



Munich Airport International GmbH
and subsidiaries

Employee Code of Conduct

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amd.sigma
strategic airport development

Munich Airport NJ LLC
Munich Airport US Holding LLC

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1. Message from the management

Dear colleagues,

The global, mobile and culturally complex context in which the core of all our businesses is set, bears many open and hidden temptations for each and every one of us. As a reliable company, we feel responsible for how we conduct business with customers, suppliers, all other business partners and our colleagues.

This Employee Code of Conduct, together with the Code of Conduct of our parent company Flughafen München GmbH and its affiliated companies, shall be the base for an ethically, morally and legally standard that shapes our daily business conduct. This standard is the key to a reputable and respected company and for our sustainable success now and for years to come. We urge all our team members to follow these Code of Conducts and the respective guidelines and to accept no tolerance when it comes to dishonest behavior in our business environment – neither from our clients and partners nor, or most important from ourselves.

You are the voice of your companies' values, so please integrate our Code of Conducts into your daily decision-making.

01.12.2023



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2. Preamble

Munich Airport International GmbH and its subsidiaries are entities of Munich Airport Group and as such fully dedicated to the values and standards of Munich Airport. As Five-Star Airport, Munich Airport Group is committed to act with integrity in a compliant and sustainable manner. Insofar the Code of Conduct of Munich Airport Group applies to the employees of Munich Airport International GmbH and its subsidiaries without any restrictions or limitations. The Code of Conduct of Munich Airport Group can be accessed under the following link: <https://www.munich-airport.com/compliance-264015>. The Code of Conducts of Munich Airport Group and Munich Airport International Group are harmonized and do not contradict each other. If a matter is solely regulated in the Code of Conduct of Munich Airport International Group, this regulation takes precedence over the Code of Conduct of Munich Airport Group. In the event of inconsistencies between the Code of Conducts, the Code of Conduct of Munich Airport Group shall prevail.

3. MAI values

Our company's identity is defined by our values. These values, established through a collaborative process with our employees, influence how we act or speak and how we behave towards our colleagues, clients, business partners and stakeholders as well as other third parties. Our Code of Conduct is founded on these values and helps us to define the standards expected of everyone who works in our company.



As part of Munich Airport Group we - among others - strive to act as entrepreneurs; we promote transparency, support progress and change and we have the Munich Airport Group's interest in mind when acting on a day to day basis. All managers are tasked with sharing the Code of Conduct with employees, acting as role models, and ensuring that these rules and principles are followed.

4. Application of this Code of Conduct

This Code of Conduct including the Code of Conduct of Munich Airport Group [the "Code"] applies to all of us that are employees of the Munich Airport International Group ["MAI Group"], including management, board directors, managing directors, and other executives of MAI Group. This comprises all entities in which Munich Airport International GmbH ["MAI GmbH"] directly or indirectly holds at least 50% of the share capital or which it controls in another manner. Additionally, the Code shall be brought to the awareness of any other entity in which MAI GmbH directly or indirectly holds more than 25% of the share capital. Such entities shall acknowledge the Code independently as part of its corporate decision-making structures.

All employees must be informed annually by their supervisors about the content of the Code. Employees and supervisors shall confirm in writing that they have read and understood the Code.

It is in our interest that we bring the Code to the attention of all our business partners, including but not limited to our consultants and external experts.

To the extent local law allows a certain behavior that is not permitted by the Code, the Code shall prevail.

The Code is reviewed periodically and can be subject to updates from time to time.

5. Principles of the Code of Conduct of MAI Group

Due to the international nature of our business, we are subject to various social, political and legal frameworks that must be observed by all of us. Violations of such - and especially violations of laws and regulations - would have considerable financial and reputation damaging effects on MAI Group and the whole Munich Airport Group and will not be tolerated. This Code defines the principles for the morally, ethically and legally binding behavior for all employees of MAI Group and shall ensure integrity and transparency in all conducts of our business and in our relationships with any third party. When interpreting this Code and the Code of Conduct of Munich Airport Group we shall be guided by the idea of common sense and always

consider whether a specific course of action might give rise to criticism or lead to a violation of moral and legal standards.

It is an essential part of our relationship with the MAI Group that we comply with this Code and its underlying principles. Where appropriate, these principles are further defined by internal policies and regulations. The applicable policies are issued by the executive managers. It is essential that we fully understand this Code and the Code of Conduct of Munich Airport Group as well as the underlying policies and consider their regulations in our daily business activities and behavior. In case of uncertainty, every employee will consult with the respective line manager and / or Compliance Officer.

