



# Code of Ethics

## Act Sustainably

# Our Mission & Vision

HelloFresh-Family,

We are on a mission to change the way people eat - forever. Each of us shapes our path to becoming the world's leading, fully integrated, food solutions group through our actions and decisions, every day.

The challenges of a rapidly changing world and our speed of growth require us to constantly reinvent ourselves within short periods of time. It is therefore more important than ever to hold on to what has brought us to where we are: a culture characterized by respect and fairness, where everyone takes responsibility and where our stakeholders know they can trust in our integrity. We believe that sustainable success can only be achieved if we consistently use our culture to promote sustainable action in all areas of our business, as a company but also on an individual level in our day-to-day work.

Our Code of Ethics sets out our commitments and ethical standards to which we hold ourselves accountable and shows how we translate them into sustainable action - for our planet, our people, our community and our business. We expect everyone, at every level of our organization, to play an active role in upholding our standards and to act sustainably, every day!

Thank you for your commitment.

Dominik - Thomas - Christian - Ed





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# Our Ethics & Culture

Our ethics are the compass that guides us on our mission. They drive our actions and decisions and shape our culture. Our Code of Ethics (our “Code”) applies to everyone working at the HelloFresh Group across all markets, including our management board, managing directors and executive officers. It shows how we live our ethics in our daily work and use our culture to translate them into sustainable action - for our planet, our people, our community and our business.

**Our Ethics**  
Respect  
Responsibility  
Integrity

**Our Culture  
& Our DNA**

Diversity & Inclusion  
“egoless environment”

Growth Mindset  
“learning never stops”

Proactive Ownership  
“relentless prioritization”

Analytical Rigor  
“data drivenness”

Embrace Change  
“speed & agility”

# How to Act Sustainably

## Know that you are the one making the difference

No matter what your role is at HelloFresh or where you work, in our offices, our distribution centers or on the road, every one of us shapes our culture every single day. It is our individual actions and decisions in our day-to-day work that make the difference between whether our co-workers feel welcome and included, our customers and business partners trust us and our investors believe in our sustainable success, or not. Each of us at every level of our organization has the responsibility to take an active part in upholding our ethics by following our Code and acting sustainably, every day:

- **Read** our Code carefully and familiarize yourself with our global and applicable local policies that specify how we aim to deliver on our commitments.
- **Understand** how our Code applies to your role and identify the commitments and ethical standards which are of particular importance for your day-to-day work.
- **Follow** our Code every day, engage in discussions with your co-workers on how our Code applies, ask if there are uncertainties and help us foster a culture of sustainable action.

## Use our Code to make good decisions

Our Code is neither a complete summary of all applicable policies, laws and regulations, nor the attempt to anticipate all ethical dilemmas that we might face in our different roles at HelloFresh. In fact, in your daily work you will often find yourself in a position where you have to make a decision, but the circumstances are unclear and the right thing to do is not obvious. But also in difficult situations like these, even though our Code might not give you the exact answer to your questions, it can be a great guide in helping you to do the right thing. Take ownership of the situation by applying the following steps:

- 1) Trust your instincts.** Does your gut tell you something is not right? Do you feel uncomfortable making a certain decision? You are probably right. Take a step back and consider how you want to handle the situation.
- 2) Analyze your data.** Is your approach consistent with our ethics, commitments and ethical standards set out in our Code? Does it comply with our policies? Are you confident it is legal? Would you be comfortable if it became public or if you had to present it at an all hands meeting?
- 3) Get advice.** If the answer to one of these questions is “NO” or even “MAYBE”, this is a signal that you should stop and get advice before you proceed. Reach out to your line manager, HR partner, Local Compliance Officer or local legal department. In most cases, it is not about not doing something, but only about doing it the right way.



## Lead by example

As a people manager at HelloFresh you have a special responsibility to uphold our ethics and ethical standards. Everything you do, the way you deal with difficult situations and consider our ethical standards in your day-to-day decision-making, is interpreted and sometimes even copied by your direct reports and their reports. If you do not live our ethics you cannot expect anyone working with you to do so either. Be a great ambassador of our Code and help us to shape a culture fostering sustainable action:

- **Create awareness.** Discuss our Code with your team, point out unit-specific pitfalls and be clear that you expect everyone to uphold our ethical standards in their day-to-day work.
- **Be a role model.** Actively show how you apply our ethical standards in your decision-making and explain how you consider them when resolving conflict, justifying decisions or encountering situations that are against our ethical standards.
- **Listen and support.** Create an atmosphere of openness and trust where your team knows you will listen if they have a Code-related question or concern. Be empathic, take steps to ensure the confidentiality of the person and conversation and listen carefully. Take questions and concerns seriously and give advice.
- **Be consistent.** Maintaining a culture fostering sustainable action requires that you react swiftly and appropriately to concerns so it is clear that violations of our ethical standards are not tolerated. In minor cases you might resolve the matter yourself (e.g. in a 1:1). In all other cases or if you are unsure whether it is sensible to resolve the matter yourself, you should involve your Local Compliance Officer or the Ethics & Compliance Team.



