

**Code of Conduct**

Regulatory Compliance

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## 1. MISSION AND VISION OF THE COMPANY

The société anonyme with the name '**Thessaloniki International Fair S.A.**' (**TIF-HELEXPO** or the **Company**) is the largest exhibition agency in Greece, operates under private-economy rules and is expressly exempt from the provisions that concern the wider public sector.

Its objects include:

- Organising exhibitions, conferences, trade delegations and events in general, both in Greece and abroad;
- Advising the Greek State on issues of exhibition policy, organising exhibitions, conferences and events in general (MICE events);
- Informing the State on exhibition activities in Greece;
- Providing any manner of services, including consulting and production services concerning any kind of exhibition, conference and cultural activities to State and private bodies, as well as compiling, processing and commercially exploiting relevant information;
- Promoting Greek tourism;
- Aiding Greek producers, small- and large-scale industrialists in their efforts to improve the production, promotion and marketing of their products and to increase sales and exports.

TIF-HELEXPO is responsible for organising the Thessaloniki International Fair, organises more than twenty trade fairs per year, conducts regional exhibitions throughout Greece, organises national pavilions at major international exhibitions held abroad, organises conferences and cultural events, manages and develops its assets and the Radio TIF 104.9 radio station, and advises the Greek State on exhibition policy.

The Company aims at supporting the Greek economy through:

- facilitating the networking of economic bodies and creating business and economic partnerships and synergies at both the national and international level;
- promoting Greek production and processing of products, as well as Greek tourism;
- enhancing the openness of Greek enterprises.

The vision of **TIF-HELEXPO** is:

- to create a modern exhibition and conference centre by redeveloping the existing one;
- to establish Greece as an international exhibition and conference destination of high standards and specifications;
- to become the largest event organiser in Greece and the Balkans.

## 2. OUR PRINCIPLES AND VALUES

Achieving the mission and vision of TIF-HELEXPO necessitates a framework of values and principles governing our day-to-day conduct and practices and laying down our responsibilities in the discharge of our duties.

### 2.1. Corporate interest

We are committed to the best possible management and utilisation of the company's assets and its intangible commercial value, aiming at creating long-term value, increasing revenue and providing better services.

### 2.2 Integrity

We act with integrity, honesty and diligence in all our tasks, defending the Company and its interests above all personal or other private interests. We act objectively, not allowing third parties to raise conflicts of interest or influence our professional judgment.

### 2.3 Transparency, accountability and consultation

We act with transparency, accountability and open communication, disclosure and consultation with all stakeholders.

### 2.4 Effectiveness and innovation

We promote effectiveness and innovation in all our activities. We aim at the correct and swift implementation of strategy and decisions. We encourage the development of new solutions and ideas that add value and improve the quality of services provided.

### 2.5 Meritocracy and social responsibility

We act on the basis of meritocracy, we respect diversity and ensure equal treatment and opportunities at the workplace, preventing discrimination.

We must all comprehend and share the Company's principles and values, act responsibly towards the Company and exhibit conduct, in the context of principles of professional and business ethics, that does not injure the image, reputation and work of TIF-HELEXPO.

### 3. PURPOSE AND SCOPE OF THE CODE

The Code serves as a guide to our day-to-day professional conduct. It clearly lays down the ethical principles and values, as well as the internal rules of ethics and conduct that everyone who works for or with TIF-HELEXPO must comply with. We are collectively responsible for conforming to and complying with the values, principles and rules laid down in the Code.

It must further be stressed that the Code is supplemented by the Company's relevant policies, guidelines and procedures. In any event, not every possible situation and form of conduct can be accurately addressed, so we must all exhibit sound judgment and avoid even ostensibly inappropriate behaviour.

In order to ensure compliance with the Code, we must all, regardless of when we were hired by TIF-HELEXPO, fully familiarise ourselves with the rules and principles laid down in the Code, undergo relevant training and commit ourselves to complying with the Code, signing the attached Statement of Personal Commitment.

