

CODE OF CONDUCT FOR BUSINESS PARTNERS

ProSiebenSat.1 Media SE as well as all directly or indirectly affiliated companies under Sections 15 et seq. of the German Corporation Act (hereinafter referred to as "**ProSiebenSat.1**") are committed to comply with internationally recognized standards for responsible corporate governance. Amongst others, this includes the Global Compact of the United Nations (UN), the Guidelines for Multinational Companies of the Organisation for Economic Cooperation and Development (OECD) and the Working and Social Standards of the International Labour Organization (ILO). ProSiebenSat.1 also expects its business partners to comply with these standards as laid out in the present Code of Conduct.

Business partners within the meaning of the Code of Conduct are all companies not belonging to ProSiebenSat.1 from which ProSiebenSat.1 procures deliveries or services. This includes suppliers, distribution partners, consultants, brokers, subcontractors, sales representatives and freelancers.

ENTREPRENEURIAL RESPONSIBILITY

Human Rights

ProSiebenSat.1 shall comply with the guidelines for the economy and human rights of the UN framework agreement and expects its suppliers to also respect these principles while carrying out their entrepreneurial activities, including labor law.

Fair Competition

Business partners of ProSiebenSat.1 observe rules for fair competition and carry out any business activity while complying with the applicable laws and regulations pertaining to cartel law.

Prohibition of Corruption and Bribery

ProSiebenSat.1 expects its business partners not to tolerate corruption; it also expects that in the companies of said business partners compliance with the conventions of the United Nations (UN) and the Organisation for Economic Cooperation and Development (OECD) to fight corruption and compliance with relevant anti-corruption laws is ensured. In particular, business partners must ensure that their employees, subcontractors or representatives do not offer or grant employees of ProSiebenSat.1 or third parties close to them any advantages with the goal to obtain an order or any other privilege.

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Invitations and Gifts

ProSiebenSat.1 expects that its business partners do not abuse invitations and gifts to influence others. Invitations and gifts to ProSiebenSat.1 employees or persons close to them are only accepted if occasion and scope are appropriate, i.e. if they are of low value and in the event that they can be seen as expression of locally recognized business practice. Likewise, business partners of ProSiebenSat.1 do not demand any inappropriate advantages.

Avoiding Conflicts of Interest

The business partner is obligated to report to ProSiebenSat.1 situations that appear to be conflicts of interest and to inform ProSiebenSat.1 in the event that employees of the business partner or experts commissioned by ProSiebenSat.1 have an interest of any kind in the business of the business partner or in any economic relations with the business partner.

Money Laundering

Business partners must comply with statutory regulations pertaining to the prevention of money laundering and must not participate in money-laundering activities of any kind.

SAFETY, QUALITY, DATA PROTECTION

Data Protection

When collecting, storing, processing or transmitting personal data of employees, customers or other third parties, business partners of ProSiebenSat.1 shall apply the highest degree of prudence and strict confidentiality as well as comply with applicable law and rules.

Confidential Information, Insider Trading

Business partners must ensure that confidential information and company secrets that become known during business activities with ProSiebenSat.1 is treated with the utmost confidentiality and that such information and company secrets are not used in an unauthorized fashion or disclosed to third parties.

In particular, business partners are not permitted to use such documents or information that is not public knowledge and that was provided to them in line with their business relationship with ProSiebenSat.1 as the basis for stock transactions or to enable third parties to trade stock or securities of another company.

Intellectual Property

Business partners are obligated to protect in an adequate fashion intellectual property of ProSiebenSat.1 and not to use such for unlawful purposes.

Product Quality and Safety

All products and services provided by the business partner must comply with statutory quality and safety standards. In the event that business partners do business with or on

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behalf of ProSiebenSat.1, they must comply with the quality requirements of ProSiebenSat.1.

TREATMENT OF EMPLOYEES, OCCUPATIONAL SAFETY & CHILD LABOR

Remuneration and Working Hours

Business partners must comply with applicable laws pertaining to wages and hourly working time such as, amongst others, those in connection with mini-mum wage, overtime and statutory extended benefits.

Anti-discrimination and Equal Opportunities

Business partners must not tolerate any illegal dis-crimination. All employees must be treated equal – regardless of ethnic, national or social background and origin, color of the skin, gender, religion, ideology, age, disability, sexual orientation or political opinion. In addition, they must comply with locally applicable laws for the prevention of discrimination regarding hiring and employment of employees.

Freedom of Association

Our business partners recognize the basic right of all employees to form unions and workers' representations and to join such. Wherever such right is limited on the basis of local laws, alternative options of workers' representation conforming to the law are to be supported.

Occupational Safety

ProSiebenSat.1 expects its suppliers to pursue an implementation of occupational health and safety standards on a high level by applying an approach for occupational health and safety management that is suitable for their respective company.

The business partner shall observe applicable occupational health and safety regulations and pro-vide a safe and salubrious work environment to protect the health of employees, protect third parties and to prevent accidents, injuries as well as occupational illnesses. This includes routine risk assessment of workstations, the implementation of suitable hazard control and precautionary measures. Employees are to be trained in occupational safety topics in an appropriate fashion. Business partners must comply with applicable wage and hour laws, including those related to minimum wages, overtime and legally required fringe benefits.

Prohibition of Child and Forced Labor

Business partners shall not tolerate child labor. The minimum age of a child or adolescent for employment or work must not be below the age when compulsory school attendance ends in the country in which the business partner is active as entrepreneur. Also forced labor, i.e. any work that is de-manded of a person against the person's will and under the threat of punishment, as well as modern forms of slavery and human trafficking are not tolerated by suppliers.

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Environment and climate protection

Business partners comply with applicable national and international regulations and all international agreements on environmental protection. ProSiebenSat.1 expects all its business partners to use natural resources responsibly and sustainably and to contribute to mitigating climate change and preserving the environment. ProSiebenSat.1 business partner use natural resources responsibly and efficiently. Furthermore, business partners continuously strive to reduce their energy and water consumption as well as their CO2 emissions. ProSiebenSat.1 business partner reduce their environmental impact as much as possible, reduce their energy and water consumption, and avoid emissions and (chemical) waste. Business partners also handle all kinds of chemicals and harmful sub-stances along the supply chain responsibly and carefully.

COMPLIANCE WITH THE CODE OF CONDUCT

ProSiebenSat.1 reserves the right to check compliance with the requirements of this code of conduct, giving appropriate advance notice. ProSiebenSat.1 encourages its business partners to implement their own binding guidelines for ethical conduct.

Any violation of the commitments cited in this code of conduct is seen as fundamental breach of contract on the part of the business partner.

Suppliers are expected to give their employees the opportunity to report legal or ethical issues and concerns without having to fear retaliatory measures.

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CONTACT

If you have any questions or information about violations of this Code, please contact:

GROUP COMPLIANCE

For questions: compliance@prosiebensat1.com

For incidents: <https://prosiebensat1.integrityline.com>

The rules of procedure with regard to the handling of information on the German Supply Chain Due Diligence Act (Lieferkettensorgfaltspflichtengesetz - LKSG) and our whistleblower system can be found on the [ProSiebenSat.1 Media SE homepage](#).

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