# Speak up!

We know it is not always easy to speak up if something feels wrong. You might feel anxious or uncomfortable because your concern is at odds with the instructions of one of your seniors, relates to a co-worker or simply because you do not know all the facts. But this is what proactive ownership is all about. If something needs fixing you need to speak up, because it is important. If we do not uphold our ethics in our everyday work and look away when our ethical standards are violated, we not only erode the trust of our people and our community but expose us to legal, financial and reputational risks. If you are unsure about something just ask and get advice.

## How do I report a concern?

We offer different options for raising a concern. Choose the one that you feel most comfortable with.

- You can raise concerns directly with your line manager who will often be in the best position to understand your concern and take appropriate action.
- If you are uncomfortable addressing the issue with your line manager, you can always contact your Local Compliance Officer, legal department, HR partner or our [Ethics & Compliance Team](#).
- In addition, you can also use our [HelloFresh | Speak Up!](#) platform which allows you to contact our Ethics & Compliance Team openly or anonymously.

Your confidentiality will be protected regardless of the channel used, except as needed for conducting a full and fair investigation or as otherwise required by applicable laws.

## How can I be sure there is no retaliation?

We are only able to prevent violations, identify potential gaps and mitigate risks that might result from violations of our standards if we know about them. Every report is valuable to us as it helps us uphold our ethical standards and avoid damages to our company, our employees and partners. We will not tolerate any retaliation against anyone who reports a concern in good faith or cooperates in an investigation, regardless of whether the concern is confirmed. If you believe you have experienced any retaliation please immediately contact our [Ethics & Compliance Team](#).

# Q&A



**How do I know who my Local Compliance Officer is? Who is part of the Ethics & Compliance Team?**

Look up the Local Compliance Officer responsible for your country and information on our Ethics & Compliance Team on our Group Information Portal.



**What happens after I have raised a concern through the HelloFresh | Speak Up! platform?**

Your report is only received by a small group of expressly authorized and specially trained employees of the Ethics & Compliance Team. Every reported concern is taken seriously.

The information that you provide will be reviewed fairly, promptly and in a sensitive, diligent and independent manner. Our Ethics & Compliance Team will carry out a more detailed investigation, if necessary.

Any information provided by you in this context will be treated confidentially and only be disclosed to the extent necessary for conducting a full and fair investigation or as required by applicable laws.

# For Our Planet

## We work for a sustainable future

The fight against climate change and the development of solutions for the responsible use of our natural resources are one of the greatest challenges of our time. We only have one planet and it is up to each and every one of us to help to preserve it. At HelloFresh, we are committed to doing our fair share in supporting the environmental goals of the United Nations' 2030 Agenda for Sustainable Development. We believe that our business model, particularly our disruptive supply chain strategy, puts us in the unique position to fundamentally change not only the way people eat, but also the way food is produced, distributed and consumed by reducing food waste, packaging and emissions. It is our ambition to provide our customers with the most sustainable food solutions at scale. We are committed to designing, implementing and constantly improving all of our operations in a way that not only minimizes our ecological footprint, but enables us to make a significant contribution to a more sustainable food system.

### How you can act sustainably:

- Familiarize yourself with our different environmental initiatives and understand how your role and your daily work can have an impact.
- Contact our Sustainability Team if you have any ideas for improvement.
- Help us to reduce our emissions and waste by participating in our energy-saving, recycling and replenishment efforts. It can start with turning off the light after a meeting or using the right bin. Every little effort counts!

## Q&A



**How does HelloFresh contribute to the Sustainable Development Goals (“SDGs”) of the United Nations’ 2030 Agenda?**

Our environmental initiatives are consistent with the following SDGs:

**Goal 2 (Zero Hunger)** - We support sustainable food production systems and resilient agricultural practices.

**Goal 12 (Responsible consumption and production patterns)** - We support sustainable management of resources and minimize food and packaging waste.

**Goal 13 (Climate change)** - We minimize our carbon emissions and offset those emissions that cannot be avoided.

**Goal 14 and Goal 15 (Protection of life below water and life on land/sustainable use of the ecosystems)** - We seek to source our ingredients from certified suppliers who use our ecosystems sustainably.

Check out our latest Sustainability Report to follow our progress.



