



REWE GROUP CODE OF CONDUCT



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"Together, let us act as role models
in the actions we take."

Lionel Souque

Dear Colleagues,

"TOGETHER FOR A BETTER LIFE." That's our mission. And we can only do it justice if we really pull together. Our Code of Conduct is aimed at each and every employee – including managers – as well as the executive management of the REWE Group.

As a source of advice and guidance, it will help us to do our work every day in a way that allows us to achieve our goals: be it at every step, with every contact, every decision and every single action.

Our Code of Conduct describes seven core values for our professional conduct: it calls on us to create a culture characterised by mutual **appreciation** and **loyalty**. It defines **fairness** and **reliability** as the guiding principles of our everyday work. It requires us to act in a **straightforward** manner, to always be **honest** and to ensure that the approach we adopt is **sustainable**, in order to deliver a better quality of life.

Please internalise and embrace our Code of Conduct! Not only does it represent our clear commitment to compliance, but also a binding regulation that governs all our actions: internally – when dealing with employees and colleagues; and externally – regarding our contact with customers and business partners. We expect of the latter to also embrace the principles set out in this Code of Conduct, and to work towards their implementation throughout their own supply chain.

Together, let us act as role models in the actions we take.
Our managers have an especially important role model function to play here.
Should you have questions or doubts, please feel free to contact the relevant individual named in this Code of Conduct.

Yours, **Lionel Souque**
Chief Executive Officer of REWE Group

WE TREAT EACH OTHER WITH RESPECT.



#1 APPRECIATIVE

Adopting an appreciative approach to colleagues, customers and business partners is an essential prerequisite when creating a sense of true togetherness. Especially within the context of professional life, disagreements and challenging situations may arise that can only be overcome by way of mutual respect. Such a mindset not only helps us to advance, but also the company itself.

Different opinions are not only inevitable – they are indeed needed when it comes to developing our products, services and processes. In this regard, we have to maintain a strong focus on what we do: a lack of personal appreciation will not be tolerated. If we treat people in different ways, there must always be a factual and objective reason for doing so. The **unequal treatment** of others based on their skin colour or ethnic origin, gender, age or sexual orientation, religion or world views, as well as any illness or disability, is discrimination – an absolute taboo within the REWE Group.

Any form of conduct that leads to colleagues, customers or business partners being insulted, humiliated or apportioned any sense of shame is undesirable for the REWE Group. This includes any form of **bullying**. Indications that bullying is taking place can include slander against a colleague and his or her family, the spreading of rumours, threats, insults or forms of harassment. Deliberately defamatory or otherwise undignified forms of treatment

and the deliberate withholding of essential information are also key examples here. **Sexual harassment** in the workplace shall also not be tolerated at the REWE Group in any form. This includes any form of sexually explicit or implicit behaviour that someone may find undesirable.

Do you feel that you have not been treated fairly by the REWE Group, or have you observed any such behaviour in others? You have the right to report such behaviour, to be taken seriously in your concerns and to be heard. Every complaint will be carefully investigated. The affected person will be informed of the result. Please do not be afraid to approach your supervisor or to contact the appropriate department directly within your organisation (such as Human Resources or the Works Council).

#2 LOYAL

It is up to each and every one of us to protect and promote the reputation of the REWE Group. Loyalty is the most important requirement in this regard. Inappropriate or otherwise careless behaviour by any employee could cause significant harm to the company. This also applies to public statements.

Company-related statements by employees of the REWE Group, which are made vis-a-vis the public during **interviews, lectures or in other publications** must not harm the interests and goals of the company. The timing and framework conditions of a publication also play a key role, in addition to the content itself. Please be sure to coordinate all efforts with your supervisor and, in the case of media contacts, with the responsible Corporate Communications department.

Many employees of the REWE Group make frequent use of **social media platforms** such as Twitter, Facebook and Instagram on a private and professional basis alike, while also blogging or participating in forum discussions. A careless statement that would otherwise be quickly forgotten in real life can spread rapidly

online and be read by a huge audience. Therefore, when using social media outlets, a selection of rules must be observed, in order to safeguard the interests of the REWE Group, its customers, business partners and its employees. Thus, whether online or offline, no internal information or other types of confidential company data may be disclosed. In addition, the tone should always remain polite. The rights of others, e.g. personality rights or copyrights, must be observed at all times.

Do you have further questions about this topic? Your supervisor and the responsible Corporate Communications department will be happy to provide you detailed information.

WE PROTECT COMPANY INTERESTS IN PUBLIC.



WE PLAY FAIR IN THE FACE OF COMPETITION.



