



# Group Code of Conduct

## 1 Introduction from the President & CEO of MTG, Jørgen Madsen Lindemann

MTG's long-term vision is to be a bellwether in esports and gaming entertainment. This means recognising what our audiences and stakeholders care about the most and making sure that our products, as much as our internal and external business practices, live up to our values.

Even though we operate in a very innovative and fast-moving industry we are strongly committed to being a responsible and sustainable business.

This Code of Conduct (the “**Code**”) sets out what we expect from each other and is the governing document of the entire policies framework. Please take the time to read it, understand it, follow it, and speak up when you have any concerns. If you want to know more about certain topics or areas, you can find out more in the individual policies. This is who we are and what we stand for.

Our Code applies to all MTG Group employees, including employees of entities in which MTG exercises decisive control. It also applies to temporary workers including contractors, freelancers and consultants. Additional policies and guidelines may apply to specific roles and responsibilities.

If you have any questions concerning this Code – or if you are ever uncertain how to act – please contact your line manager, local HR or Legal departments or CEO. If your local teams cannot help you, please contact MTG's Legal ([legal@mtg.com](mailto:legal@mtg.com)) or Corporate Responsibility ([responsibility@mtg.com](mailto:responsibility@mtg.com)) departments.

Thank you.

Jørgen Madsen Lindemann

## 2 What we stand for

Success is based on strong culture, clear strategy and excellent performance. As a strategic operational holding company that combines investment expertise with hands-on operational engagement it is our vision to be the home of esports and gaming entertainment.

We want to reach, engage and entertain more and more people every day and whilst doing this we want to make as much positive impact as possible in the communities in which we operate on top of creating long term sustainable value for all our stakeholders.

This Code clearly expresses our values and helps us navigate ethical and legal questions; it is a practical guide to how we do (and don't do) business. We are committed to conducting our business in full compliance with all applicable laws and regulations – and to achieving high standards of corporate responsibility.

Responsibility is at the core of MTG's business, and is closely integrated with our strategy, values and culture. As a responsible global business, we are committed to international initiatives and standards such as the OECD Guidelines for Multinational Enterprises, the UN Global Compact, the Fundamental Conventions of the International Labor Organization, the UN Universal Declaration of Human Rights, and the UN Guiding Principles on Business and Human Rights.

Each of us is responsible for being familiar with this Code and for seeking guidance when we need advice regarding the principles outlined in this Code, when we want to raise concerns, or when we are unsure whether our conduct would be acceptable.

### **3 Committing to our people & our world**

*Everyone in our Group expects and gets equal opportunities*

*We understand, respect and value each other's differences*

*We are committed to each other and to the environment that we share*

**Diversity, equality and non-discrimination.** We should all enjoy equal opportunities. When it comes to recruitment, promotion and training, what counts is competence, experience and performance. We believe that successful teams are diverse teams. We understand, respect and value each other's differences. We do not tolerate discrimination, bullying, victimization or any kind of harassment.

**Fair working conditions.** We aim to provide a professional environment that is in line with universal human and labour rights standards, applicable laws, and agreements on working hours and compensation. We are free to join associations or unions, and to bargain collectively or individually. Child labour, or forced labour at any age, is not tolerated in our business or supply chain.

**Health & safety.** We provide a safe working environment that promotes physical and psychosocial wellbeing. Our offices and facilities comply with all applicable health and safety regulations. Everyone should enjoy their job and have a healthy work-life balance, so we discourage work in excess of the applicable statutory cap on hours.

**Protecting our environment.** Our planet is our home. We nurture and safeguard the environment by keeping track of our carbon footprint, mapping our energy consumption, and encouraging each other to recycle waste and reuse equipment where possible.

**Who to contact with questions or concerns:** please contact your line manager, local HR or CEO. If your local teams cannot help you, please contact MTG's Corporate Responsibility department ([responsibility@mtg.com](mailto:responsibility@mtg.com)).

### **4 Protecting our assets**

*Every asset must be kept safe*

*When something is not public, we keep it private*

*We only use work assets for work*

*Protecting our assets safeguards our business – this is a responsibility we all own*

When we consume our digital entertainment offering, we are enjoying some of MTG's/the Groups most obvious assets. But there is even more behind the scenes – our software, computer systems, equipment (including desktops, laptops, tablets and phones), intellectual property, strategy plans and data are assets too. So are the group company names and logos. Every asset enables the success and

sustainability of our business in some way. We are all responsible for protecting and using them correctly. We are careful about how we use our IT assets, about how we handle confidential information, and about our responsibilities even after we leave the Group.

