



HR Group

CODE OF BUSINESS AND ETHICS CONDUCT

**Living our Code.
Together Towards Tomorrow.**

hrg-hotels.com



Ruslan Husry,
CEO and Owner HR Group.

“The power of imagination makes us infinite. With our unique set of great people, excellent market knowledge, tremendous track record and a vast variety of successful co-operations with financial institutions, all combined with our passion and dedication for success – we want to and will expand our business gradually.”





Look Inside

1. Introduction	3
2. Our Core Values	4
3. About our Code	5
3.1 Why do we have a Code?	5
3.2 Who must follow our Code?	5
3.3 What are our responsibilities?	5
3.4 What is expected of our leaders?	5
3.5 What are the consequences of violating our Code?	6
3.6 How to handle ethical dilemmas?	6
4. Seeking guidance and reporting violations or concerns / whistleblower protection	7
4.1 What happens when a violation is reported?	7
4.2 What if there is a concern of retaliation?	7
4.3 Whistleblower protection	7
5. Our Corporate Responsibility	8
6. Our Core Principles	9
6.1 Workplace Environment	9
6.1.1 We treat each other with Respect and Dignity	9
6.1.2 We live Diversity and Inclusion	9
6.1.3 We promote a safe, secure, and healthy Workplace	9
6.1.4 We take Substance Abuse seriously	10
6.1.5 We support Human Rights and Core Labor Principles	10
6.2 Business Practices	11
6.2.1 We comply with the Law	11
6.2.2 We do not engage in Corruption or Bribery	11
6.2.3 We use good Judgment when exchanging Business Courtesies	11
6.2.4 We do Business with responsible Suppliers	11
6.2.5 We ethically handle Conflicts of Interest	11
6.2.6 We avoid improperly taking Corporate Opportunities	11
6.2.7 We Compete fairly	12
6.2.8 We prohibit Insider Trading	12
6.2.9 We respond to external Media requests appropriately	12
6.2.10 We use Social Media responsibly	12
6.3 Corporate Assets	13
6.3.1 We Protect Company Property and Confidential Information	13
6.3.2 We Respect the Privacy of Personal Data	13
6.3.3 We Maintain Accurate, True, and Complete Business Records	13
6.3.4 We Keep your Intellectual Property safe	13
6.4 Community Involvement	14
6.4.1 We Drive Change	14
6.4.2 Appreciating Diversity	14
6.4.3 We Respect Human Rights	14
7. Disclosure Procedure	15



HR Group

1. Introduction

“Coming together is a beginning, keeping together is progress. Working together is success.”

– Henry Ford

About us:

HR Group is one of Central Europe's leading multi-brand hotel operating companies. The Berlin-based company has been successfully acquiring, developing, and operating hotels and resorts for more than 15 years and is increasingly investing in digitalization with its modern focus.

HR Group works with established hotel groups such as Accor, Wyndham Hotel Group, Dorint Hotels & Resorts, Hyatt, Hilton, Marriott, Radisson, IHG, and H-World International and successfully manages various own brands in the hotel, long-stay, and gastronomy sectors. The group also acts as a reliable partner for institutional investors such as Pandox AB, DEKA, DWS, Union Investment, and others.

The company has a strong presence in various markets and has achieved above-average sales performance in recent years. Comprehensive market and in-depth property knowledge and professional management structures form the basis for success. HR Group is looking for city and business hotels in international and national cities and resorts in leading leisure destinations.



