

# Related Party Transactions and Conflict of Interest Policy

of the Peach Group

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Growing  
with values.

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Note: This English text is a non-binding convenience translation of the German original. In case of differences between the German and the English versions, the German text prevails.

## 1. Introduction

There is a conflict of interests if personal interests are inconsistent with the interests of the Peach Group and this can result in divided loyalties.

Related party transactions represent an increased risk of potential or actual conflicts of interest and it may appear that such transactions are based on considerations that are not in the best interest of the company. Therefore, one must be cautious in concluding related party transactions. There are, however, situations in which related party transactions are in the company's best interest, provided that they are always concluded under normal market conditions.

Conflicts of interest that are not disclosed or handled improperly may appear to be nepotistic and have the potential to cause a loss of trust in and damage to the reputation of the Peach Group.

This Policy is intended to ensure that every related party transaction is carried out in a way that protects the company against conflicts of interest that could arise between the company and its related party.

## 2. Scope

This policy is based on the provisions that apply Group-wide, particularly the Code of Conduct, and applies to all persons at all levels who work for us or on our behalf. It is accordingly applicable to all members of the Board of Directors and the Executive Management, senior managers, members of the Management Board (*Vorstand*) and employees (whether permanent, fixed-term or temporary) of the Peach Group.

However, we also expect our business partners, including suppliers, intermediaries and joint venture partners, etc., to comply with the principles of this Policy and to prevent or transparently disclose conflicts of interest. In this context, we also refer you to our Code of Conduct for Business Partners of the Peach Group, which you can find on our website.

### 3. Principle of avoiding conflicts of interest

The members of the Board of Directors and the Executive Management, as well as all employees, are obligated to act in the best interests of the Peach Group. Their personal interests may neither impair their judgment in business matters, nor may such interests appear to do so.

Conflicts of interest with parties who have a close personal relationship with the above-named persons, including their spouses, domestic partners, children, parents, siblings or other close family members, must also be avoided.

### 4. Related parties

Persons (or companies) are considered to be related parties of our company if they can exert a significant influence over our company. This includes all the entities of the Peach Group (affiliated group).

Natural persons are considered related parties of the company if such a person or a close member of that person's family

- has control or joint control over the company;
- has significant influence over the company; or
- is a member of the key management personnel of the company.

Therefore, the members of the Board of Directors and the Executive Management, along with their close family members, are related parties of our company.

In addition, the following are considered related parties within the meaning of this Policy:

- significant shareholders of the Peach Property Group AG with participations  $\geq 3\%$ .

Parties related to the employees are persons who are family members of, or have a close personal relationship with, an employee and who could influence the employee's business judgment or at least be perceived as doing so.

## 5. Rules of conduct in order to avoid conflicts of interest and for related party transactions

### 5.1 Disclosure

The members of the Board of Directors and the Executive Management of the Peach Property Group AG are obligated to disclose mandates in the supreme management bodies or administrative bodies of for-profit legal entities that must be recorded in the Commercial Register or in an equivalent foreign register.

In addition, all members of the Board of Directors and the Executive Management, as well as all employees, are obligated to disclose possible conflicts of interest immediately after becoming aware of them, for example in conjunction with business negotiations of the Peach Group with parties related to them. Disclosure must be performed as follows:

- Employees must disclose to their superiors.
- Members of the Executive Management and the Board of Directors must disclose to the Chairman of the Board of Directors.
- The Chairman of the Board of Directors must disclose to the Chairman of the Audit and Risk Committee (ARC).

### 5.2 Approval of related party transactions

Transactions with parties related to the company are subject to the arm's length principle and must be approved in advance by the full Board of Directors if the total transaction volume in individual cases or for connected transactions reaches or exceeds the amount of CHF 1,000,000.

Transactions of the company with a member of the Board of Directors or the Executive Management or parties related to an employee are subject to the arm's length principle and must be approved in advance. In this context, the following business transactions must be approved:

- Transactions with parties related to employees must be approved by the superior.
- Transactions with parties related to members of Executive Management must be approved by the Chairman of the Board of Directors.
- Transactions with parties related to members of the Board of Directors must be approved by the full Board of Directors while the affected member withdraws from the process.

### 5.3 Withdrawal

Anyone who has interests that conflict with those of the company or who has to represent such interests on behalf of third parties shall withdraw from the proceedings, i.e. shall not participate in the decision-making process or in the passing of resolutions. In particular, we shall withdraw from the proceedings and shall not act on behalf of the Peach Group in the event of negotiations and business transactions with parties related to us.

## 6. Consequences of violations

Violations of this Policy can lead to considerable financial damage for the company, as well as damage to its reputation and stock market value through exchange loss. Offending employees also face consequences under labor and civil law.

Anyone who becomes aware of possible violations of this Policy shall notify their superior, the General Counsel or Head of Legal (Germany) without delay. The additional option of anonymous reporting via the dedicated external reporting system, which consists of a reporting portal ([link](#)) and a hotline and complies with the EU whistleblower directive, is also always available. Our employees can report legal violations using this system. These

reports can be made anonymously and confidentially. The reports are transmitted to the externally appointed ombudsperson responsible for cases of whistleblowing.

## **7. Entry into effect**

This Policy on related party transactions and conflict of interest was put into effect by the Board of Directors of the Peach Property Group AG as of August 1, 2022.