# We respect and promote human rights

At HelloFresh, we are committed to treating all people with dignity and respect. We are aware of our responsibility and the importance of promoting human rights and the rights of workers throughout our operations and our supply chain. We support the principles established under the International Bill of Human Rights as well as the International Labor Organization Declaration on Fundamental Principles and Rights at Work and expect our suppliers and business partners to adhere to the same standards. Our Ethical Trading Policy defines clear requirements to be met by every supplier or business partner working with us. We have implemented processes to assess the compliance with our standards and will not tolerate any form of child labour, modern slavery, excessive working hours or any other violations in performances of contracts in our supply chain.

## How you can act sustainably:

- Treat others with dignity and respect and familiarize yourself with the standards of our Ethical Trading Policy.
- Be vigilant and apply the principles of our Ethical Trading Policy to your decisions, in particular, when you consider new partnerships or acquisitions.
- If you suspect any human rights abuse in our operations or supply chain immediately report your concerns to your line manager, Local Compliance Officer or our Ethics & Compliance Team.



## We show that we care

We are proud of our company and what we have achieved since our founding in 2011. At the same time, we are aware that people are at the core of our success and are immensely thankful for the support from our employees, our customers and our partners. As a company, we take our corporate citizenship seriously and are committed to giving back by social engagement in our local communities. We believe that everyone should have access to fresh, healthy food, and the ability to share a home-cooked meal with loved ones. Addressing hunger and helping those facing food insecurity is one major part of our philanthropic activities. We have established different partnerships with local food banks and other charitable organizations to provide help where it is needed the most. In addition, we support everyone who wants to make a difference on a personal level by volunteering in charitable projects that are consistent with our social engagement approach.

### How you can act sustainably:

- Learn about our different local social engagement efforts and how you can participate if you are interested.
- If you have found a volunteering project that you would like to be part of, make sure to get the prior approval of your line manager.

## Q&A



### What does “corporate citizenship” stand for at HelloFresh?

As the world's leading meal kit provider we have a responsibility towards society, not only as individuals, but as a company to engage in efforts to improve the standards of living in the communities that we operate in and we are committed to delivering on our responsibility.

Check out our different initiatives in our latest Sustainability Report.



# For Our People

## We celebrate our diversity & inclusion

At HelloFresh, our people come from all over the world, from different backgrounds and nationalities, have different cultures, convictions and preferences. We believe that these very differences make us the company that we are and are the foundation of our success. It is this richness of perspectives, ideas and opinions that enables us to think outside the box, develop innovative solutions and make the best decisions. We want everyone who comes to work to enter a safe space where they can be themselves and add their unique value, every day. We are committed to fostering an inclusive work environment where everyone can excel in their role - not despite - but by being their whole self, regardless of the color of their skin, their age, sex, marital status, political opinion, nationality, culture, physical or mental disability, religion, who they love or how they identify or express themselves. We provide equal opportunities and hire and promote solely based upon individual qualifications and ability to perform the job.

### How you can act sustainably:

- Know your uniqueness! Share your personal perspective and ideas and help us to create a stronger and more creative work environment.
- Make everyone feel welcome. Be aware and respect that everyone's preferences are different and treat others the way *they* want to be treated.
- Be curious. Listen with patience and empathy, be open to others' ideas, appreciate their contributions and make room for all sorts of communication styles to make sure everyone has a voice.
- Be fair. Critically assess and work on your unconscious biases and ensure equal opportunities for everyone.
- Do your part. Diversity and inclusion is not the responsibility of one group or function – it is something we can each take accountability for. Participate in the initiatives of our local Diversity & Inclusion committees and other Employee Resource Groups and help us to become a leader in diversity.

## Q&A



**I feel our current approach to foster diversity and inclusion does not fully consider the challenges that I (and/or some of my co-workers) face in this regard. What can I do about it?**

When it comes to our efforts to foster a diverse and inclusive work environment we are trying to include as many perspectives as possible. But we know there are always aspects which we have not considered yet and things we can do to improve.

Your feedback is therefore very important to us. Reach out to your local Diversity & Inclusion committees, HR partner or relevant local Employee Resource Groups (“ERGs”) and address the issue.

You can find an overview of the current local Diversity & Inclusion committees and ERGs on our Group Information Portal.

# We have zero tolerance for discrimination, bullying and harassment

Discrimination, bullying or harassment of any form, may it be verbal, physical, sexual or visual, erodes the very foundations that our company is built on. We expect everyone at HelloFresh as well as our partners and other stakeholders to treat others with respect and fairness and to refrain from any conduct – inside or outside the workplace - that might cause others to feel discriminated against, intimidated, uncomfortable or could otherwise create an offensive or hostile work environment. We will not tolerate any such behavior and immediately investigate any complaints and take appropriate action.

