



**Reports 2018**  
Annual Report

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# At a glance

The MCH Group is a leading international live-marketing company with a comprehensive services network spanning the entire exhibition and event market. It creates effective platforms and provides customised solutions in all the different areas of live marketing – all over the world.

The MCH Group's business activity consists in running the exhibition sites in Basel and Zurich (Venues), staging around 35 of its own exhibitions (Exhibitions) and providing customised services in the fields of marketing consulting, full-service experience marketing, and exhibition and event structures (Live Marketing Solutions). In 2018, the MCH Group organised or hosted 945 events and took charge of almost 3,000 projects in the field of live marketing solutions.



Berufsmesse Zürich

In the 2018 financial year, the MCH Group achieved operating income (sales) of CHF 522.8 million. The group loss from ordinary operating activity is CHF -17.6 million. Extraordinary depreciations due to a further value adjustment for the exhibition building and special provisions for restructuring measures resulted in a loss of CHF -190.4 million.

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## Operating Income (in CHF million)

Sales were increased to CHF 522.8 million due to MC<sup>2</sup> and Masterpiece London being consolidated for a full 12 months for the first time.

- 2018
- 2017

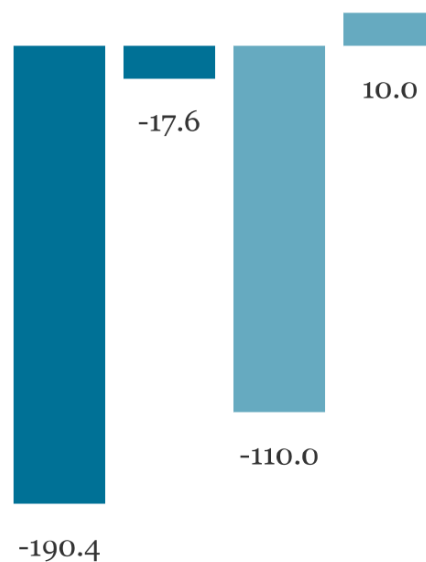


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## Group profit / loss (in CHF million)

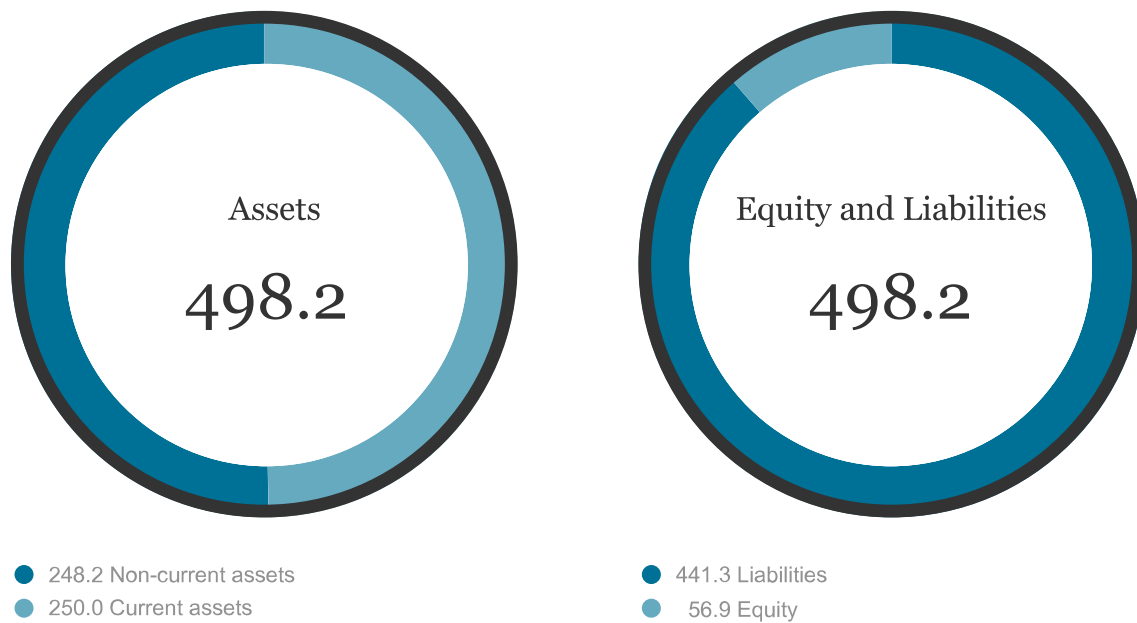
A group loss of CHF -17.6 million resulted from operating activity for 2018. Added to this come extraordinary depreciations for a further value adjustment on the exhibition buildings of CHF -132.3 million and extraordinary expenditure of CHF -40.5 million for restructuring measures.