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#3 FAIR

It goes without saying that the REWE Group always behaves in an appropriate way towards its competitors. Fair competition is the driving force of our market economy: it creates efficiency, fosters innovation and ultimately generates greater choice for customers and consumers alike.

We do not participate in **anti-trust arrangements** with other market participants. This also applies to any form of action that aims to unlawfully influence the competition.

We act responsibly from our competitive position and ensure that we do not hinder other market participants by deploying anti-competitive measures or violate the requirements of anti-trust law.

A business partner has proposed a strategy and you are uncertain as to whether it complies with the rules of fair competition? Are you unsure of whether your conduct (present or future) meets the terms of competition or antitrust law? Please feel free to contact your responsible Legal department.

#4

RELIABLE

Thanks to our commitment and performance,
we create new tangible and intangible assets on a daily basis.
We expect reliability from every REWE Group employee when dealing
with this capital on a daily basis. This includes protecting any company
property from the threat of abuse, damage or loss.

The assets held by the REWE Group not only include products and services, but also workflows, databases, the company's brand image and our relationships with customers and other businesses. These all require a conscientious approach.


Business and trade secrets are also a key part of this – not disclosing any such information is of critical importance – both during the term of your employment and after it has come to an end. This also applies to information entrusted to you by third parties throughout the course of your work. When handling personal data (e.g. customer data, or data pertaining to employees or business partners), it is of the utmost importance for the REWE Group to comply with the legal requirements governing the processing of such **data**, as well as the company's internal guidelines on this topic.

Electronic devices, equipment, work materials or other **company property** may only be used for private purposes or removed from the company premises with the express prior consent of your supervisor – unless this has otherwise been provided for by the company or its policies. This shall also apply to goods that are not (or no longer) eligible for sale.

Should you require further information about protecting data and safeguarding company ownership, please contact your supervisor as a first step. In order to protect business and trade secrets, the Corporate Security department can provide you with competent advice, and with regard to the issue of data protection, your responsible data protection coordinator or data protection officer is on hand as your expert source.



WE PROTECT OUR PROPERTY
AND DATA.



WE DRAW A CLEAR LINE BETWEEN PROFESSIONAL AND PRIVATE INTERESTS.

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#5 STRAIGHT AHEAD

Many individuals engage in cultural, political, sporting or other social activities outside of working hours. Some also have a secondary job or are involved in other companies. Across all our activities, we pursue very different goals. When private endeavours conflict with company interests, this represents a conflict of interest that must be resolved without deviation.

Conflicts of interest often arise through a so-called secondary activity. You may pursue such an activity if you adhere to certain rules. The REWE Group expressly welcomes your **voluntary commitment** to (or the assumption of a role within) an association or other public or not-for-profit organisation, if you can continue to fulfil your employment obligations, if your secondary employment is compatible with your position within our company, and if the good reputation of the REWE Group is not impeded. Naturally, these conditions shall also apply if you wish to pursue paid secondary employment. You must always report this in advance to your responsible Human Resources department and your supervisor. Your employer may prohibit you from taking up (or continuing with) work in the form of paid secondary employment, if there are reasonable grounds for suspicion that your secondary employment will affect the fulfilment of your employment obligations.

In principle, you are not allowed to work for competitors of the REWE Group.

You may only acquire shareholdings in companies operating within the direct business environment of the REWE Group upon the prior written consent of the responsible Human Resources department. This shall also apply in cases involving executive bodies; for example, if you wish to take up a position in such a company as an executive director. Existing shareholdings or executive bodies that are subject to such an approval requirement must also be reported to the Human Resources department. Of course, this shall not apply if you have only invested your money in investment funds with a broad spectrum of investment diversification, or as a small shareholder with holdings in public limited companies: this is of no concern to the REWE Group.



If you or one of your relatives wishes to enter into a **business relationship with a REWE Group company**, caution must also be exercised. There shall be no issue if you or one of your family members—as end customers—purchase services and products offered by REWE Group companies as per a normal business transaction, including placing bookings via the travel agency or making goods purchases in the supermarket. However, assuming that you work on a self-employed basis as a secondary occupation, or someone from your family has a company: if you then wish to conclude, amend or cancel contracts or other types of transaction with yourself or relatives on behalf of the REWE Group, it is essential that you first obtain the written consent of your supervisor. The term family includes not only your partner and your children, but all relatives up to and including the third degree; for example, your nieces and nephews, and any relatives by marriage.

This requirement to obtain consent also applies to contracts and other forms of business with companies and associations in which you or your family members hold a participatory interest, or for which another form of responsibility exists. Please also note: a conflict of interest involving transactions with the companies of the REWE Group

cannot be prevented by way of a colleague either concluding, cancelling or amending the business activity in question, upon your instruction.

