



**Media and Games  
Invest Group**

# **CODE OF CONDUCT**

**Adopted by the Board of Directors of MGI - Media and Games Invest SE**

**Updated: 24 October 2022**

The challenges of a rapidly changing world and our enormous pace of growth require us to constantly adapt to changing conditions.

Professionalism, transparency, diversity, engagement, respecting values and “No Politics” are core components of our identity. “No Politics” means that business decisions are solely based on objective criteria and made in the interest of the company but not for advancing personal agendas of individuals. Furthermore, it is our goal to always be at the forefront of innovation and to create products and services that make a difference. We expect everyone acting on our behalf to uphold this at any time. Our goal is to create an environment in which these values and principles are promoted by management and lived by everyone involved.

Each of our stakeholders must be able to trust in our integrity and the legal conformity of our corporate actions at any time.

It is our deep-rooted belief that sustainable success is only possible if all of our shared values are followed both at the individual level and in all areas of our business activities.

The requirements specified herein create an unambiguous expectation for behaviour and is binding on all managers, employees, and contract workers (hereinafter referred to as “**Staff Member**”) of MGI - Media and Games Invest SE and all its group companies (the “**MGI Group**”). This Code of Conduct should be read and interpreted in conjunction with all of our other compliance policies (hereinafter referred to as “**Compliance Policies**”). As the management of MGI Group, we expect every Staff Member to always act in compliance with any and all applicable law and to adhere to the shared values reflected in this Code of Conduct.

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## **1. Our Basic Principles**

This Code of Conduct illustrates our determination to always act in accordance with the law and our commitment to the universal importance of certain values. We respect the topics specified herein not only on a theoretical level, but consistently take them into account in all our business activities. Violating the law as a means of generating business opportunities is not an option for us. We pursue our business objectives in strict compliance with all applicable laws and regulations and in strict accordance with the values we represent. Professionalism, transparency, diversity, engagement, “No Politics” and being at the forefront of innovation are key elements of our identity.

We expect our Staff Members to act in accordance with our values as well as any and all applicable laws and regulations when performing their duties for Media and Games Invest. We support our Staff Members to act in a compliant way by providing compliance trainings and legal advice.

We have established a comprehensive compliance management system, consisting of processes and policies in compliance relevant areas, e.g. anti-bribery, anti-trust, sanctions, whistleblowing, that enables us to identify potential violations of laws in a timely and effective manner while protecting the interests of all parties involved. This leads to a significant reduction of our liability risk as well as effective prevention of illegal actions in our group of companies. By doing so, we create and sustain a culture promoting compliant behaviour in accordance with our values, enabling the identification of improvement potential, and ensuring the protection of our Staff Members as well as our assets.

Regarding the topics addressed in this Code of Conduct the MGI Legal and Compliance Department is always available as a contact for advice and clarification.

## **2. Health, Safety, Security for Staff Members**

We endeavour to create a work environment that protects the health and safety of all our Staff Members to the best of our ability. Moreover, we encourage our Staff Members to follow health and safety regulations and practices.

Working conditions that could have a negative impact on the health or safety of any one of our Staff Members must be reported to the Human Resources department. If necessary, we will take special protective measures. Together with an external service provider specializing in such issues, we regularly evaluate whether and to what extent protective measures are necessary.

## **3. Equal Opportunities and Anti-Discrimination**

For us, only the competences, experiences and skills of each of our Staff Members count. Our goal is to create a diverse and multifaceted working environment based upon the principles of equality, fairness, “No Politics” and to promote good cooperation among our international Staff Members, free from any kind of racism and sexual harassment, bullying or other discriminatory behaviour. We actively promote gender equality, which includes promoting more women in

leadership positions and encouraging our Staff Members to strive for their full potential without regard to any differences.

#### **4. Human Rights**

MGI Group abides by the principles of the Universal Declaration of Human Rights, the UN Global Compact and the International Bill of Human Rights enacted by the United Nations and does not condone nor engage in, among others, discrimination, harassment, violations of privacy, slavery or servitude, restrictions on free assembly or unfair employment practices.