- 2018
- 2018 without special measures
- 2017
- 2017 without special measures

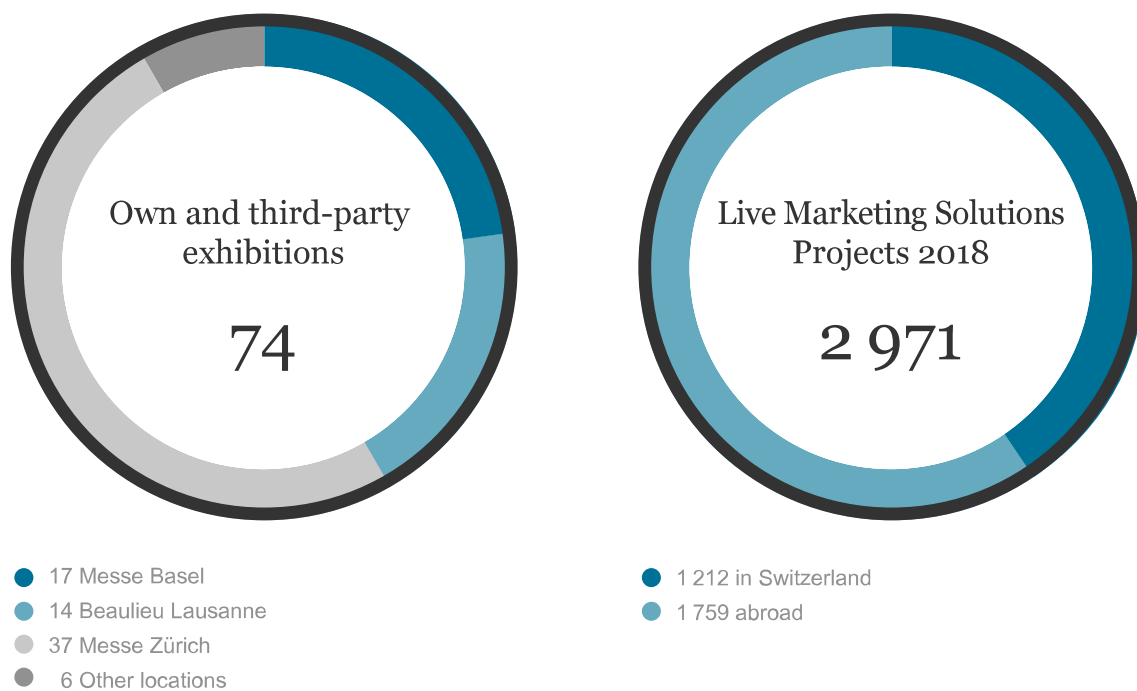




## Group Balance Sheet 31.12.2018 (in CHF million)



## Exhibitions and Live Marketing Solutions 2018



# Key figures

## Group Income Statement

Group Income Statement in CHF million	2018	% of income	2018 before special measures	% of income	2017	% of income	2017 before special measures	% of income
Operating income	522.8	100.0	522.8	100.0	493.3	100.0	493.3	100.0
Exhibitions	275.2	52.6	275.2	52.6	294.9	59.8	294.9	59.8
Venues	38.5	7.4	38.5	7.4	36.9	7.5	36.9	7.5
Live Marketing Solutions	209.1	40.0	209.1	40.0	161.5	32.7	161.5	32.7
EBITDA	4.0	0.8	28.5	5.5	43.8	8.9	61.5	12.5
EBIT	-182.1	-34.8	-9.3	-1.8	-104.0	-21.1	16.1	3.3
Group loss / profit	-190.4	-36.4	-17.6	-3.4	-110.0	-22.3	10.0	2.0

## Group Balance Sheet

Group Balance Sheet in CHF million	31.12.2018	% of total assets	31.12.2017	% of total assets	31.12.2016	% of total assets
Current assets	250.0	50.2	259.9	37.8	356.9	39.0
Non-current assets	248.2	49.8	428.3	62.2	559.1	61.0
<b>Assets</b>	<b>498.2</b>	<b>100.0</b>	<b>688.2</b>	<b>100.0</b>	<b>916.0</b>	<b>100.0</b>
Liabilities	441.3	88.6	454.5	66.0	477.1	52.1
Shareholders' equity	56.9	11.4	233.7	34.0	438.9	47.9
<b>Equity and Liabilities</b>	<b>498.2</b>	<b>100.0</b>	<b>688.2</b>	<b>100.0</b>	<b>916.0</b>	<b>100.0</b>
Net debt in CHF million	2018		2017		2016	
31.12.	148.7		130.7		69.1	

# Share price and proposed dividend

Share prices and proposed dividend in CHF	2018	2017
Share price 31.12.	19.95	66.30
Proposed dividend per share	0.00	0.00

# Exhibitions & Venues

2018	Number	Exhibitors	Visitors	GEA <sup>1)</sup>	Duration <sup>2)</sup>
<b>Exhibitions</b>	<b>31</b>	<b>6 937</b>	<b>1 363 519</b>	<b>775 695</b>	<b>150</b>
MCH exhibitions					
Messe Basel	10	2 982	542 265	405 411	45
Expo Beaulieu Lausanne	6	1 278	183 400	108 765	34
Messe Zürich	9	1 766	328 114	137 160	38
Other locations	6	911	309 740	124 359	33
<b>Venues</b>	<b>939</b>	<b>12 462</b>	<b>2 075 476</b>	<b>1 081 206</b>	<b>850</b>
All events					
<b>Exhibitions</b>	<b>68</b>	<b>11 372</b>	<b>1 508 281</b>	<b>1 039 549</b>	<b>218</b>
Messe Basel	17	3 940	660 334	508 541	63
Expo Beaulieu Lausanne <sup>3)</sup>	14	1 795	237 673	166 125	58
Messe Zürich	37	5 637	610 274	364 883	97
Hall rentals & events					
Messe Basel	8		45 500	29 980	66
Expo Beaulieu Lausanne <sup>3)</sup>	2		5 600	12 940	9
Messe Zürich	14		57 000	65 000	37
Conferences & room rentals					
Congress Center Basel	189	1 090	138 995	41 657	332
Conference rooms Messe Zürich	301		3 200		300
Musical Theaters					
Musical Theater Basel	184		159 600		
Theater 11 Zürich	173		157 300		