## How you can act sustainably:

- Discrimination, bullying and harassment is not always obvious. Be aware that discrimination, bullying and harassment are determined by the impact that your actions have on others, regardless of your intentions.
- Treat everyone you interact with respectfully. Be aware if certain behavior is unwelcome and make sure to immediately react appropriately by correcting your behavior.
- If you feel yourself or anyone else has been discriminated against, harassed or bullied by anyone at HelloFresh or one of our partners or other stakeholders, please speak up. If it is a minor case you can – if you feel comfortable doing so – address the person directly. If you are not comfortable or in all serious cases you should report to your line manager, HR partner, Local Compliance Officer or our Ethics & Compliance Team.

## Q&A



### What kinds of behavior are considered “harassment”?

Harassment can take many forms and legal definitions vary in different countries. For the purpose of our Code, it comprises any behavior that a reasonable person would perceive as intimidating, offensive hostile or uncomfortable, such as:

- Direct or indirect insults/threats and degrading comments
- Malicious gossip and offensive jokes
- Any form of unwelcome sexual advances
- Inappropriately discrediting someone in front of colleagues

This is obviously not an exhaustive list. If you are unsure whether what you have experienced or seen qualifies as harassment, **ask and get advice!**



## We provide a safe and healthy workplace

We understand the provision of a safe and healthy work environment as a basic requirement for everyone to be able to do their job. Everyone at HelloFresh regardless of if you work in our offices, our production facilities or on the road should be able to go to work without any fear of getting injured or sick. We are committed to providing a safe, healthy and secure workplace for everyone working at HelloFresh. We comply with workplace safety regulations and will not tolerate any threats of violence or any other behavior posing a risk to the health or safety of our employees or others.

### How you can act sustainably:

- Know and follow our safety and health practices as well as any house rules applicable to your workplace, position and work that you perform.
- If you have a problem collaborating with a co-worker, resolve it respectfully.
- If you become aware of an accident or anything that could pose a risk to the safety or security of our workplace report it immediately to the responsible office management team member or your line manager.

## Q&A



**I regularly work from home. Recently, I have been feeling unproductive and depressed. What can I do?**

Working from home can be challenging. You might feel isolated which can result in stress and affect your mental health. It is important that you take these symptoms seriously.

Make sure to take care of yourself by structuring your working day and engaging in regular communication with your team. Follow our best practice policies for working from home if applicable.

Also, **reach out** to your line manager, HR partner and/or your local office management. They will give you further advice on finding the right balance between working from home and office work, what you can do to improve your work environment at home as well as available mental health and support benefits.

# For Our Community

## We provide safe and high quality products

The provision of safe and high quality products and services is fundamental to our mission to “change the way people eat forever”. Everything we do always aims at ensuring a great food experience and making a positive impact on the well-being of our customers. Our commitment to food safety and high quality standards informs every decision we make from the sourcing, production and distribution of our products to the design of our processes and services. We have implemented clearly defined food safety and quality standards as well as robust procedures in our own operations and along our supply chain ensuring that we not only meet all regulatory requirements, but regularly exceed them. This includes the constant monitoring, review and improvement of our food safety and quality management systems. To honor and maintain the trust that our customers place in us, it is essential that everyone upholds these standards by actively living quality and safety in our day-to-day work.

### How you can act sustainably:

- Know and follow the quality and food safety standards provided for in applicable laws and our quality and food safety guidelines. Ask your line manager if there is any uncertainty.
- Contribute to a sustainable quality and food safety culture by diligently following all our procedures, carrying out all related works with the utmost care and speaking up on any possible improvements.
- Ensure that our suppliers comply with our quality and food safety commitments, obtain all required documentation and certifications and carefully assess the delivered goods.
- Whenever working in or visiting our operations always follow all food safety and hygiene requirements.
- If you notice anything that could compromise the safety or quality of our products and services, immediately report it to your line manager.

## Q&A



**To receive the best price a supplier has been putting pressure on me to agree to a contract for a HelloFresh ingredient before the relevant food safety checks have been completed. Shall I agree to the contract?**

You should regularly not commit to a contract prior to food safety review. Our applicable internal supplier review processes are essential to ensure we gather all the relevant information to verify the food safety of our ingredients and products. Exceptions should only be made if there are substantial reasons for doing so and with the prior approval of Head of Procurement or FSQA. In this case, however, you may only begin with the execution of the contract after all relevant food safety checks have been completed.



**When completing checks on a new delivery of ingredients received at our warehouse, a non-compliant food safety issue has been identified. The production manager has asked for the ingredients to be accepted, otherwise we will have to delay production. Should I accept the ingredients?**

No, the product must be rejected. If there is a known food safety risk the ingredient cannot be used, and the procedure relating to quarantine of the ingredients must be followed to ensure we comply with all legal food safety requirements.