HR Group

2. Our Core Values

We place a very high priority on conducting our business in compliance with the law and in accordance with the highest standards of business ethics. Our Code of Business Conduct and Ethics (“Code”) connects our values to everything we do and how we do it. They shape our culture and define the character of our organization. We aspire to the following core values:



Human Connection

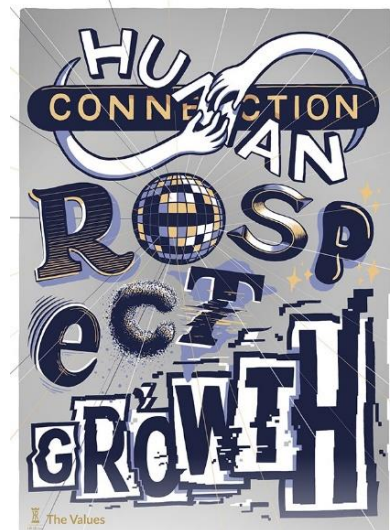
Hospitality is at the core of what we do. It’s about going above and beyond to ensure all our guests, stakeholders and especially employees feel welcomed, cared for, and appreciated.

Respectful Attitude

Our commitment and sense of belonging to the company and to each other is essential to achieving our goals and making a positive and sustainable impact on the world.

Growth Mindset

Having a growth mindset helps us continually innovate, adapt, and grow to new heights. This drives the value, stability, and long-term success of our company.





3. About our Code

3.1 Why do we have a Code?

Our Code is the roadmap and compass for conducting our global operations ethically and in accordance with the law. It sets forth the standards that guide our actions and describes the values and ethical behavior the Company expects of us. It is the cornerstone of the Company's Global Compliance and Ethics Program. Furthermore, it also contains useful guidance for daily business conduct, intended to assist us in our work for the Company. While no guidelines can cover every issue that may arise, it is our responsibility always to exercise proper conduct. There is no substitute for personal integrity and sound judgment to help us do so.

3.2 Who must follow our Code?

Our Code applies to all Company employees, officers, and members of the Board of Directors. Throughout our Code, "Company" refers to the HR Group and should also apply to all subsidiaries where we hold most shares.

3.3 What are our responsibilities?

As employees, officers, and directors of the Company, we commit to following the guidelines outlined in this Code. Our responsibilities include:

- Reading and becoming familiar with the information in our Code;
- Review annually if we have acted in accordance with our Code;
- Acting in a manner that is consistent with our core values and ethical standards;
- Raising questions and concerns if we become aware of violations of laws or our Code;
- Cooperating when responding to an investigation or audit.

We conduct business in many countries around the world. As a result, we must comply with applicable laws and regulations where we operate. Suppose a situation arises where our Code, policies, or practices conflict with local laws or regulations. In that case, we must contact the Legal Department or the Global Compliance and Ethics Group for guidance.

3.4 What is expected of our leaders?

We rely on all leaders to promote an environment that supports our core values and compliance with the Code. To help us maintain this environment, we expect all leaders to:

- Serve as a positive role model for ethical behavior and decision-making;
- Help those they supervise understand our Code and the behaviors expected of them;
- Create an open work environment where employees are comfortable raising questions and concerns.

All leaders are expected to report any known or suspected misconduct they are made aware of and not retaliate or ignore acts of retaliation against others.



3.5 What are the consequences of violating our Code?

We are expected to always comply with our Code. This Code will be strictly enforced, and any violation may result in disciplinary action, up to and including termination. However, consideration may be given to those who self-report. We will not tolerate retaliation of any kind against any employee who, in good faith, makes a report or cooperates in an investigation.

3.6 How to handle ethical dilemmas?

Ethical questions are not always clear-cut. They present us with difficult choices. When faced with a difficult situation, consider the issue and reference available resources. Acting with fairness, integrity, honesty, and trustworthiness requires us to make ethical decisions. While the guidelines in this Code help us address specific situations, the following decision tree provides a framework for evaluating our proposed actions.

In any ethical dilemma, ask these questions:

1. Would my grandma think it is okay?



2. Is the proposed action legal?



3. Is it consistent with our core values?



4. Does it comply with our Code and policies?



If the answer to
any of these
questions is no,
do not do it!