1) Gross exhibition area in m<sup>2</sup>

2) No. of days (without assembly/dismantling)

3) As per 1 July 2018, the MCH Group transferred responsibility for the operation and marketing of the Lausanne exhibition site to the Fondation de Beaulieu

# Live Marketing Solutions

2018	Projects	in Switzerland	abroad
Live Marketing Solutions	2 971	1 212	1 759
Marketing Consulting	74	74	0
Strategy & Conception	20	0	20
Event Management	55	50	5
Exhibitions & Event Construction	1 910	198	1 712
Multimedia	912	890	22



# Commentary

The 2018 business year was characterised by the need for change and the willingness to engage in this change. It was a year that saw a substantial financial loss and a number of personnel changes in the company's top-level operational management. At the same time, however, it heralded the launch of the necessary stabilisation and transformation process.

Ladies and Gentlemen,

When viewing the financial result for 2018, consideration must be given to a number of different factors: consolidation of the American MC<sup>2</sup> Group for a full year for the first time, the group's participation in the successful Masterpiece London, plus the strong Art Basel shows and the Swissbau trade fair, all made a key contribution to increasing operating income by just under 6% to CHF 522.8 million. These and other positive factors have not, however, been able to offset the financial burden imposed by the downscaling of Baselworld 2018, the high costs for the development and launch of Grand Basel and the declining trends for various products and services on the national exhibition and event market.

A loss of CHF -17.6 million has thus resulted from operating activities. Added to this come the extraordinary depreciations of CHF -132.3 million required for a further value adjustment of the exhibition buildings and special charges for restructuring measures totalling CHF -40.5 million, all of which lead to a group loss of CHF -190.4 million. The extraordinary expenditure for restructuring measures essentially covers the loss from the sale of Winkler Livecom on 31 December 2018, depreciation on tangible fixed assets for Baselworld and Grand Basel and provisions for structural and organisational measures that have already been initiated.

As a result of these special measures, the equity has fallen from CHF 233.7 million to CHF 56.9 million, and the equity ratio from 34.0% to 11.4%. These measures do not, however, have any impact on the cash and cash equivalents. Through the CHF 100-million bond issue, it proved possible to pay back state loans totalling CHF 65 million and cash and cash equivalents have increased slightly through the net inflow from financing activities.

The changes in the trade fair and event industry have proved to be even more radical than was foreseeable over the past few years and necessitate a far-reaching restructuring of the MCH Group. This will take a certain amount of time and will also negatively impact the result for the current 2019 financial year. This made it all the more important to define the roadmap for the necessary stabilisation and transformation process and to implement an initial package of measures in the second half of 2018 already.

The first step involved putting in place cost-saving measures, prioritising the strategic initiatives and initiating the first restructuring steps. The most important results of this first strategy realignment: the prime focus will be on further strengthening the globally leading position of Art Basel, expanding Masterpiece London, realigning Baselworld, further developing the successful national fairs, extending one-stop-shop solutions in the field of live marketing solutions and progressing further with digitisation. The development of a portfolio of regional art fairs is not to be pursued any further and the corresponding investments will be sold. The concept for Grand Basel and its international expansion is being revised. The general consumer fairs of Muba, Züspa and Comptoir Suisse are to be discontinued. In the course of the restructuring and repositioning of Live Marketing Solutions in Switzerland, Winkler Livecom AG was sold at the end of 2018.

The corporate strategy is to be further verified in the course of the current business year and a start made on its implementation. At the same time, the question of the future use of the infrastructure in Basel is to be clarified. Once the strategy process has been completed, the corporate structure and organisation will be brought into line with the redefined corporate strategy. Particular weight will be attached to boosting the efficiency of the organisational structure. Specialist competence and support functions are to be increasingly bundled and shared throughout the group so as to exploit the corresponding synergies.

The aim of the transformation process is to convert the group's classical live event competence into an integrated experience marketing competence in both the physical and digital fields. The biggest challenge lies in striking the right balance between the measures needed to stabilise the company and the investments required for the future – despite the limited resources available. It is thus important to merge the large number of extensively autonomous profit centres into an integrated company group, to define a joint strategy and then to jointly implement this in all the different fields and at all the different levels.

Thanks to the great expertise of our employees, the MCH Group stands out through its large number of high-quality products and services. This constitutes a robust basis for the necessary “reinvention” of our company. A large number of employees are supporting this radical change in a motivated and committed manner – especially those who are directly involved in the transformation process in one of the many working groups. This is not something that we can take for granted and we greatly appreciate it.

We are also delighted to have found competent succession arrangements for the departing members of the Executive Board – with the exception of one vacancy that still remains to be filled. We are looking forward, in particular, to the arrival of Bernd Stadlwieser, the new CEO, who will bring into the operational management of the MCH Group more than 20 years' professional experience in what are key branches of industry for us and also for the continuation of the transformation process that has been launched.

We would like to thank everyone who has contributed over the past year to enabling us to master the major challenges facing the MCH Group. Special thanks go to all the group's employees as well as to the management and the Board of Directors. We would also like to extend our wholehearted thanks to you, our shareholders, for your loyalty and support.