As a general rule, one's own position within the REWE Group – or any business contacts resulting from it – may not be misused, either for one's own benefit, or the benefit of another.

Do you have any doubts as to whether you are allowed to take up a certain form of secondary employment? Please contact your supervisor or the Human Resources department responsible for you. You will receive competent advice from here.

Are you wondering whether you might be involved in a conflict of interest? Your supervisor, your responsible local Compliance department or the Central Unit Compliance will advise you quickly and competently on the matter.

#6

HONEST

It is not only companies that fail because of bribery and corruption, our society also suffers considerable damage. That is why we stand up for honest business relationships, and actively oppose corruption and any other form of white-collar crime.

Corruption is the abuse of entrusted power for private gain or advantage. Corruption as an offence is the most prominent form of white-collar crime. In the world of business transactions, bribing business partners and their employees, as well as one's own capacity to be bribed, are considered criminal offences.

In addition, the **handling of public officials** is a particularly sensitive matter: in particular, this category comprises civil servants, representatives or employees of public authorities, other public institutions, state-owned enterprises or public international organisations. Granting advantages and bribing public officials are offences that occur faster than you might think.

This also applies to dealing with elected representatives in the political sphere, i.e. elected representatives of parliaments and governments.

Our conduct should never give rise to the impression that we wish to influence certain decisions by way of **granting benefits**, or that even our own business decisions are available "to the highest bidder". It therefore follows that we must exercise great care, even when we find ourselves in seemingly harmless situations: a small gift around year-end is sometimes not "small" enough, and a business lunch in a posh restaurant comes very close to being construed as an attempt at bribery. That does not mean that business gifts and

WE FIGHT CORRUPTION.

invitations are forbidden, per se.

But these must never be used to influence business or governmental decisions – whether it be our own, or those of business partners or public officials. The acceptance and awarding of such gratuities must comply with all applicable laws and be governed by company policies. And, without doubt, we never ask for benefits from our business partners or other external third parties.

Every one of these rules also applies in conjunction with **donations and sponsorship**. We will ensure that our donations and sponsoring activities remain transparent at all times. In cases involving sponsorship measures, our services must be commensurate

with the agreed consideration.

Are you wondering if you can accept your supplier's invitation to an evening event? You would love to show your appreciation for a successful cooperation, but do not know what is permitted, and what not? Please be sure to familiarise yourself first with the applicable regulations governing the handling of benefits at the REWE Group. Furthermore, your responsible Compliance department and the Central Unit Compliance are available to answer any questions.



WE ACT IN AN ENVIRONMENTALLY
CONSCIOUS AND SOCIALLY
BENEFICIAL WAY.



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#1 SUSTAINABLE

Sustainability is not seen as a trend for the REWE Group, but rather as an essential component of our corporate strategy. This mandate has subsequently been anchored in our guideline for sustainable business. As a leading international company within retail and tourism, we have a special role to play. As an interface between manufacturers, service providers and consumers, we see it as our task to work "together for a better life".

We promote ever more sustainable product ranges, we act in an environmentally aware and climate-conscious way, we take responsibility for our employees and are committed to nurturing a sustainable society. We are constantly expanding our **offering of more sustainable products and services**. We take a detailed look at our entire supply chain and are committed to meeting the social and environmental challenges we face. Through an effective dialogue with non-governmental organisations and other key partners, we develop guidelines for risk-laden **raw materials**, in order to sensitise and change markets with a view to sustainability, and to establish standards for the future.

We develop measures to reduce the impact of our business processes on the climate and the environment. In doing so, we work above all towards the more efficient **use of energy**, the reduction of key climate **emissions** and a lowering of **resource consumption** rates. Please make every effort to ensure that you behave in an environmentally friendly and resource-conscious way. For example, by using as little paper for printing as possible, by avoiding plastic waste, and by making your way to work on public or zero-emission forms of transport.

In cooperation with national and international **not-for-profit organisations**, we have committed



ourselves worldwide to making an effective contribution to society. For example, we support local food bank organisations, programmes for children and adolescents, or local projects in tourist destinations.

In a policy statement, the REWE Group has committed itself to strengthening **human rights** and preventing their violation. This includes expressing a clear “no” to child and forced labour. Please bear in mind when making decisions in your day-to-day lives that it is your responsibility to live up to these principles.

Dedicated and qualified **employees** make a decisive contribution to the success of our company – and we place great importance on promoting their satisfaction and performance.

To this end, we offer our employees fair pay, a host of additional company benefits, flexible working time models and individual offers that help to strike the right balance between work and private life.