HR Group

4. Seeking guidance and reporting violations or concerns / whistleblower protection

4.1 What happens when a violation is reported?

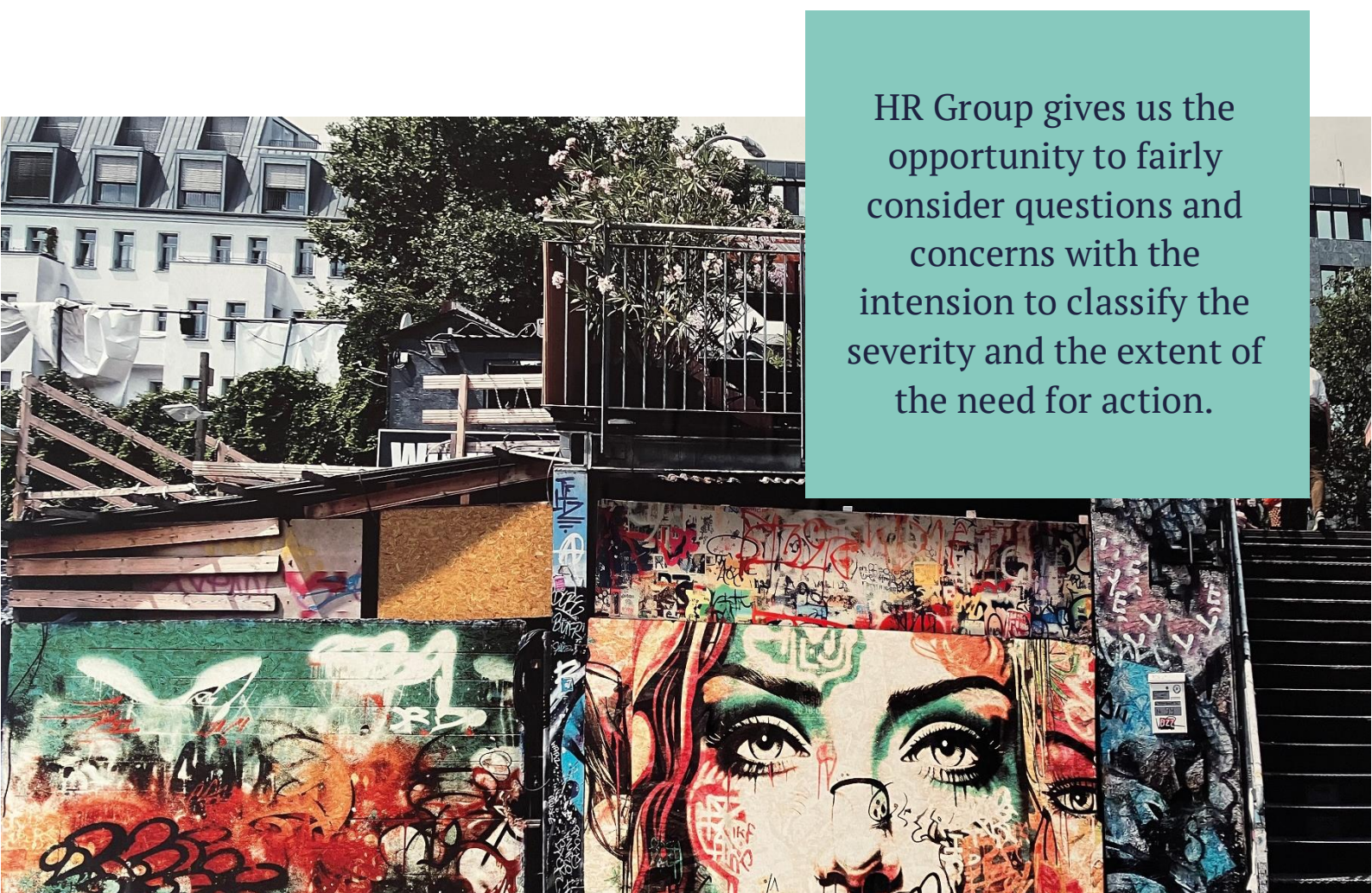
What happens when a violation is reported? The Company investigates reports of suspected violations confidentially, to the extent reasonably possible. We should not conduct our own investigations, as doing so may compromise an investigation and could adversely affect us individually as well as the Company.