Dr. Ulrich Vischer  
Chairman of the Board of Directors

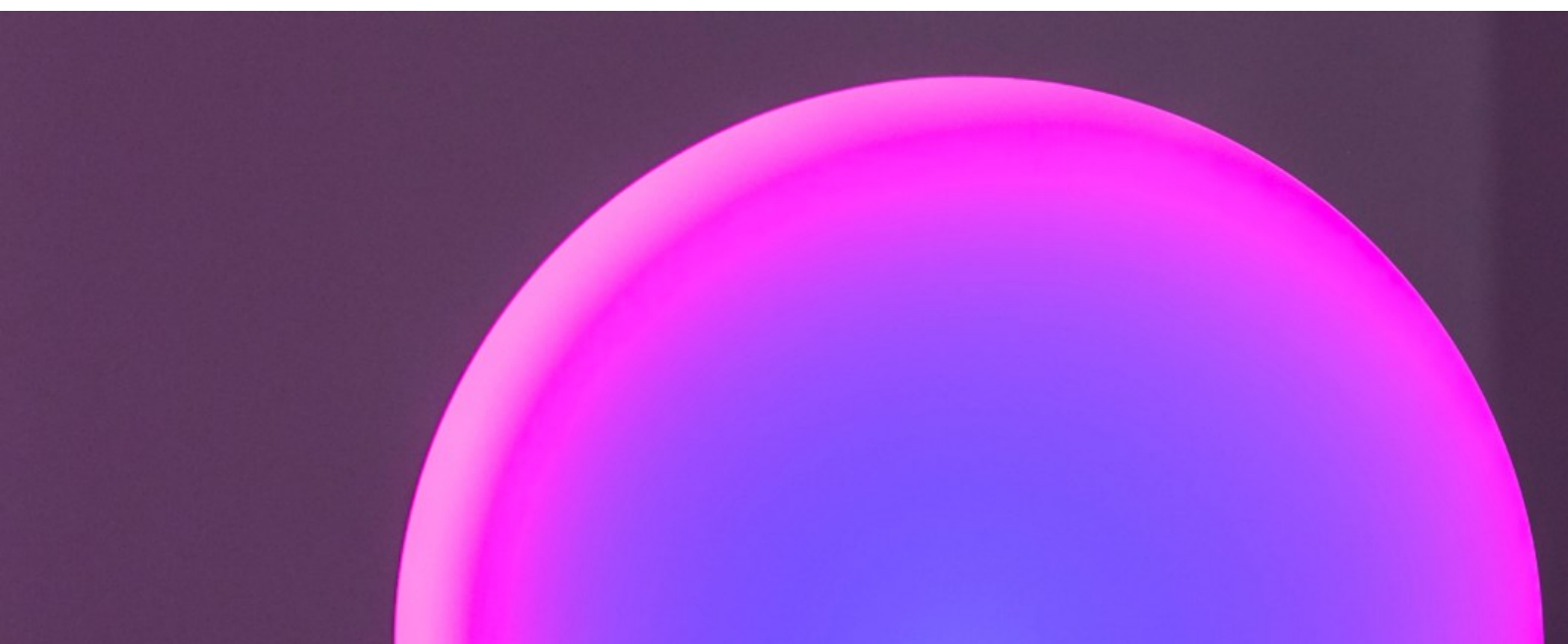
Hans-Kristian Hoejsgaard  
Group CEO a.i.



# Transformation

The MCH Group is undergoing a far-reaching transformation process that has been made necessary by the fundamental changes coming about in the exhibition and event industry. The aim of the transformation process is to develop the group's classical live event competence into an experience marketing competence in both the physical and digital fields.

Classical live events are increasingly coming under scrutiny on account of the advanced level of digitisation. Far-reaching changes in areas like marketing and communication, and also distribution and sales, are profoundly altering the requirements placed on the live marketing industry. The industry needs to redefine and reposition itself. This constitutes a major challenge, but also opens up opportunities through the potential it offers.



Art Basel in Miami Beach



For the MCH Group, “experience marketing” is a marketing toolkit that combines physical and digital formats and platforms. Bringing together supply and demand is extended beyond live pop-up events (such as trade fairs) with corresponding digital offerings. These are available at any time and in any location, via an individual’s preferred channels, and deliver individualised content in data-based and automated processes. The target groups are involved interactively, sharing their information and emotions, and thus assuming an active and creative role in generating their own experience. This combination of physical and digital permits a “hyperconnectivity” and results in new qualities for industry platforms and individual marketing solutions.

With its internal and external network, the MCH Group is in a position to supply comprehensive live marketing solutions for the entire trade fair and event market – starting with consultancy and concepts, and extending right through to implementation. It intends to boost this competence still further and enhance its “hybrid” marketing instrument offerings. In doing so, it is setting out to better leverage the potential of its extensive expertise and numerous high-quality products and services. This is to be achieved, in particular, by merging its different business units into an integrated group of companies to a greater extent.

In summer 2018, the MCH Group defined and initiated the roadmap for the necessary transformation process. This divides up roughly into three phases:

“ The MCH Group will be developing a group-wide vision, defining a group-wide strategy and also implementing this throughout the company group. “

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2nd half of 2018: cost-saving measures, strategic prioritisation and initial restructuring;

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1st half of 2019: compilation of the vision and future corporate strategy;

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2nd half of 2019: restructuring measures commensurate with the redefined corporate strategy and a start on strategy implementation.