### 4. CORPORATE GOVERNANCE AND COMPLIANCE

TIF-HELEXPO adheres to high standards of corporate governance and transparency. It complies with all legal requirements governing the administration and control of the company, and has adopted, by means of the Corporate Governance Code, the international best practices and recognised standards of sound and responsible governance and operation.

Compliance with the Greek and European legislation in force is a key requirement. Moreover, we must all comply with the relevant policies and procedures enacted by the Company. We must all know the rules that govern our day-to-day work and, should questions or doubt arise regarding the discharge of our duties and performance of our work, we must contact the Company's Compliance Director and the Legal Advisor.

### 5. STANDARDS OF CONDUCT

We are all responsible for fostering and establishing a stable, modern and healthy corporate environment that will promote the work of TIF-HELEXPO and will be based on the principle of equality (particularly regarding gender), respect for individual rights and respect for diversity.

We must therefore treat our colleagues and associates in a respectful and dignified manner, and must not tolerate any form of discrimination and harassment at the workplace. This way we ensure the creation of a work environment of equal opportunities for personal and professional growth for everyone, which is a key requirement for healthy business activity and social cohesion and progress.

The Company's image is directly linked to the conduct each of us exhibits. Therefore, we must all exhibit conduct and an image that does not injure the business image, name and reputation of the Company.

## 6. PERSONAL AND PROFESSIONAL INTEGRITY

### 6.1 Conflict of interest

We must pay particular attention to avoiding and handling cases that constitute or could lead to conflicts of interest.

Conflict of interest arises when the private or personal interests or relations of a TIF-HELEXPO executive, employee or associate directly or indirectly compete with the interests of TIF-HELEXPO. Conflict of interest means any situation that can unfairly influence our ability to act in the best interests of TIF-HELEXPO in an objective and unbiased manner.

We are all obligated, whether in the discharge of our duties or the conduct of our personal affairs beyond the scope of TIF-HELEXPO, to avoid any conflict of interest, including the impression of creation of conflict of interest. In all cases, we are all obligated to explore possible cases of conflict of interest in the context of our activities. This concerns each of us personally, as well as our family members.

Aiming to deter actual or potential cases of conflict of interest, TIF-HELEXPO has drawn up relevant policies for avoiding conflict of interest addressed both to directors and to the other executives, employees and associates of TIF-HELEXPO that outline the rules and procedures for identifying and handling such situations. We must all stand aware of the relevant TIF-HELEXPO applicable in each case. Moreover, we must notify the Company's Compliance Director immediately with regard to our important personal interests that may be affected by TIF-HELEXPO transactions or decisions, as well as any other conflict of our personal interests arising in the discharge of our duties.

Should you have any hesitation or doubt concerning your situation or believe that it could constitute conflict of interest, you must contact the Company's Compliance Director.

### 6.2 External engagement

We must all keep TIF-HELEXPO as our top professional priority. In accordance with the staff engagement rules of procedure, all Company employees are engaged on an exclusive basis.

Therefore, we must not professionally provide our services in any manner or use our knowledge to professionally exercise any other activity. Furthermore, TIF-HELEXPO employees may not participate in the administration of any other legal person or association of persons without the prior approval of the Company in writing.

Where TIF-HELEXPO employees intend, during their employment, to acquire an interest, take on obligations or be directly or indirectly engaged on their own account or on account of a third parties, whether natural or legal person, whether with or without compensation, they must notify the competent corporate body and secure the relevant approval of the Company in writing.

## 6.3 Corruption and bribery

Integrity is a fundamental principle of TIF-HELEXPO, and we must all be determined to maintain the high standards of ethics and integrity in the course of our activities. All our transactions must take place in a lawful and ethical manner, in accordance with the legislation in force.

We must not tolerate any form of corruption, as well as conduct, actions or omissions that could expose us to the risk or even raise the mere suspicion of corruption. Furthermore, we must all abstain from any action or omission that could give rise to conditions of unfair activities. It is expressly prohibited to make any kind of promise or provision or offer or acceptance, whether directly or indirectly, for financial purposes or any other personal or other benefit, to or from a civil servant and/or private employee, in order to secure privileged treatment or a business advantage.