6. Our commitment

To ensure that we all conduct our business by our values and comply with the Code, MAI Group is committed to:

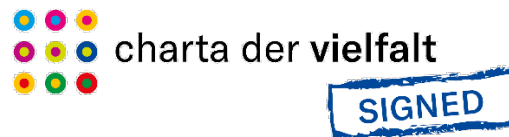
- › The creation, maintaining and constant evaluation of a culture of integrity.
- › The strengthening of awareness of the Code.
- › The implementation and evaluation of measures to prevent, detect and respond to unethical and non-compliant behavior.

The management and the Compliance Officers are available to provide guidance and to address any issues or questions regarding the Code.

7. Human rights, respect and diversity

Human Rights as based on the UN Charter and the European Convention on Human Rights, are fundamental values for MAI Group. We therefore commit ourselves to act in accordance with the UN Guiding Principles on Business and Human Rights (UNGPs), the conventions of the International Labour Organisation (ILO) and other applicable principles of multinational intergovernmental organizations such as OECD, etc. We respect and reserve these rights and undertake to support their protection and preservation. The MAI Group prohibits any form of forced or involuntary labor as well as any acceptance of this and will therefore not engage in activities that encourage human rights abuses or that support human trafficking, the use of child labor or any form of forced labor. We are also committed to complying with applicable occupational health and safety standards and to the safety standards of Munich Airport Group.

Our day-to-day business requires us to interact with individuals of various ethical backgrounds, religions, cultures, ages, genders, political opinions, disabilities and sexual orientations. As MAI Group we acknowledge and welcome the fact that each individual is unique and shall be respected accordingly. Indeed, we do not tolerate any discrimination whatsoever and we welcome and promote diversity [i.e. with being a member of the German diversity charter].



We treat each other with respect and fairness and insofar create and protect a professional environment that is free of harassment or abuse and any form of harsh and inhumane treatment.

8. Conflict of interest

A conflict of interest - whether actual or potential - might expose the MAI Group to serious risks of exercising inadequate influence on our level of professional judgement relating to our obligations and duties towards MAI Group or external stakeholders. This might be the case if we have an individual secondary interest that can result in financial and / or professional and / or personal benefit for us or a family member or someone else with whom we have a close personal relationship.

Insofar we must immediately and fully disclose a conflict of interest to our line manager or the Compliance Officer, even if only it appears that such conflict of interest might arise. In case of any doubt, employees must seek the advice of their line manager or the Compliance Officer.

9. Appropriate business practices

9.1 Anti-bribery & anti-corruption

The MAI Group is fully committed to conduct its business with integrity and therefore prohibits corruption and bribery in any form according to all applicable laws. We must not, directly or indirectly, offer, promise, give, request, agree to, accept or authorize any form of bribe, kickback, payment [a given percentage of an income to a person in a powerful position for having made the income possible] or anything of value to or from any third party that may or might create the impression to influence action, inaction or a decision.

9.1.1 Gifts & benefits

Gifts and benefits are often part of normal business practices but can be considered as forms of bribery.

Consequently, employees are expected to ensure that receiving or offering gifts or benefits is legal and comply with the limits and prohibitions for gifts and benefits as set out in the internal MAI guidelines. For details and further guidance please look into the applicable "Gifts & Invitation" Guideline, which sets out in detail the criteria for accepting and granting gifts and benefits. In case of any doubt, employees should contact their line manager or the Compliance Officer.

9.1.2 Facilitation payments

A facilitation payment is a financial payment that may constitute a bribe and is made with the intention of unofficially expediting an administrative process. It is a payment or contribution made directly or indirectly to a public or government official that acts as an incentive for the official to complete some action or process expeditiously, to the benefit of the party making the payment.

It is strictly forbidden to make any such facilitation payments - whether in cash or by other means of payment method and whether with corporate or private funds.

9.2 Interacting with third parties

Third parties with whom we typically interact in our daily business include:

- › Clients
- › Competitors
- › Suppliers
- › Business partners
- › Government & Public officials

We at MAI Group work solely with third parties who share our high values and integrity standards and therefore expect them of having business practices installed that fulfill our own compliance requirements. We reserve the right to check and evaluate such standards of third parties before entering into agreements with them.