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The first phase focused on the necessary stabilisation of the company. In addition to different cost-saving and cost-cutting measures, the strategic initiatives were prioritised and an initial reorganisation implemented to boost efficiency in the group’s organisational structure. The further restructuring process will be aligned to the result of the strategy process that has been initiated and will be consistently taken further. The aim is to implement the most efficient operational model for the future business models and thus to boost profitability.

## Strategic measures already implemented or initiated

### Collector events

“ It is a matter of finding the right balance between the necessary stabilisation of the company and the investments required for the future. “

In the case of its collector events, the MCH Group will concentrate on further strengthening Art Basel and Masterpiece London. The globally leading position of Art Basel is to be further boosted through the focus on existing shows, the continuation of Art Basel Cities and the development of further initiatives. Masterpiece London will be expanding to Hong Kong in October 2019 already with the “Masterpiece Pavilion” at Fine Art Asia.

The initiative launched in 2016 with the aim of developing a portfolio of regional art fairs will not be pursued any further. The holdings in Art Düsseldorf and India Art Fair are to be sold, and the participation in the new Art SG in Singapore that had been announced will be dispensed with.

The concept deployed for Grand Basel for its launch in Basel in September 2018 is undergoing verification. The planned expansion to Miami Beach in 2019 will not be taking place. Grand Basel is to be presented at the International Motor Show in Frankfurt (IAA) in September 2019 in the context of the “IAA Cars 2019” with the special show “IAA Masterpieces by Grand Basel”.



Masterpiece London

## Baselworld

The shortening and downsizing of Baselworld 2018 marked the first alignment to the far-reaching structural changes taking place in the watch and jewellery industry. The show team, under new management, subsequently made further adaptations to the concept for Baselworld 2019, which were presented to the different exhibitor committees and were well received. The Swatch Group’s cancellation for Baselworld 2019 has significantly impaired this process. In parallel to its preparations for Baselworld 2019, the MCH Group has been working intensively since autumn 2018 on the necessary realignment of Baselworld in 2020 and 2021. It is convinced that it is on the right path and will be continuing this process in close cooperation with the exhibitors.



Baselworld

## National exhibitions

In the national exhibition business, the group's portfolio continues to be geared to stable profitability and has been streamlined. In the light of the declining trend in the general consumer fairs over a period of many years, it was decided in autumn 2018 to discontinue Züspa (in Zurich) and Comptoir Suisse (in Lausanne). Muba (in Basel) has been held for the last time in 2019. Clarifications are currently ongoing regarding the launch of a new platform for the consumer goods sector.

The organisational structure of the MCH Group's own exhibitions, which are primarily nationally oriented, was streamlined at the start of 2019. These exhibitions have now been merged into a single unit spanning all the different locations. A review is underway to see whether subsidiary Exhibit & More AG should be integrated in MCH Swiss Exhibition (Basel) Ltd. in the course of 2019.



Swissbau



## Venues

The costs that the MCH Group has to bear for its exhibition and congress infrastructure are higher than average in an international comparison. In the past, the favourable earnings situation for the exhibitions meant that the group was able to support this burden, which is not customary for the industry. The declines in major shows, such as Baselworld, and the downward trends prevailing in the national exhibition and event business are now necessitating major value adjustments in Basel and giving rise to overcapacity in the group's infrastructure. The MCH Group is thus working out realistic capacity utilisation scenarios for the Basel exhibition venue and will also be sounding out possibilities for (partial) new uses or (partial) sales.

The MCH Group and the Fondation de Beaulieu have come to a joint agreement redefining their cooperation and the organising of exhibitions, congresses and events at the Beaulieu Lausanne site. Since 01.07.2018, the MCH Group has concentrated on organising its own exhibitions, while the Fondation de Beaulieu has taken charge of running the entire site, renting it out to third-party organisers and further developing the Beaulieu Lausanne exhibition venue.



Messe Basel

## Live Marketing Solutions

In the field of live marketing solutions, the MCH Group intends to focus on the expansion and international alignment of the strategy and concept services it provides (Reflection Marketing and MCH Global) as well as on the implementation of temporary buildings (Expomobilia, MC<sup>2</sup> and Metron).

Intensive progress has been made on the restructuring process launched in Switzerland in spring 2018. The repositioning of MCH Global was launched on 01.12.2018. The new “Agency of the Future” accompanies customers over the full length of the value chain for experience marketing – from the strategy, via the concept and creation, right through to implementation.

MCH Global, Reflection Marketing and Expomobilia will be the three brands of the new Swiss company, MCH Live Marketing Solutions AG. This company was founded in November 2018 through the renaming of Expomobilia AG. In the first half of the current business year, all the Swiss live marketing solutions companies are to be merged into the new company with retroactive effect as per 01.01.2019.

The live marketing solutions companies located in Zurich all moved to joint premises in Zürich-Altstetten in autumn 2018 already.

On 31.12.2018, Winkler Livecom AG in Wohlen was sold to the management of the multimedia company and a private investor.



MC<sup>2</sup> / Expomobilia – Caterpillar – Shanghai

# Highlights

With 945 events and almost 3,000 projects in the field of live marketing solutions, there are naturally many highlights that have made their mark on the 2018 financial year.