## We respect privacy

As with any e-commerce company, our business depends on our customers being comfortable to provide us with their personal data that we need to perform our services. In the same way such data is entrusted to us by our employees, partners and other stakeholders. It is therefore crucial that we build and maintain trust within our community and the public that personal data is safe at HelloFresh. This requires not only that we strictly follow all applicable data protection laws and handle any personal information entrusted to us with care, but that we provide for secure IT systems and ensure their integrity in our day-to-day work. Our Information Security Policy sets out our best practice standards for the use of work stations, electronic communication media and IT.

### How you can act sustainably:

- Familiarize yourself with our applicable local data privacy guidelines, understand what kinds of information are considered personal data and be aware of their sensitive nature.
- When you come in contact with personal data in your day-to-day work, make sure to follow our local guidelines and applicable laws. If you are uncertain, consult with your local legal department or data protection officer.
- Only access, collect and use personal data for legitimate business reasons and only use it for the intended and authorized purposes.
- Never disclose personal data – regardless of whether it is from customers, co-workers or our partners – to suppliers or other third parties without a legitimate business reason and sufficient data protection measures (e.g. data processing agreements) in place.
- Immediately report any actual or suspected data breaches or violations of our policies to your local legal department or data protection officer as this will help us to mitigate potential damages.
- Support our cyber security and follow the best practices set out in our Information Security Policy and local guidelines if applicable.

## Q&A



### How do I know if the data I am handling qualifies as personal data?

Personal data is any information that relates – directly or indirectly - to an identified or identifiable living person.

So ask yourself: Does the information allow you to identify a person if you used all the means reasonably likely to be used to do so?

This is obviously the case for names, (email-)addresses, phone numbers or photographs. However, it also applies to tax IDs, employee numbers, location data, social security numbers, IP addresses and even cookie IDs.

If you are uncertain, **ask and get advice!**



### How do I know who my local data protection officer is?

Look up the data protection officer responsible for your market on our Group Information Portal.

## We choose our partners with care

The quality of our services and our reputation as a company not only depend on our own performance and actions but to a significant extent also on those of our suppliers, service providers, consultants and other business partners. For us to remain successful therefore requires that we only work with the best business partners available who are committed to our mission and adhere to the same ethics and standards to which we hold ourselves.

### How you can act sustainably:

- Make sure to get the full picture of available partners and carefully consider a business partner's qualifications, record and reputation before entering into a contract on our behalf.
- Consider our procurement policies if applicable and ensure that our business partners conform with our Ethical Trading Policy.
- Follow our applicable processes for vendor onboarding and contract review.



## We are a fair competitor

We firmly believe in our business model, our people, our innovative strength and the quality of our products. Our ability to outperform our competition in a fair and honest manner has brought us to where we are and will help us to prevail in the future. A market where fair and open competition dictates failure and success is a basic condition for us to prosper and we are committed to preserve it. It is therefore important that we not only strictly follow all applicable antitrust and competition laws in our different markets, but also avoid even the slightest appearance of any unfair restrictions of our competitors. This applies in particular to all agreements with our competitors, suppliers or other business partners. Our Group Guideline Competition Law includes an overview of prohibited practices and provides guidance on how to prevent violations.

### How you can act sustainably:

- Familiarize yourself with our Group Guideline Competition Law, understand the basics of anti-trust and competition law and follow the relevant local laws.
- Never enter into any formal or informal agreements related to the fixing of prices, division of sales territories, markets and customers or the interference with bidding processes, the boycott of another company or preventing it from entering the market or any other limitation of competition.
- Do not discuss or exchange with our competitors (or potential competitors) - even in an informal setting - any information related to the above topics or our business strategies.
- Gather competitive intelligence about our competitors only from appropriate, meaning public or other permitted sources (e.g. news stories etc.).

## Q&A



**I met a former colleague at a conference. She works for one of our competitors. In course of the conversation she started to talk about their pricing and marketing strategy and also suggested setting up a meeting to discuss this in more detail. What should I do?**

You can, of course, have a chat with someone that you know even though she is working for a competitor. However, you must avoid discussing competitively sensitive topics (e.g. pricing, costs, clients, strategies, terms of sale) as even an informal exchange is problematic in terms of competition laws.

If your colleague brings up such a topic, end the conversation, remove yourself from the situation and do not engage in any further discussions on these topics. Also, **report** the incident to your local legal department.



# We avoid conflicts of interest

When we make decisions at work we are all expected to always do so with HelloFresh's best interest at heart. We may, however, encounter situations where our personal interests conflict with what is best for our company. These conflicts can appear in various forms. Typical cases are where our personal relationships or financial interests overlap with our responsibilities at work. Often it will be difficult to draw a clear line and it might not always be possible to avoid all conflicts of interest. To maintain trust with our customers and investors, but also with our co-workers, we must take all necessary measures to prevent our personal interests from having an impact on our decision-making and avoid even the appearance they do.