#### **5. Responsible Gaming and Youth Protection**

Gaming is one of the core activities of our business. We consider it one of our main responsibilities to adhere to the principles of responsible gaming and to fulfil major technical and legal requirements necessary. We set up the required infrastructure and carry out the required procedures to achieve the following goals: Youth protection, safety measures against criminal activities, information privacy, online payment protection, a secure online environment, as well as ethical and responsible marketing.

#### **6. Confidentiality, Data Protection and Data Security**

Confidential information generated by and gathered in our business is a key asset of MGI Group. Confidentiality is maintained with highest diligence and care with regard to customer information and commercial secrets of our business partners.

Respecting data privacy as well as our partners' data is a core value for us. We take the highest possible care when processing personal data. All personal data that we collect and store or otherwise process will be processed fairly, transparently, carefully and in accordance with applicable data protection laws.

We expect both Staff Members and partners to fully comply with these standards and to act in accordance with the law and these principles at all times when performing their duties for or in relation to our company.

Our data protection unit has implemented appropriate processes, including an external data protection officer, to ensure that personal data may only be accessed with the necessary authorization. We pay particular care when transferring personal data outside the European Union.

Over and above that, it is of the highest importance to MGI Group that confidential and sensitive data be protected from both accidental loss and malicious data theft without jeopardizing our business objectives, particularly our obligations to our customers and other business partners. In order to continue to meet this requirement, we raise awareness of accidental loss scenarios and other critical situations on the part of our Staff Members.

## **7. Communications and Social Media**

MGI Group fully values and respects the right of its Staff Members to express themselves freely in a private or professional context through a wide variety of social media, communication platforms and gaming communities. We greatly appreciate the advantages of this and are glad that we can reach even more people this way. However, to avoid any negative impact on MGI Group through public communications such as risks to confidential and proprietary information, reputation damages, discrimination and harassment claims and non-compliance with business rules and laws, MGI Group provides comprehensive guidance on the principles that must be observed in both internal and external communications related to MGI Group.

## **8. Anti-Bribery and Anti-Corruption**

We do not tolerate any form of corruption, including bribes, facilitation payments, kickbacks, grease payments and other inappropriate actions to unduly influence decision makers, whether directed to government/public officials or corporate/private entities.

Even any actions that could create even the suspicion that decisions are influenced by the granting of advantages are strictly prohibited.

## **9. Conflict of Interest**

A Staff Member's outside activities may interfere with MGI Group's business interests in the form of a conflict of interest. Such conflict of interest arises when a Staff Member's personal interests (for example, financial, personal or family interests) impair or override the interests of MGI Group. It can occur in many different circumstances, for example when Staff Members have personal or business relationships with business partners outside of MGI Group such as being a major shareholder or executive or having a material interest in a company or organization doing business with the MGI Group. Taking advantage of such a situation will put MGI Group at a disadvantage by impairing its ability to obtain the best possible value. A conflict of interest is not necessarily a problem by itself but failing to declare a conflict or a potential conflict may harm MGI's business objectives and its reputation. It may also have negative consequences for the Staff Member.

## **10. Antitrust and Competition**

Antitrust and competition laws are designed to protect and promote free and fair competition. Any form of coordination between competitors aimed at fixing or artificially raising prices, partitioning markets or otherwise restricting trade is prohibited. They apply to any form of contract, both written and oral, as well as any other form of communication or understanding that restricts competition in any of the ways described above. MGI Group is committed to the principles of antitrust and competition laws and strongly believes that its services can compete with the services of its competitors, and strictly complies with applicable antitrust and competition laws at any time.

## **11. Anti-Money-Laundering**

Money Laundering seeks to disguise illicit funds as legitimate income and to conceal crimes ranging from small-time tax evasion and drug trafficking to public corruption and the financing of groups designated as terrorist organizations. We do not tolerate any violation of anti-money laundering laws and regulations. MGI Group enters into business relationships only with legitimate partners whose business activities are in accordance with legal requirements. In cases of doubt, all Staff Members are required to report unusual financial transactions which could give grounds to suspect money laundering, or any suspicion that the source of funds for a transaction may have been derived from criminal conduct (especially those transactions involving cash) to the MGI Legal and Compliance Department for review.