The Art Basel shows in Basel, Miami Beach and Hong Kong and the première of Art Basel Cities in Buenos Aires, the first Masterpiece London with the involvement of the MCH Group, the launch of MCH Global as a new full-service agency for experience marketing, as well as numerous major assignments for exhibition and event structures not only rank amongst the highlights for 2018 but also play a key role in the necessary prioritisation of the strategic initiatives.



Art Basel in Hong Kong



## A number of highlights in 2018

### Art Basel: Consolidation of the leading global position



Art Basel in Hong Kong

Outstanding presentations by the globally leading galleries, more than 255,000 visitors and high sales recorded in all the market segments. The three shows in Basel, Miami Beach and Hong Kong ensured a successful year for Art Basel once again and consolidated its position as the leading platform for the global art market.

The show in Miami Beach in December was staged in the renovated Miami Beach Convention Center (MBCC) for the first time, with its more spacious show layout and a new design that was very well received by exhibitors and visitors alike. The similarly redesigned Grand Ballroom was able to accommodate a large-scale performance installation for the first time.

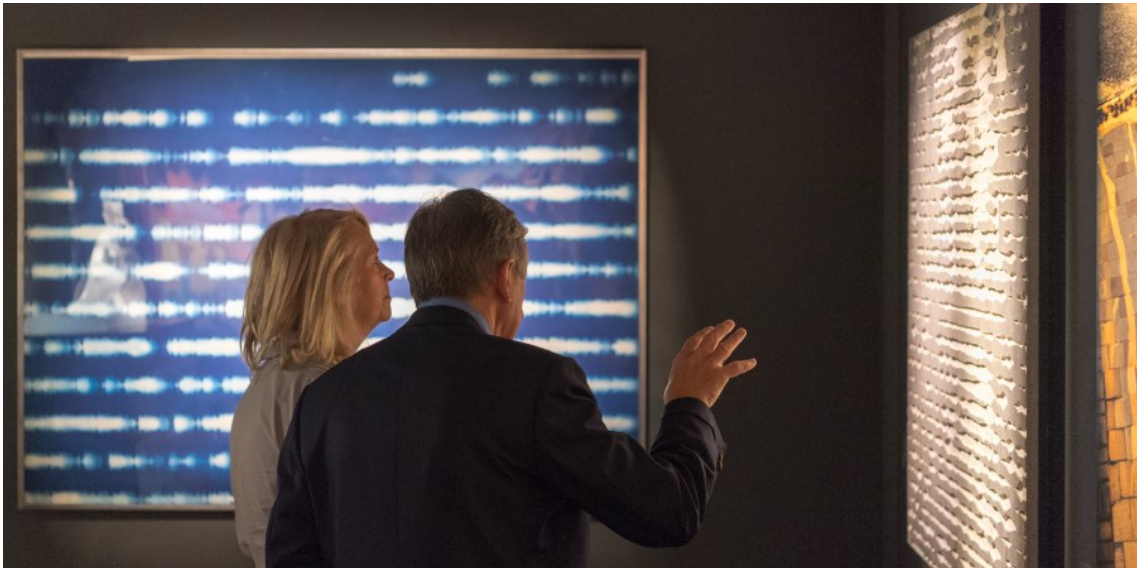


Art Basel Cities - Buenos Aires

The Art Basel Cities Week also celebrated its première in Buenos Aires in September, with a week full of exhibition openings and guided tours, talks, open ateliers and parties. And the highlight: Hopscotch, an exhibition divided over three areas of the city which, at the same time, comprised a journey through squares and parks, deserted buildings and industrial premises. With its Art Basel Cities initiative, Art Basel is extending its commitment within the world of art and not only organising art fairs but also cooperating with cities in a bid to develop customised programmes and open up new opportunities for the world of art to engage with the cultural offerings in cities. Buenos Aires was the first city with which Art Basel Cities has developed a multi-year initiative.

The globally leading position of Art Basel is to be further strengthened through focusing on the existing shows, continuing the Art Basel Cities initiative and developing further initiatives to be announced at the appropriate point in time.

## Masterpiece London: Visitor record and high sales



Masterpiece London

A record year for Masterpiece London: in 2018, the world's leading cross-collecting fair was already able to break the visitor record it had set only last year. Sixteen percent more guests came to the grounds of the historic Royal Hospital Chelsea. The 160 participating galleries reported high sales once again. One of the highlights of the show: the location-specific "Five Stages of Maya Dance" installation by Marina Abramovic. Her self-portraits in alabaster, depicting different moods, were displayed in the entrance zone by Factum Arte and Lisson Gallery.





Masterpiece London

In 2018, Masterpiece London was staged as part of the MCH Group's collector event portfolio for the first time. Since 2010, Masterpiece London has presented a unique mix of antiques and jewellery, old and contemporary works of art, design, ceramics, and a great deal more, at the end of June each year. The collector's items span a total of 6,000 years of art history. Antiques have a firm place at the show, as do 19th-century art, 18th-century mirrors and modern curiosities. In coming years, Masterpiece London is to be staged at additional international locations. It will be expanding to Hong Kong in 2019 already.