**Our IT assets.** We only use company emails, intranet and internet connectivity and devices for legitimate and authorized business purposes. Limited private usage is fine too – as long as it does not adversely impact our work or contradict this Code. We do not access, display, download or share inappropriate content or information when using our IT environment. This applies to material that is illegal, offensive, harassing, racially or sexually discriminatory, or otherwise inconsistent with a professional and ethical environment. We are careful when opening attachments or links in emails or on sites that are not related to our business, or from any source that we do not recognize. Using personal software on a work computer, or modifying our software, is a security risk and requires the approval of the local IT department.

**Confidential information.** As part of our work, we may have access to information about our operations/businesses that is not available to other people within and outside the organisation. This could include financial data, business plans, contracts, and customer or supplier details. We protect confidential information from improper use and do not share it – even with colleagues – unless properly authorized to do so.

**If we leave the Group.** If we move on, it is time to return all company assets in our possession. After we leave, confidential information remains confidential.

**Who to contact with questions or concerns:** your line manager, local Data Protection Manager, Head of IT or CEO. If your local team cannot help or support you please contact MTG's Data Protection Officer ([dataprivacy@mtggdpr.com](mailto:dataprivacy@mtggdpr.com)) or Head of IT ([headofit@mtg.com](mailto:headofit@mtg.com)).

## 5 Doing business the right way

*We do not give or accept bribes*

*We compete vigorously but fairly*

*We act with honesty and integrity*

*Never compromise ethics when doing business*

**There is never a wrong time to do the right thing.** We behave ethically towards everyone. We embrace principles such as freedom of expression, the right to privacy, editorial independence, and universal service accessibility. We promote plurality, diversity and inclusivity as well as rejecting discriminatory or objectionable behavior. We follow applicable laws regarding illegal and unsuitable content as well as age ratings and restrictions for both games and events.

**Anti-bribery and corruption.** A bribe is not just cash in an envelope. It can be the provision of anything of value – including cash or equivalents, gifts, paid expenses, entertainment, favours or loans – in return for certain actions that provide an unfair advantage or help avoid the consequences of someone's actions or which is otherwise provided to illegally influence a decision. We do not tolerate any form of bribery, corruption or inducement to act improperly. Everyone working for – and on behalf of – the Group is expressly prohibited from giving, offering or promising anything of value to obtain or retain business, influence business decisions or gain business advantage. The same goes for asking for, accepting or receiving a bribe. We will never face punishment of any kind for refusing to pay a bribe or for highlighting corruption – we expect such honesty and integrity of each other and those who we work with.

**Conflicts of interest.** We avoid and eliminate conflicts of interest. Examples of conflicts of interest include maintaining external directorships or significant shareholdings in suppliers, customers or competitors; employing family members or friends; or using a supplier in which a relative or close friend has a significant role or financial interest. We do not work – in any capacity – for another individual or entity in a way that could affect our ability to carry out our roles and responsibilities within the Group.

**Fair competition.** We compete vigorously but fairly. We are committed to free and open competition and abide by applicable competition laws wherever we do business. We expect the same high standards from each other. We never agree with a competitor to limit how we compete with one another. This means: no price fixing; no agreements to split markets or customers; and no bid-rigging arrangements with our competitors. Competition laws also prohibit the abuse of dominant market positions.

**Doing business internationally.** Most countries have adopted laws regulating international business activities. Some of these laws prohibit business dealings with specific sanctioned countries, companies or individuals. The rules may restrict transfer of assets, monetary payment or provision of services to these sanctioned countries or parties. We make sure that we know our business partners – including who owns or controls them, what business they do and where, and their reputation. Existing and new business partners are screened and checked against available sanctions lists.

**Representing the Group.** Wherever we are in the world, we always behave as ambassadors for the Group, and we respect local cultures at all times.

**Interacting with partners and suppliers.** We respect human rights and the interests of Group employees and third parties – and we only work with partners and suppliers that do the same. We ensure that current and prospective partners and suppliers are aware of – and act in accordance with – our Supplier Code of Conduct.

**Who to contact with questions or concerns:** your line manager, local HR or Legal departments or CEO. If your local teams cannot help you, please contact MTG's Legal (legal@mtg.com), Corporate Responsibility (responsibility@mtg.com) or Compliance (compliance@mtg.com) departments.

## 6 Handling information the right way

*We work responsibly and in compliance with applicable laws when handling personal data*

*We keep inside information in-house*

*We let our communications teams take the lead on communication*

**We respect the right to privacy. We keep reliable records and ensure accurate communication. And insider trading is always out.**

**Data protection.** Everybody has the fundamental right to privacy, and we respect this right at all times. We protect all personal data entrusted to us, and we comply with all data protection laws and regulations wherever we operate. We hold and process personal data about our employees and customers for administrative and commercial purposes. The definition of personal data is very wide and can include name, address, phone number, date of birth, social security number, bank account information, IP address and device ID. We only collect, access or process personal data that we need to conduct our business, and only for the purpose for which it is intended. We also ensure the data is always kept secure.