All incidents of possible corruption and bribery must be reported to the Compliance Director. Anyone committing and/or engaging in illicit suppression or concealment of the commission of the offence of corruption or bribery in the discharge of their duties shall be held liable towards the law and their relationship of employment by or cooperation with the Company shall be terminated.

## 6.4 Gifts and entertainment

The exchange of gifts and entertainment with external associates, advisors and other third parties is commonplace in the business world; however, it is important to maintain an arm's-length relationship.

In this context, it is prohibited to offer or accept gifts, donations and entertainment in any form and any benefit relating to the performance of our duties or entailing the undertaking of any obligation or giving rise to the suspicion of bribery. We must always assess whether the gift or entertainment we are providing or receiving could be considered excessive or even inappropriate.

Providing or accepting low-value, non-monetary corporate gifts and entertainment is only permitted in the context of ordinary social propriety and business practice, and always in accordance with the relevant Company policy on gifts and hospitality.

## 7 HANDLING OF INFORMATION AND DATA

### 7.1 Confidentiality

Keeping confidentiality regarding information and data is of paramount importance for TIF-HELEXPO. We are all committed to keeping service and business secrecy and safeguarding the confidentiality of non-publicly available information that concerns TIF-HELEXPO, as well as information that third parties entrust to TIF-HELEXPO. It is prohibited to use and publish such information without prior approval in writing by the competent corporate body of TIF-HELEXPO.

We must all pay particular attention and be particularly sensitive on matters of confidentiality, protection and security of data when using informatics and communication systems.

### 7.2 Secrecy and security of personal data

TIF-HELEXPO is aware that the personal data of its employees, as well as those entrusted to it by third parties, are important, and therefore protects them with great care and responsibility. TIF-HELEXPO takes technical and organisational measures to safeguard the secrecy of personal data from unauthorised access and unapproved or inappropriate use.

Therefore, we are all obligated to strictly comply with the relevant directives and rules on the protection of secrecy and, more specifically, to respect and safeguard the rights of persons whose data are collected, processed and used. For further guidance, please refer to the relevant personal data protection policy of the Company. In all cases, if you have any queries or require clarifications with regard to personal data, contact the Company's Data Protection Officer.

### 7.3 Communication and disclosure of information

It is important for the communication between TIF-HELEXPO and representatives of the media, the general public or external parties to take place accurately, consistently and only by appointed TIF-HELEXPO staff who have been authorised to make any form of disclosure for publication on behalf or in the name of TIF-HELEXPO.

Unauthorised communication is not permitted due to the serious impact on the image and operation of TIF-HELEXPO. Therefore, we are not entitled to make statements, announcements or presentations to third parties on matters we became aware of due to or in relation to the services we provide without the prior approval of the Management of TIF-HELEXPO in writing. In this context, we must all remain fully up to date on the communication policy of TIF-HELEXPO and follow the relevant directives and rules.

With regard to use of social networking media, we must understand that the way we present ourselves reflects not only on ourselves but also on the Company. We must therefore pay particular attention when expressing opinions and personal beliefs, and not create the impression that these are the Company's views or are directly or indirectly related to the Company.



## 7.4 Breach of confidentiality and secrecy

If a Company executive, employee or associate is proven to have revealed and/or disclosed information, whether personally or through third parties, or did not engage in due diligence to avoid the confidential information becoming public, they shall bear full liability and shall be held accountable towards the Company. Such breach or negligence constituted behaviour in breach of contract, may infringe legislation and entail the termination of the relationship of employment/cooperation with the Company.

## 7.5 Protection of internal and privileged information

Those of us who have access to privileged or confidential information due to our post and capacity at TIF-HELEXPO must keep such information secret. Similarly, it is absolutely prohibited to disclose, use and exploit internal/privileged information in order to make any investment decisions or carry out any transaction for personal gain or third-party gain.

Such illicit conduct is unlawful, in breach of contract and shall result, without exception, in the termination of the relationship of employment/cooperation with TIF-HELEXPO and the initiation of criminal prosecution.