## Criterion Festival: Successful première for the new format



Criterion

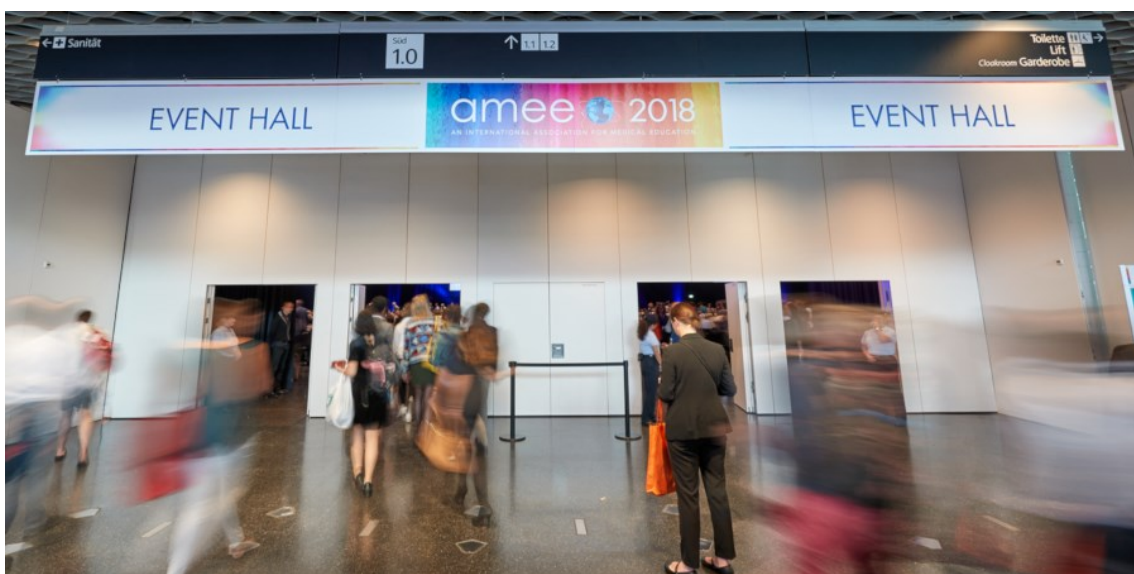
How do we want to live, work and eat in future? How can we make our everyday lives more sustainable? The Criterion Festival, which was staged for the first time in April showcased innovative solutions for consumption, design, craftsmanship and food culture. More than 8,000 visitors came to the MCH Group's new format at Messe Zürich, ensuring a successful start for this mix of market, conference and meeting point.

Whether handmade game specialities or mass-produced shoes, intelligently designed everyday furniture or stylish smartphone cases: at the Criterion Festival, more than 140 manufacturers and dealers presented future-oriented products from the design, technology, crafts and food culture sectors. The programme also featured a further 160 items, including keynotes, workshops and panel discussions. Visitors were able to watch products being made, ask questions and actively participate. They learned how to cook delicacies from trimming waste, came to appreciate that sustainable fashion can also be chic and cool, and saw how people can live without generating waste. In short: how people can combine pleasure and design without having a guilty conscience.



Criterion

## Medical education: AMEE congress with 3,800 participants



AMEE Conference

When the world's most important medical education event is hosted by the Congress Center Basel, the entire congress infrastructure is deployed. More than 3,800 participants from 90 countries met at the Congress Center Basel at the end of August for the AMEE Conference of the Association for Medical Education in Europe.

Over a period of five days, the focus was on the latest specialist knowledge, on ideas for knowledge transfer and, naturally, on networking between the participants. The congress was accompanied by an exhibition with 83 exhibition stands and 900 posters covering an exhibition area of 8,000 square metres. The Congress Center Basel staged this major event together with Worldspan, AMEE's communication agency.



AMEE Conference

“The CCB team couldn't have been more helpful and efficient. The logistics and layout of both the Event Hall and CCB worked amazingly well. I wouldn't hesitate to take another large (or small) congress to Basel and the CCB”, were the words of praise voiced by the Association's officer responsible for the congress in describing her working relationship with the Congress Center Basel.

The Association for Medical Education in Europe is a globally operating association with members in more than 90 countries on all five continents. The organisation unites professors, lecturers, researchers, members of the government and the administration and also ambitious young academics in the medical and healthcare disciplines. The Association has been holding an annual conference in a European city since 1973.



# Relaunch of MCH Global as an experience marketing agency



MCH Global – Launch Event

The first of December marked the big day: MCH Global had its debut as a reconfigured full-service agency for experience marketing on the Swiss market too. MCH Global's offerings extend from strategy, via design, right through to implementation. In the context of the relaunch, the Rufener brand was integrated in the MCH Global brand.

“Experiences are the global currency of today, and emotions are the centrepiece of any meaningful experience”, says Kathrin Morlock, Managing Director MCH Global Switzerland. “With experience marketing we are extending live communication to cover the entire customer journey, with customers being offered not only real-time experiences but also virtual experience spaces. This applies not just to exhibitions, conferences and events but also to platforms such as roadshows, pop-up stores, in-store product launches and the like.”



MCH Global – Volkswagen

All in all, some 50 colleagues work for MCH Global at the Zurich, Dubai, Shanghai, Hong Kong and Los Angeles locations.

