which are limited to the acquisition of new companies (M&A), the provision of consulting services and the management of its own assets. MBB SE employs 11 employees for this purpose.

Preventive measures in MBB SE's own business area as well as regarding direct and, if warranted, indirect suppliers consist in particular of a) the formulation and communication of MBB SE's human rights-related and environmental expectations and principles to its employees as well as business partners and suppliers through this Code of Conduct and this policy statement as well as b) the consideration of these principles in its procurement processes and decisions. Assurances as well as trainings of employees are established depending on the risk exposure. The preventive measures are reviewed at least once a year or, if required, on an ad hoc basis and adjusted if necessary.

If violations of human rights-related and environmental obligations are identified in the company's own business area or at direct or indirect suppliers, remedial measures are taken immediately in accordance with section 7 of the LkSG. In addition, complaints regarding human rights-related and environmental risks as well as potential violations of MBB SE, its direct and indirect suppliers can be filed via the compliance email in the Corporate Governance section of the MBB SE website <https://www.mbb.com/en/ir/corporate-governance.html>. Complaints and hints are handled impartially and confidentially. Compliance with the due diligence requirements of the LkSG is documented on an ongoing basis as part of MBB SE's risk management and published once a year in a report on the company's website.

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The Executive Management

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