## How you can act sustainably:

- Know the situations where conflicts of interest can typically occur, stay alert and recognize potential conflicts when you see them. Get advice from your local legal department, Local Compliance Officer or our Ethics & Compliance Team if you are uncertain.
- Avoid situations where your personal interests might or might appear to influence your decision-making and follow our related local policies if applicable.
- Disclose any actual or potential conflicts of interest to your line manager or local legal department and get prior approval – even if you are convinced that it will not affect your decision-making.

## Q&A



### How do I know whether there is a conflict of interest?

A conflict of interest typically happens when, for instance:

- You are invested in one of our business partners or competitors.
- You have a close personal relationship (e.g. family, friends) with someone you are doing business with on our behalf.
- You have a side job with a (potential) business partner or even competitor.

In these cases, you should regularly assume at least a potential conflict. But also in other cases, always ask yourself: Could my personal interest influence my decision-making? Could it look that way to someone else?

If the answer to one of these questions is “YES” or even “MAYBE”, it is probably a conflict. **Disclose it and get advice!**

# We cannot be bought and we do not make improper payments

We are growing at a fast pace and constantly explore and enter into new partnerships. There might be situations where we are offered the payment of bribes, kickbacks or other benefits to secure a business or might be tempted to make such offers ourselves. Do not do it! Any type of bribery or corruption is harmful to our customers, our partners and our business. No short-term win through making or accepting improper payments or benefits can ever make up for the damage that it might do to our reputation and brand. To protect our business and ourselves it is essential that we strictly follow all applicable anti-bribery laws and avoid any behavior that raises questions about our integrity. Our Group Guideline Anti-Corruption provides guidance on how to identify and avoid the different forms of corruption.

## How you can act sustainably:

- Bribes are not always obvious. Familiarize yourself with our Group Guideline Anti-Corruption and local policies if applicable, understand the different forms of bribery and learn to identify them when you encounter them in your day-to-day work.
- Never accept, offer, make or promise any payments or anything of value for the purpose of securing a business advantage, permit, approval or to speed up an official process.
- Do not accept or offer any gifts or invitations that create or might appear to create a sense of obligation. Follow our global and local guidelines regarding gifts and hospitality and obtain approval if necessary.

## Q&A



Does this mean I must never accept any gift or invitation by one of our business partners or offer it?

No. Accepting of invitations and gifts is not generally prohibited. But it requires careful consideration. Always ask yourself:

- Is the gift inappropriate in value (consider the thresholds specified in applicable local policies)?
- Is it given prior or after a business transaction with the business partner?
- Is there any chance that if it became public it could damage our reputation?

If the answer to one of these questions is “YES” or “MAYBE” you must **refuse or return the gift**. Exceptions can be made – where legally permitted and allowed for in our policies – only with the prior approval of the head of your department.

## We do not trade on inside information

In our daily work at HelloFresh, we may become aware of information about our company or other companies we work with which is not only confidential, but qualifies as so-called “inside information”. Inside information is information about a company which is not publicly known and, if published, would likely affect the share price, bonds and derivatives of the company it relates to. To buy or sell HelloFresh’s or another company’s securities on the basis of such information is not only unfair to other investors, but is, in fact, illegal. Any trading on or non-official disclosure of such information can result in serious criminal charges and penalties. Moreover, it jeopardizes our reputation and the trust of our investors and the public. Our Capital Markets Compliance Guideline provides clear guidance on this subject.

### How you can act sustainably:

- Familiarize yourself with our Capital Markets Compliance Guideline and understand the basics of inside trading and our organizational measures to prevent it (e.g. “Closed Periods”).
- Do not trade on inside information and respect Closed Periods. If you are unsure whether certain information qualifies as inside information ask our Global Legal Department before trading on it.
- Do not disclose inside information or tip off others (e.g. your family and friends) as it also violates inside trading laws.

## Q&A



**If I do not have any inside information, may I trade my HelloFresh shares whenever I want?**

No. To mitigate the risks of inside trading for everyone, we have introduced “Closed Periods” before the release of our quarterly and annual financial reports in which everyone at HelloFresh must not trade HelloFresh shares.



**My brother wants to sell his HelloFresh shares. I know our figures for the last quarter look great and will be published next week. Can I tell him to wait?**

No. Any non-public information about our numbers is confidential business information which must not be disclosed. In addition, it might be considered to be inside information. Tipping off your brother might result in a violation of inside trading laws.