## 7.6 Record-keeping and transparent financial information

We are all responsible for safeguarding the correctness, accuracy and comprehensiveness of financial and business files in general. These include all information created or used by TIF-HELEXPO. Proper record-keeping enhances the successful and seamless operation of the Company, as well as its prestige and reliability.

TIF-HELEXPO has adopted high standards of transparency and publicity. TIF-HELEXPO produces its financial and non-financial information in accordance with international reporting standards, and this information fully depicts the true view of its financial position and performance.

## 8 PROTECTION AND USE OF COMPANY ASSETS

The assets and resources of the Company must be managed responsibly and used exclusively for the intended operational purposes, and not for personal benefit. These include both tangible (buildings, fixed equipment, consumables) and intangible (information, trade secrets, designs, copyright) assets of the Company, as well as third-party assets. Common sense must prevail, of course, as the Company's policy may also permit the personal use of certain assets (e.g. use of mobile telephones).

Any text, document and file we produce or which is disclosed to the bodies and staff of the Company, whatever its form, that pertains to Company activity falls under the exclusive ownership of TIF-HELEXPO. Upon the expiry or termination of the employment contract or whenever requested by the Company, we must deliver the material we used or prepared at any time in intact form.

Therefore, we must all demonstrate due attention and diligence in caring for the Company's tangible and intangible assets, so as to ensure their integrity and proper use. In addition to administrative responsibility with which specific

executives are charged in order to ensure the safety of the Company's assets, we must all remain vigilant and highlight any shortcomings or make relevant proposals.

## 9 ENVIRONMENTAL RESPONSIBILITY

Protecting and respecting the natural environment are a non-negotiable commitment for TIF-HELEXPO. The Company systematically seeks ways to reduce its environmental footprint through recycling and controlling the energy and natural resources it consumes.

We are therefore all obligated to remaining particularly aware on matters of environmental protection and making every effort to save natural resources, where possible. We support the recyclable material management programmes implemented by the Company, and contribute to their implementation not only personally but by also encouraging our colleagues to adopt similar conduct and tactics.

## 10 BREACHES AND REPORTING

Breaches of the Code of Conduct, the relevant legislation and the Company's directives/policies can severely impact not just the persons committing such breaches but TIF-HELEXPO as well.

The Company encourages its executives, employees and associates to immediately report cases of breaches and inappropriate conduct, as well as any act or conduct that could deviate from the norm, whenever deemed necessary. This is the only way to ensure that the principles and values of TIF-HELEXPO and the rules of ethics and conduct will continue to be applied, and that the Company will be able to take any corrective steps required. Therefore, if you ascertain any conduct that causes concern, you must report it immediately to the Compliance Director.

The Company treats all reports of possible misconduct seriously and, in all cases, ensures confidentiality and conducts a relevant inquiry in order to ascertain whether any misconduct was committed. If any breach is identified, the necessary corrective measures are taken and the necessary sanctions are imposed, in accordance with the nature of the breach, the applicable law and the employment/cooperation contracts. The Company shall protect anyone who discloses a concern or makes a report in good faith. However, the Company maintain the right to take any measures it deems appropriate against any executive, employee or associate if it is proven that they intentionally/maliciously provided false information concerning any breach of the Code and/or the relevant legislation.

## 11 APPROVALS AND RESPONSES TO QUERIES

According to the Code, certain situations required prior approval by the competent corporate body of TIF-HELEXPO. In such case, you must contact the Compliance Director and/or the Legal Advisor for appropriate instructions.

# **TIF HELEXPO**

If you have any questions or doubt concerning compliance with the Code, you can contact the Company's Compliance Director, who is responsible for handling issues concerning the application hereof.

## STATEMENT OF PERSONAL COMMITMENT

I attest that I have received a copy of the TIF-HELEXPO Code of Conduct (the **Code**), have read and understood the Code, accept it and shall comply with the principles, rules and standards of conduct it contains, as required. At present, I have no information regarding any breach of the Code.

Date: \_\_\_\_\_

Full name: \_\_\_\_\_

Position: \_\_\_\_\_

Signature: \_\_\_\_\_

\* Failure to read the Code and/or sign the Statement of Personal Commitment shall not exempt any person from the obligation to comply with the Code.