

## **Compliance organization – to ensure consistency in our commitment and actions**

### **I. Meaning of the term**

The compliance organization encompasses all organizational measures within the Leonhard Moll AG corporate group and is aimed at systematically ensuring that the conduct of all executive board members, managers and employees is in accordance with legal provisions, corporate principles, the rules of conduct and shareholder interests.

### **II. Responsibilities**

The executive board of the holding company is responsible for compliance issues at Leonhard Moll AG.

The group divisions, KEIMFARBEN GMBH and LEONHARD MOLL BETONWERKE GMBH & CO KG, appoint compliance officers who are responsible for all compliance issues in the respective companies. As independent representatives, they report to the executive board of the holding company.

The compliance officers, along with the supervisors, are the primary contacts for employees and business affiliates. They are responsible for handling questions and problems regarding compliance. These individuals also ensure that the rules of conduct are properly communicated and interpreted. They advise companies, managers and employees on matters regarding work organization and ensure that all legal provisions can be complied with as simply and efficiently as possible. They also determine the need for advice and information and organize the appropriate training or legal support.

The business activities of the Leonhard Moll corporate group now extend to many countries. It is conceivable that differences between a country's laws and the rules of conduct will arise. In individual cases, this may impose different or contradictory obligations for employees (potential conflict of obligations). In these situations, the issue must be discussed with a supervisor and/or the responsible compliance officer.

### **III. Dissemination within the company**

Supervisors and compliance officers are tasked with communicating the corporate principles and rules of conduct to employees. Each employee receives a copy at the time this regulation is introduced. Every new employee receives a copy when they start working for the company.

### **IV. Evidence of problematic conduct**

All in-house evidence of problematic conduct serves the purpose of self-examination and enables the company to work more effectively and avoid risks to the entire organization. Any evidence of breaches or problematic conduct submitted to compliance officers or supervisors will be kept confidential.

By informing a compliance officer, the person providing the evidence must not be subjected to any negative consequences. This does not apply to self-disclosure. In this case, the circumstances of the voluntary disclosure and the company's ability to avoid damages are taken into account.

### **V. Violations/internal investigations**

In the case of suspicion or apparent violations, the compliance officer independently determines the facts and proposes measures for prevention/control. Compliance officers have the authority to examine documents. This does not affect the responsibility of the supervisor with regard to decisions on disciplinary measures.

### **VI. Review**

The executive board of the holding company and the compliance officers regularly review the effectiveness of the compliance management system and report to the full executive board and the supervisory board.

Munich, March 2014  
LEONHARD MOLL AG

**Executive Board**