9.2.1 Business partner & supplier

A Business Partner is defined as any third party who acts on behalf or in our name or who has a partnership with the MAI Group for a special purpose, such as a research partner or a consortium, bidding cooperative, and/or similar association in which we are a member.

As our Business Partners' actions may have a direct impact on us, they shall only be retained by us after sufficient due diligence has been conducted. We expect our Business Partners to adhere to the principles set out in the Code and to make every effort to ensure compliance with the Code throughout the business relationship.

Suppliers shall only be contracted based on need, sufficient quality, adequate service and price, and other terms and conditions of procurement. Business relations with vendors shall only be established on the merits of their products, services and supplier's reliability. For the avoidance of doubt suppliers include among others freelancers and sub-contractors.

We may not establish and may terminate a business relationship with any supplier if we become aware that such supplier's business practices violate any applicable laws, rules, or regulations or our Business Partner Code of Conduct (<https://www.munich-airport.de/international/code-of-conduct>).

9.2.2 Government & public officials

a) General

Due to the nature of our business, we interact directly or indirectly with Government Officials on a regularly basis. We must be aware and understand that stricter rules may apply when we are dealing with Government Officials and we must ensure that all applicable laws, rules, and regulations governing such contact and dealings are complied with.

Government Official by means of the Code of Conduct of MAI Group is an officer or employee of or any person representing or acting on behalf of:

- › Any level of government (whether federal, provincial, state, municipal or other);
- › Political parties, party officials and candidates for political offices;
- › State-owned and state-controlled entities;
- › Public international or intergovernmental organizations; or
- › A person who holds a legislative, administrative, judicial or military position.

In all cases of interacting with Government Officials we must:

- › Refrain from any offer in the nature of a personal benefit to a government official unless it is clearly acceptable under applicable laws and regulations and fully compliant with the Code and its underlying policies.
- › Not give something of value to a person if we have reasons to believe that it will be passed on to a government official.

- › Never enter into possible employment contracts with a current or former Government Official or a member of his immediate family without having consulted Compliance and Human Resources department of MAI.

b) Regulatory authorities

We must collaborate with adequate governmental inquiries and investigations pursuant to all applicable laws, rules, and regulations. However, it is also important to consider and protect our legal rights especially with respect to non-public information under consideration of the applicable laws.

9.3 Public office

As individuals we all may serve in an elected or appointed public office or engage otherwise in political activities provided that such position or activity does not cause or might appear to cause any conflicts of interest with our duties and responsibilities towards the MAI Group. We must use solely our own private and individual sources to do so and must not use MAI Groups name, time, funds, property, and resources.

9.4 Political contributions

We are prohibited from making political contributions on behalf of the MAI Group to political parties, candidates, parties, organizations, or any other political entity at all levels of government.

9.5 Competition

MAI Group's policy is to act and compete lawfully in all markets. Our commitment to fairness includes respecting our competitors' rights and to comply with all applicable laws, rules, and regulations especially in the course of market competition.

Competition Laws regulate among others prohibited actions such as discussions, collusions or agreements etc. with third parties to

- › fix and control conditions, products and services, payment terms, discounting and pricing practices (including predatory pricing, price fixing and price discrimination);
- › share confidential information with competitors;
- › restrict competition by promotional allowances, hidden rebates, exclusive distribution networks or distribution agreements, restrictions on carrying competing products and/ or services, product and/ or service bundling, termination and many other anticompetitive practices.

We must not enter into an agreement, arrangement, or understanding with any competitor, whether written or oral, or express or implied, that relates to:

- › terms or conditions of sale, as well as prices and discounts
- › profit or profit margins
- › restrictions on production, services or supply
- › allocation of products or services
- › market sharing with regards to customers, markets, or territories
- › costs and expenses
- › boycott of customers or suppliers or
- › bidding, possible bidding, or even engage in discussions or exchange information on these topics when it is not explicitly allowed by the applicable laws.

9.6 Anti-money laundering

Money Laundering is a way of transforming illegally obtained money [e.g. drug trafficking, copyright infringement, corruption, etc.] into seemingly legitimate funds.

We and no other person or entity acting for or on behalf of the MAI Group shall willfully or knowingly:

- › receive, transport, use, divert, transfer, retain, structure, or hide any proceeds of any criminal activity, or aid or abet another party in any of the foregoing action;
- › engage or become involved in any financial transaction involving funds, property, or monetary instruments which, either directly or indirectly, promote or result from criminal activity punishable under the laws of any country;
- › engage or become involved in, finance, support financially, or otherwise facilitate, sponsor, or assist any terrorist organization, individual, or activity; or
- › aid, abet, or otherwise become involved in any arrangement that may reasonably result in a violation of the Code by any person.