4.2 What if there is a concern of retaliation?

Any employee who, in good faith, seeks advice, raises a concern, reports misconduct, or cooperates in an investigation is following company policy and doing the right thing. The Company strictly prohibits retaliation for making such reports and takes retaliation claims very seriously. However, it is a violation of this Code to submit a report or complaint with a false accusation knowingly.

4.3 Whistleblower protection

Whistleblowing is encouraged. The Company protects and supports whistleblowers, whether they are employees, officers, or directors. A secure platform enables alerts to be collected and processed anonymously, strictly complying with personal data requirements.



HR Group gives us the opportunity to fairly consider questions and concerns with the intension to classify the severity and the extent of the need for action.



HR Group

5. Our Corporate Responsibility


General Principles:

We act within the framework of ethics, integrity, and applicable laws and always in the interest of HR Group.

All business decisions shall be made solely in the company's best interests, not for personal benefit. Therefore, you should avoid any actions that create or appear to create conflicts of interest with the company. A conflict of interest may occur when an individual's interests (including those of a family member or an organization with which an individual has a significant relationship) interfere or appear to interfere with the interests of the company.

Many conflicts of interest or potential conflicts of interest may be resolved or avoided if appropriately disclosed and approved. In some instances, disclosure may not be sufficient, and the company may require that the conduct in question be stopped or that actions taken be reversed, where possible. HR Group is committed to providing a safe work environment. We all have a responsibility to abide by all applicable laws, rules, practices, and precautions to protect ourselves, our coworkers, and our customers.

Our Code and the following core principles provide the information you need to perform your job ethically and responsibly.



**Together we step
into a successful
future of
HR Group.**



6. Our Core Principles

6.1 Workplace Environment

6.1.1 We treat each other with Respect and Dignity

We are a diverse global Company doing business with increasingly diverse global customers, suppliers, business partners, and third parties. As such, we value the different backgrounds and experiences brought to our Company. We foster an inclusive environment where we encourage and promote forums for employees to engage in dialogue with one another. We continuously seek to understand each other better, and we treat each other with respect and dignity in a manner consistent with the Company's values.

6.1.2 We live Diversity and Inclusion

HR Group is an equal-opportunity employer. We recognize and respect everyone as a unique individual and do not tolerate workplace employment discrimination. Diversity in culture, gender, age, skills, and perspectives is essential to our mission and the roots of our success. Therefore, we foster a diverse workplace and treat others with dignity, courtesy, and respect. We strictly prohibit discrimination or harassment based on race, color, religion, veteran status, national origin, ancestry, pregnancy status, family situation, gender, age, marital status, mental or physical ability, medical condition, sexual orientation, political affiliation, or any other characteristics outside individual merit and qualifications directly related to professional competence.

6.1.3 We promote a safe, secure, and healthy Workplace

We are committed to providing a safe, secure, and healthy environment to our guests and employees, and we expect all such persons to follow the measures the Company has implemented to maintain and promote this environment. Activity that compromises safety, security, and health must be reported. Acts or threats of violence compromise this commitment and will not be tolerated. Each of us plays a vital role in preventing and identifying threats and situations where violence may occur. We strive to create a work environment free of all forms of discrimination, intimidation, and harassment. We do not tolerate bullying, abuse, or any behavior that interferes with someone's work or creates a hostile or uncomfortable work environment. No matter what form harassment takes - whether physical, sexual, verbal, or nonverbal, in person, via e-mail, social media, over the phone, or online - it is unacceptable. We must report any such event immediately.



HR Group

6.1.4 We take Substance Abuse seriously

Substance abuse creates serious health, wellness, and safety risks in the workplace. The possession, sale, or use of illegal drugs or abuse of controlled substances or alcohol on the Company's premises is prohibited.