If you have any concerns regarding the working conditions at the REWE Group, your supervisor or your responsible Human Resources department should be your first port of call.

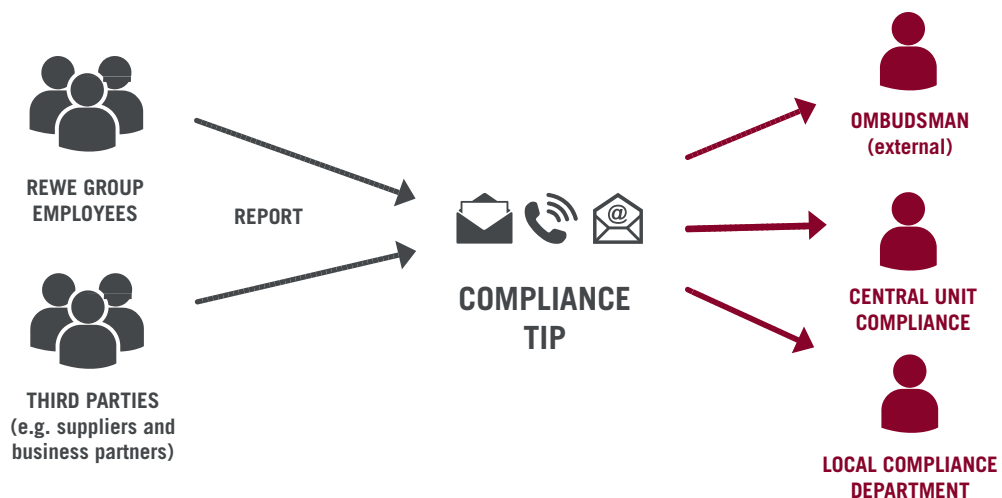
Our Sustainability department will be happy to explain how the REWE Group can help you protect our environment or get involved in social programmes.

INFRINGEMENTS AND THEIR CONSEQUENCES

Every single employee must, without exception, comply with all statutory requirements, this Code of Conduct and other relevant regulations of the REWE Group. Managers have a special role model function here. Anyone deemed to be in violation of the rules while working for the REWE Group must, depending on the nature of the infringement, be subject to employment law sanctions, claims for damages by the employer or even criminal proceedings.

HOW YOU CAN REPORT COMPLIANCE TIPS

In order to ensure a consistent, professional and transparent procedure for handling tips, the REWE Group has set up a compliance tip management system that is available to the employees of the REWE Group as well as external parties, including business partners or suppliers. You can report possible infringements through three entry channels: via the Central Unit Compliance, via the responsible local Compliance department or via the REWE Group ombudsman.



The contact details for submitting a compliance tip can be found in the REWE Group employee portals under “Compliance” or on the REWE Group website. Regardless of the channel you use: your information will be treated confidentially. This means that information will only be passed on to persons or departments that have been deemed necessary for the clarification of the matter at hand. Furthermore, the principle applies that you will not suffer any negative consequences as a result of submitting your tip – irrespective of whether the tip is confirmed or not.

Please ensure that this Code of Conduct is implemented and fulfilled throughout every single day of business life.

WHAT INFORMATION IS REQUIRED

In order to process your compliance tip, the contact partner within Compliance needs to understand exactly what has happened. Therefore, it is important for you to describe the facts as precisely and comprehensibly as possible, including for third parties. These questions can help:

- What has happened?
- Who is involved (names of individuals should ideally be mentioned with a function or position)?
- Where has this happened (e.g. which store, which department, which company)?
- When did this happen (e.g. data, time frames)?

Of course, this does not mean that you have to answer all the questions. However, the more information you provide, the sooner a complete clarification of your tip is possible. If possible, also provide a contact option for queries. Please note that we are otherwise unable to ask you any follow-up questions about the facts of the case, nor can we clarify your information, subsequently rendering (or preventing) the resolution of the matter at hand. It is also possible to leave a tip anonymously, thereby keeping your identity secret. If you have not already ensured your own anonymity, you should express your desire for anonymity when submitting the tip.

WHY EVERY TIP MATTERS

We would like to expressly encourage you to report any violations of the relevant statutory regulations, the requirements of this Code of Conduct or other REWE Group guidelines – in the interest of our honest employees and for the sake of protecting all REWE Group companies. This applies in particular with regard to suspected corruption, and to any anti-trust violations. This is because, in a worst case scenario, the company's very existence could be threatened. We also appeal to our business partners and customers alike to report any violations that affect the REWE Group companies or its employees, or which are related to our business activities.

Please report any known violations and be a role model of integrity and loyalty with your own actions!



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