All our business approaches must comply with anti-money laundering laws and regulations in all jurisdictions we operate in. To prevent the MAI Group from being involved or used in such criminal activities we must act with reasonable due care when it comes to business relationships and be aware of potential warning signs to detect suspicious activities.

9.7 Trade compliance & export law

As MAI Group offers its services worldwide we must comply with all applicable international trade control laws and regulations and economic sanctions in all jurisdictions where we operate. These laws and regulations cover the export and re-export of products, services, software, technology, technical data, sanctions and anti-boycott requirements.

We must –at a minimum– take the following steps to ensure proper compliance with all export regulations [such as but not limited to export control laws, sanctions, and anti-boycott requirements]:

- › know your customer [KYC] – the identity of customers, suppliers, line of business, location of their principal office, and how they shall use the Company’s goods, services, technology or software;
- › be apprised of the countries and companies that have been sanctioned;
- › routinely check vendors, project partners, subcontractors, and other parties against sanctions lists when engaging in international transactions.

10. Protection of information, intellectual property & information security

Intellectual property can be e.g. patents, trademarks, copyrights, designs, videos, photos or know-how etc. and are one of our most valuable resources. We must protect our intellectual property to secure our competitive advantage and prevent competitors and unauthorized third parties from getting access to our knowledge. In a consequence the MAI Group also respects intellectual property of its competitors and business partners.

Confidentiality of information of any kind may not be made available to third parties or used by us for personal interest. We must keep any confidential information belonging to MAI Group or entrusted to us by a third party secure to prevent inappropriate and unauthorized access:

- › If information must be taken off-site we must ensure that no third party can inspect or access our information.
- › If information has to be disclosed for business reasons, appropriate confidentiality agreements must be entered into and confidential information has to be marked as such.
- › Store confidential information safely and securely.

Information is key to ensuring the lasting success of business processes. Information, the IT systems/applications used, and communication technologies are all valuable types of company property that deserve to be protected, and we deal responsibly with these items in compliance with the [relevant guidelines and policies](#).

11. Protecting data

The MAI Group processes the personal data of employees, customers, suppliers and other business partners in connection with its business activities. In doing so, the MAI Group is serious about protecting personal data.

Personal data may only be processed subject to compliance with statutory requirements. We will ensure that such processing is explained transparently and that personal information will only be used for the purpose for which it was collected.

We all must ensure that personal data is protected, secured and kept confidential and that personal data is only retained for the time that is necessary to achieve the processing purpose or to satisfy legal requirements.

12. Responsibility for our environment – climate protection and regional integration

Air travel, as a sign of an increased need for mobility, leads to problematic effects for the environment. Climate protection is therefore an important and central concern. We use resources sparingly, purposefully and efficiently, and act with environmental awareness in our respective tasks. Furthermore the Munich Airport International Group is aware of its social responsibility in the region and acts accordingly.

13. Reporting misconducts

All employees are encouraged to report any known or suspected violation of provisions of the Code, other internal guidelines and policies, rules, laws or regulations, as well as all observed instances of misconduct or interference on our ethical standards and values.

Violations of laws, guidelines and other regulations can lead to massive economic disadvantages and reputational damage both inside and outside the Munich Airport Group. This might lead to legal consequences under civil, labor and/or criminal law.

We therefore fully comply with applicable laws and act in accordance with the principles of our corporate culture.

Serious violations, such as cases of corruption, bribery or anti-competitive practices, etc. must be reported immediately. The following channels are available for reporting:

- › Direct reporting to the Managing Directors
- › Direct reporting to the Line Manager
- › Direct reporting to the Compliance Officer

- › Report over a central, web-based whistleblower system, which can be used anonymously and non-anonymously. It can be accessed at <https://mai.integrityline.com/>

The Compliance Officer of MAI can be contacted at the following address:

- › MAI-compliance@munich-airport.de

MAI Group considers all reports seriously and assumes that all filed reports are made in good faith and are legitimate. Retaliation or any form of discrimination against whistleblowers will not be tolerated. Following investigations are conducted with the utmost discretion and will be kept private to the extent permitted by law. Under certain circumstances MAI Group may be required to report certain improper activities to the appropriate government, law enforcement or regulatory authority.