# For Our Business

## We communicate accurately and protect our reputation

Our reputation as a company depends not only on the quality of our products and services, but also on the quality of our public statements and communications with our customers, investors and other external stakeholders. Any inaccurate, misleading or otherwise unprofessional communication can harm our brand and reputation. We are committed to transparent and honest communication in all areas of our business. Our External Communications Guideline sets out clear rules to protect our reputation.

### How you can act sustainably:

- Avoid any inaccurate or misleading statements regarding our company, products and services in our communications, advertising and promotion materials.
- Make yourself familiar with our External Communications Guideline and follow it at all times.
- Only speak on behalf of our company if you are authorized to do so. If you are contacted by the media or investors, direct them to our Public Relations Team or Investor Relations Team.



# We protect our intellectual property and confidential information

We put lots of thought, heart and financial means in the development of our different brands, trademarks and products as well as in the constant improvement of our procedures in all parts of our business. The ideas, innovations and information which we generate in this process by ourselves or together with our partners are one of our most valuable assets. This also applies equally to any other electronic, written or spoken non-public information that is related to our business, such as our business relationships, strategies and financial information. If we want to keep our competitive advantage and maintain trust with our partners and investors, we must protect our intellectual property, know-how and other confidential information.

## How you can act sustainably:

- Take appropriate measures to protect our confidential information and avoid situations where it could be compromised, e.g. discussions in common spaces or with co-workers who do not need to know it for their job.
- Do not disclose our confidential information to anyone outside HelloFresh unless expressly permitted by your non-disclosure agreement (“NDA”) or applicable law.
- Do not lightly grant third parties the right to use our trademark, logos or other rights and only do so based on license agreements approved by your local legal department.
- Apply the same caution when using confidential information or intellectual property rights of other companies and refrain from using such rights without written authorization.

## Q&A



One of our vendors offers a discount if we allow them to reference us as their customer and use our logo on their website. Should I allow it?

Consider the following questions before making a decision:

- Do we want to be publicly associated with this vendor?
- Is the discount in proportion to what the vendor gains from using our logo?

If the answer to one of these questions is “NO”, **do not allow it or re-negotiate**. If you are uncertain, consult your line manager and/or our Public Relations Team.

## We use our resources responsibly

We are committed to providing everyone at HelloFresh with the resources needed to excel in their roles. This is done trusting that our funds and other assets (e.g. office facilities, provided technology and other media) and benefits are used responsibly and with care. Our Information Security Policy includes guidance for the responsible use of provided technology.

### How you can act sustainably:

- Use the assets entrusted to you (e.g. your notebook, accounts etc.) appropriately and with care. Never sell or give them away unless you obtained prior approval.
- Follow the best practices for the use of technology and your accounts set out in our Information Security Policy and local guidelines if applicable.
- When using our funds do so responsibly. Follow our procurement policies, if applicable. Always critically assess offers and pricing to make sustainable investments.

## Q&A



**I have been working with one of our SaaS vendors for years now. They increased their fees significantly for this year's renewal. The work with them is very pleasant on a personal level. Can I just confirm the renewal?**

No. Act like you would have to spend your own money. You can, of course, consider the value of a successful long-term cooperation. But take a step back and critically assess whether accepting the renewal on these terms is still the best option for our company. If you are unsure and there are other options, get comparative offers.



**I do not use the employee discount on HelloFresh deliveries. Can I pass it on to my friend?**

No. The benefits we offer are exclusively for our employees and may not be used by external stakeholders.



## We keep accurate records and contracts

We are a listed company and the world's leading meal kit provider. Authorities as well as our investors have the legitimate expectation that we have our paperwork in order and that they can rely on the information provided by us. To maintain this trust we must ensure that our records are accurate, complete and understandable at all times. This applies to our financial statements, but also to any other relevant business information from contracts and FSQA documentation to the time sheets in our distribution centers. We expect everyone at all levels of our business to take responsibility and do their part in maintaining the accuracy of our records.

### How you can act sustainably:

- Record all business information accurately and in accordance with applicable laws and our internal practices and procedures.
- Use our standard contract templates where possible and follow our internal processes for contract review and approval by your local legal department.
- Refrain from any side agreements not reflected in the written contract.
- Retain, manage and dispose information in accordance with applicable laws.

## Q&A



**I negotiated a service agreement with a vendor and sent them a copy signed by us. They never got back to me with a counter-signed version but started to provide their services. Can I just leave it at that?**

No. Not having the final version of a contract signed by both sides puts us at risk. The vendor might argue that they have not agreed to certain terms which might be essential for our contractual protection. In addition, we would not be able to provide accurate records of the contract if needed.