6.1.5 We support Human Rights and Core Labor Principles

We are committed to the goal of treating each other with respect and dignity and in accordance with fundamentally fair labor principles. We condemn human trafficking, including all forms of forced labor and child labor. We are committed to attracting and developing a diverse workforce.

Promoting fairness in the workplace.



6. Our Core Principles

6.2 Business Practices

6.2.1 We comply with the Law

We comply with all applicable laws and regulations where we conduct business.

6.2.2. We do not engage in Corruption or Bribery

We must never make or receive payments to influence anyone to do something wrong. Payments made by us or on our behalf must be made for lawful and legitimate business purposes. We prohibit bribery and must never pay, offer, accept, or request anything of value to secure an improper advantage.

6.2.3 We use good Judgment when exchanging Business Courtesies

By avoiding activities that could compromise our decisions, we exercise good judgment in exchanging business courtesies, including gifts, meals, travel, and entertainment. Our relationships with third parties must be based on sound business decisions and fair dealings. Gifts or hospitality received with a value of more than EUR 50 must be declared to the respective supervisor.

6.2.4 We do Business with responsible Suppliers

We work diligently to build and maintain business relationships with suppliers who share our commitment to conduct business in compliance with the law and in accordance with the highest ethical standards. We strive to seek alternative sources where the conduct of suppliers violates these standards and where there is no effort by suppliers to address such non-conformance.

6.2.5 We ethically handle Conflicts of Interest

We should conduct ourselves in an honest and ethical manner and act in the best interest of the Company. We must ethically handle situations that present a conflict between our interests and the interests of the Company. A “conflict of interest” occurs when our private interests interfere with the independent exercise of our judgment in the best interest of the Company. Situations involving a conflict of interest may not always be obvious or easy to resolve. A conflict of interest can arise when we take an action or have an interest that may make it difficult to perform our work objectively and effectively. Conflicts of interest may also arise when we (or our family members) receive improper personal benefits because of our position at the Company.

6.2.6 We avoid improperly taking Corporate Opportunities

We avoid taking for ourselves business opportunities that arise using corporate property, information, or position, and we refrain from using corporate property, information, or position for personal gain or to compete with the Company.

Competing with the Company could involve engaging in the same line of business as the Company or a situation where we take away from the Company opportunities for sales or purchases of property, products, services, or interests.



HR Group

6.2.7 We Compete fairly

We do not make agreements with competitors to divide markets, set prices, restrict production, allocate customers, or otherwise restrain competition. We endeavor to deal fairly with our customers, suppliers, the public and one another, always in accordance with the law and ethical business practices. We must refrain from taking unfair advantage of anyone through manipulation, concealment, abuse of privileged information, misrepresentation of material facts, or any other unfair dealing practice.

6.2.8 We prohibit Insider Trading

We are prohibited by law and Company policy from trading in HR Group securities when we are aware of material information that is not known to the public. This prohibition also extends to trading in securities of other companies, such as suppliers and business partners, when we are aware of material information about those companies that is not known to the public. Using such information to trade in securities or providing such information to a family member, friend or any other person who then buys or sells securities (known as “tipping”) is illegal.

6.2.9 We respond to external Media requests appropriately

We communicate information about the Company with one, clear voice. HR Group's business activities are closely monitored by the media, such as newspapers, magazines, radio, television, internet media and security analysts. To provide clear and accurate information to the public, it is vital that comments to the press or reporters be made only by designated spokespeople for the company. We must not initiate contact with the media or respond to their inquiries for or on behalf of HR Group without first obtaining the authorization of corporate communications, investor relations, or other departments given the authority to deal with those inquiries.

6.2.10 We use Social Media responsibly

Online, our personal and business personas are likely to overlap. When using social media (including personal social media accounts), we must adhere to HR Group's internal policies and rules so that we will not give the appearance that we are speaking on behalf of HR Group. When we come across posts that are negative to HR Group or require a reply, we will not directly respond ourselves, but will contact the official communication teams within HR Group to handle the situation.