**Business information and communication.** As a publicly listed company, we have an obligation to provide business information to our stakeholders on a regular basis. All our public communication and disclosure is full, fair, timely and accurate. Our records form the basis of MTG's public disclosure and are also used in our internal decision-making processes. In order to ensure that our financial statements accurately reflect MTG's asset base and transactions, we are responsible for ensuring that all information that we submit to company records is complete and accurate. If asked (online or offline, in or out of the office) about MTG's views or statements by any external party, we pass the request on to our local communications team or MTG's Corporate Communications department. These functions take responsibility for commenting publicly on MTG group matters including strategy, performance, news and opinions.

**Insider trading.** If we have access to information about the Group (or about a customer, partner or supplier) that is not available outside the company, and this information would be likely to have a significant effect on MTG or another company's stock price if it was made public, then we do not share this information, or conduct any transactions based on this information, or suggest that anyone else conducts such transactions, or change any orders that have already been placed.

**Who to contact with questions or concerns:** your line manager, local Legal or Communications department or CEO. If your local teams cannot help you, please contact MTG's Legal (legal@mtg.com), Corporate Responsibility (responsibility@mtg.com) or Communications (communications@mtg.com) departments.

## 7 Raising concerns

*We take all concerns seriously*

*We speak up without fear of negative repercussions*

**We do business honestly and with integrity. If we have a concern, we speak up – and we expect each other to do the same.**

**A culture of openness.** We promote a culture of openness, responsibility and accountability. We want everyone to feel comfortable about raising concerns. We expect you to tell us immediately if you believe a violation of our Code or applicable laws has taken place or will take place in the future. Doing so makes an essential contribution to the sustainability of our culture. We can raise any matter of concern without worrying about a negative reaction. Our concerns will be taken seriously and investigated appropriately. Managers are responsible for encouraging an open dialogue, and for supporting employees by addressing all concerns in a fair and unbiased manner.

**How to raise concerns.** We encourage employees to raise concerns where these indicate potential breaches of legal or ethical standards. All such concerns shall first be raised at the local company with the line manager or, if the allegations are about that manager, with their manager or with the local legal department or CEO. Should you not believe that the concern has been, or will be, dealt with appropriately you can report the incident to MTG's whistleblower email address: whistleblower@mtg.com. MTG will investigate all concerns reported, unless these are clearly identified as matters that must be resolved locally (staff grievances, comments on business decisions, workplace disputes, and similar). Allegations received will be investigated and follow a balanced approach to maintain the informants' anonymity and protect the reputation and good standing of our companies and managers. MTG prohibits any retaliation against whistleblowers and, therefore, encourages informants to disclose their full details when posting an allegation.

## 8 Concluding remarks

We are each responsible for familiarizing ourselves with this Code, and for seeking guidance if we are unsure whether a particular course of action is the right one. Our Code is our compass in situations we face on a daily basis, you can always start by asking yourself these three questions, and never hesitate to seek guidance.

1. Is it legal and does it comply with our Code?
2. Am I comfortable with it?
3. How would it feel if it was shared with others?

In addition to this Code, MTG has adopted below Group policies which provide further information in the areas covered by this Code. The Code and policies are available at: [www.mtg.com](http://www.mtg.com) or your local intranet.

- Anti-Bribery and Corruption Policy
- Asset Protection Policy
- Competition Policy
- Data Protection Policy
- Risk Management Policy
- People Policy
- Corporate Responsibility Policy
- Communications Policy
- Insider Trading Policy
- Related Party Transactions Policy
- Whistleblower Policy
- Sanctions Compliance Policy

For more information, please contact your local legal department or MTG's Legal ([legal@mtg.com](mailto:legal@mtg.com)) or Corporate Responsibility ([responsibility@mtg.com](mailto:responsibility@mtg.com)) departments.

## 9 Appendix I – form of acknowledgement

Note: Acknowledgement should primarily take place electronically. If you use paper acknowledgement, please give the signed copy to your local HR representative.

I, the undersigned, certify that I have received and read the MTG Code of Conduct, and that I understand my responsibility to comply with this Code. I understand that my agreement to comply with this Code does not constitute a contract of employment.

Date Signature Name Company

## 10 Appendix II – Document history and change information

Version	Revision Date	Change information
1	2019-05-20	Initial Group Policy