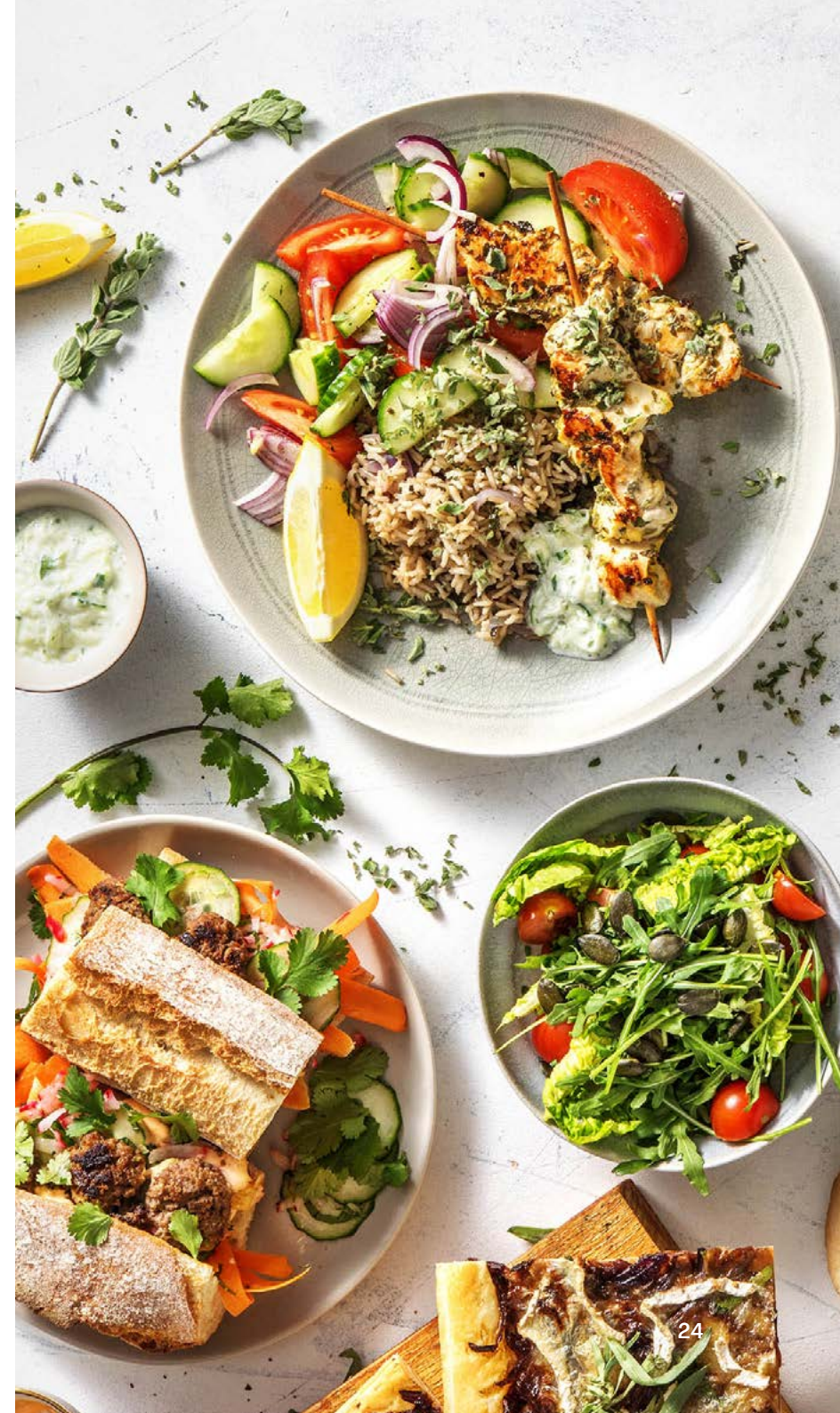
Reach out to the vendor, **insist on a counter-signed version** and provide it to your local legal department for filing.

# We obey the law

Our business is extending to different markets and so is the number of laws and regulations that we have to consider. We take our compliance with all applicable international and local laws very seriously and expect every one to follow the rules set out in these laws.

## How you can act sustainably:

- We do not expect that you know the details of all applicable laws. However, we do expect that you are aware and have a general understanding of the relevant regulations applying to your role and work.
- Follow all applicable laws, create awareness amongst your co-workers and help us to maintain a culture of integrity.
- If you are uncertain or have any concerns in this regard consult your line manager or local legal department.





# Conclusion

Our Code of Ethics outlines the principles that guide us on our mission. We rely on everyone to uphold our ethics and act sustainably, every day. If you have any questions about our Code or applicable policies you can always reach out to our Ethics & Compliance Team or your Local Compliance Officer.



The background is a solid teal color with numerous white, hand-drawn style wavy lines that sweep across the frame from the top left towards the bottom right, creating a sense of movement and texture.

# HelloFresh SE

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