**Acting with integrity in our
business dealings.**



HR Group

6. Our Core Principles

6.3 Corporate Assets

6.3.1 We Protect Company Property and Confidential Information

Information is a valuable corporate asset. We will safeguard HR Group's confidential or proprietary information and information that our suppliers, business partners, or customers entrust to HR Group. "Confidential or proprietary information" is any important or valuable information that has not been disclosed to the public. It includes inventions, creations, know-how, trade secrets, financial information, corporate strategy, marketing programs, and information about relationships with customers, suppliers, and business partners.

6.3.2 We Respect the Privacy of Personal Data

HR Group respects the privacy of individuals, such as customers, employees of suppliers, and business partners, and HR Group has developed and implemented policies and internal rules regarding personal information. We will observe and comply with all applicable laws and regulations and internal rules and policies whenever collecting, maintaining, using, disclosing, or disposing of personal information.

6.3.3 We Maintain Accurate, True, and Complete Business Records

We create and maintain business records that are accurate, true, and complete. We should never make false or misleading entries in any Company accounts, financial documents, business reports, or other business documents. We should also avoid omitting any information from company documents if doing so could be misleading. We should always ensure that data within our control is recorded correctly, thoroughly, reasonably, and promptly communicated promptly to appropriate Company personnel. The Company must provide complete, fair, accurate, and timely disclosures in the reports, documents, and other public communications it files with or provides to relevant bodies and the public.

6.3.4 We Keep your Intellectual Property safe

HR Group's intellectual property is a valuable asset, and it differentiates us from our competitors. We will all work together to protect HR Group's intellectual property, such as our designs, trademarks, trade secrets, and copyrights. We will vigorously defend HR Group's rights and respect the rights of others. We will not knowingly misuse the intellectual property of others or violate their intellectual property rights. To the extent permitted by and subject to applicable laws and regulations, all inventions and creations generated by HR Group belong to HR Group.

Inspiring honesty by safeguarding our assets.



HR Group

6. Our Core Principles

6.4 Community Involvement

6.4.1 We Drive Change

We acknowledge and embrace our position to drive change to better our industry and the communities in which we do business and to support more significant societal change. For a company to thrive, its place is not just to be in a community but to be a part of it.

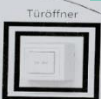
6.4.2 Appreciating Diversity

Diversity is in the DNA of HR Group, and the diversity of our businesses, HR Group Personnel, business partners, and other stakeholders is the foundation of our competitive advantage. As members of a company that conducts business in several regions and countries, we recognize that socially and professionally acceptable conduct in one culture or region may be viewed differently in another. We will consider such differences when performing our duties.

6.4.3 We Respect Human Rights

HR Group believes that all human beings should be treated with dignity and respect. HR Group is committed to upholding the internationally recognized human rights of all people. We will all use reasonable efforts to avoid causing or contributing to adverse human rights impacts that may arise from our operations, products, services and/or business relationships and will act diligently to help remediate any consequences that may occur.

Building trust in
our community.





HR Group

7. Disclosure Procedure

Our Steps in Case of any Question or Concern

HR Group provides the following stepped approach for raising questions or concerns over the interpretation or violation of the Code. We do not permit retaliation against employees making good-faith reports of suspected breaches of the Code.

1. Within your business unit

- Contact the leader of your department
or
- Contact a leader of another department or your local HR Coordinator

2. Report your concern confidentially

- Report through our whistleblowing channel – follow the Link:

<https://rexx.hrg-hotels.com/whistleblowing/>





HR Group

Annex - Acknowledgement

I have received, read, and understood and will comply with the HR Group Code of Business & Ethics Conduct. Unless disclosed below, I have no knowledge of any violation or potential violation of this policy. I understand that a breach of the Code of Business & Ethics Conduct may result in disciplinary action, which may include termination.

Name (print): _____

Signature: _____

Title: _____

Date: _____