## **12. Trade Compliance**

We are a globally active company with business partners all around the world and attach particular importance to ensuring that all the entities, managers, and Staff Members of our group of companies are familiar with and comply with the laws on import and export controls.

We comply with relevant sanctions and embargoes which are in place in countries we do business at and prohibit or impose restrictions on dealings with certain sanctioned countries, companies, and individuals.

## **13. Protection of Intellectual Property and Know-How**

We invest enormous financial resources and a great deal of effort and creativity in the development of our various brands, products and services and their continuous improvement. The ideas, innovations and information we generate are valuable assets. This also applies to all other non-public information related to our business, such as our future plans, business relationships, strategies and financial information. To maintain our market position and the trust of our business partners and investors, we protect our intellectual property, know-how and all confidential information with all means at our disposal.

## **14. Information, Records and Contract Management**

MGI - Media and Games Invest SE is a publicly listed company and aims to expand the market position and the products and services we offer as much as possible. Both regulatory authorities and our investors expect our company to be organized in the best possible way. To maintain this trust, we ensure that our records are accurate, complete and understandable at all times. This applies in particular to our financial statements, but also to all other relevant business information, such as ESG reporting as well as our contracts which are administered in our contract management system. We expect every Staff Member to do his or her part to ensure the accuracy of our records. Whenever necessary, we involve external auditors and comply with all transparency and information disclosure laws and regulations applicable to us.

## 15. Insider Information and Insider Trading

Insider trading is considered illegal when a person trades stocks using material information that is not yet known by the public. Insider trading can be either illegal or legal depending on when the insider makes the trade.

All our Staff Members who have inside information must not engage in trading shares of MGI - Media and Games Invest SE or use or spread insider information. We are aware that insider information can have an impact on the market, and we therefore protect insider information carefully. To comply with the insider trading laws, we make timely briefings, use black-out periods, and have implemented an insider trading tool.

## 16. Sustainability and Environmental Responsibility

We assume responsibility for the needs of current and future generations - this is why we are committed to acting in a sustainable way. We believe responsible business conduct also includes preserving our natural resources. We strive for carbon neutrality primarily by reducing our carbon footprint.

In our individual actions, too, we are obliged to consider the effects on the environment and avoid possible burdens on the environment or at least reduce them to an acceptable minimum.

First and foremost, we attach particular importance to the control and to the improvement of products and services, as well as our business conduct to enhance their level of sustainability. Further to that, we expect and encourage our Staff Members to act in a sustainable matter considering the effects of their actions to avoid possible burdens on the environment.

## 17. Violations and Reporting Channels

We will take stringent action if this Code of Conduct or our Compliance Policies are violated. This may include, amongst other things, disciplinary actions such as termination of employment, claims for compensation, fines, monetary penalties, and potentially handing over to authorities which might lead to penalties, including imprisonment. However, we ensure that we determine for each case which consequences are suitable, necessary, and reasonable.

There are two options to report violations of the values and rules specified in this Code of Conduct or our Compliance Policies:

- Report to the MGI Legal and Compliance Department at **[compliance@mgi-se.com](mailto:compliance@mgi-se.com)**

**OR**

- (Anonymous) report via our Whistleblower Tool at **<https://mgi.integrityline.com/>**

You can find more details on our whistleblowing system in our Whistleblower Policy (for non-US based Staff Members) and our Reporting Policy (for US based Staff Members).



## 18. Questions

Should you have any questions concerning our Code of Conduct or any doubts as to whether a certain action complies with it or not, your manager or the MGI Legal and Compliance Department will be gladly available to offer advice.

You can contact us at

**[compliance@mgi-se.com](mailto:compliance@mgi-se.com)**

at any time.



# Media and Games Invest Group

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