MCH Global is the agency brand of MCH Live Marketing Solutions AG, the new name given to Expomobilia AG in November 2018. That marked the first step in the planned simplification of the company structure for the LMS companies in Switzerland. During the first half of 2019, these are to be merged into MCH Live Marketing Solutions AG, which will be present on the market with the three brands of MCH Global, Reflection Marketing and Expomobilia in future.

## MC<sup>2</sup> at CES 2018: Exhibition stands for Samsung, Canon and Pioneer



MC<sup>2</sup> – Samsung – CES

It was one of the most-photographed stands at the 2018 Consumer Electronics Show in Las Vegas: “Samsung City”. The electronics manufacturer exhibited its products on a total area of 2,600 square metres, presenting smartphones, televisions and innovations for the smart home. And a highlight all of its own: the entrance to the exhibition stand, eight metres high and 32 metres wide, comprising almost 5,000 LED modules showing films and animations.

The experts at MC<sup>2</sup> (MC-squared) once again took charge of the production, assembly and project management of the Samsung stand. MC<sup>2</sup> has been engaged on assignments for the CES for more than 20 years, showcasing brand worlds both inside and near to the show. In 2018, they worked on a total of twelve exhibition stands, occupying 8,730 square metres in all. Up to 175 employees were present on-site.

Further highlights: the Canon USA and Pioneer stands, for which MC<sup>2</sup> was in charge of design, production and assembly. Other MC<sup>2</sup> customers at CES 2018 included Sony, Acer, Coway, Otter, iDevices, OOMA, Ring, Sports Innovation Lab and Cambridge.





MC<sup>2</sup> – Canon – CES

MC<sup>2</sup> has belonged to the MCH Group since 2017 and is a company group within the Live Marketing Solutions division. The MC<sup>2</sup> Group has its head office in Chestnut Ridge, New York, and employs more than 350 at 15 locations in the USA and Germany (Düsseldorf).

## Expomobilia: Exceptional building project in a shopping mall



Expomobilia – Stücki

This was an exceptional building project even for the experienced project managers at Expomobilia: converting the Stücki shopping mall in Basel, which is owned by Swiss Prime Site AG, into the “Stücki Village” – an attractive and multi-faceted meeting zone with shopping and experience opportunities, restaurants, doctors’ surgeries and coworking spaces. Expomobilia was commissioned by S+B Baumanagement AG to construct the three-storey installation, the support structure and the complete façade. The cube-like, nested building, which extends over three levels, was based on a concept by architects Diener and Diener.

Expomobilia completed the project ready for occupation in just five months, including the specialist and detailed planning and the construction work. The tight schedule, the fact that the construction work was conducted inside an existing building during running operation and the small logistics area available for construction machines and materials meant that extremely precise project planning was required. All in all, Expomobilia constructed 5,209 square metres of gross floor area, mounted 370 tons of steel, 612 tons of glass banisters, 11,000 square metres of gypsum fibreboard and 2,800 square metres of façade panels. The Stücki Village project shows that Expomobilia is able to execute permanent building projects in a professional manner in addition to its familiar projects for exhibition, event and pavilion structures.



Expomobilia – Stücki

# Exhibitions

In the course of last year, the exhibition companies in the MCH Group organised 25 exhibitions and were involved in a further six. Ten of these 31 own exhibitions were held in Basel, six in Lausanne, nine in Zurich, two in Miami Beach and one in each of Hong Kong, London, New Delhi and Düsseldorf.

The 31 exhibitions were attended by 6,937 exhibiting companies and attracted 1,363,519 visitors. They occupied a gross exhibition area of 775,695 square metres. Together, the 31 exhibitions accounted for 150 exhibition days.

If the figures for the exhibitions are compared with the previous occasion on which they were staged, the number of exhibiting companies declined by -10.9% and the number of visitors by -7.5%, while the gross exhibition area occupied fell by -6.7%. These declines are attributable primarily to the downsizing of Baselworld and the lower visitor numbers at the general consumer fairs. For the MCH exhibitions and joint ventures held in Switzerland, some 25% of the exhibiting companies and 20% of the visitors came from abroad.



Swissbau



# MCH exhibitions 2018 (in chronological order)

## Swissbau

Location	Messe Basel
Date	16.01. – 20.01.2018
Exhibitors	1,046
Visitors	97,919
GEA <sup>1</sup>	130,000

<sup>1</sup> Gross exhibition area



## India Art Fair

(participation)

Location	New Delhi
Date	08.02. – 11.02.2018
Exhibitors	79
Visitors	17,740
GEA <sup>1</sup>	11,807

<sup>1</sup> Gross exhibition area



# SWISS-MOTO

(with SWISS-CUSTOM)

Location	Messe Zürich
Date	22.02. – 25.02.2018
Exhibitors	220
Visitors	71,993
GEA <sup>1</sup>	27,000

<sup>1</sup> Gross exhibition area



# SWISS-CUSTOM

Location	Messe Zürich
Date	22.02. – 25.02.2018
Exhibitors	see SWISS-MOTO
Visitors	see SWISS-MOTO
GEA <sup>1</sup>	see SWISS-MOTO

<sup>1</sup> Gross exhibition area



# HABITAT-JARDIN

Location	Beaulieu Lausanne
Date	03.03. – 11.03.2018
Exhibitors	434
Visitors	74,623
GEA <sup>1</sup>	37,113

<sup>1</sup> Gross exhibition area



# Giardina

Location	Messe Zürich
Date	14.03. – 18.03.2018
Exhibitors	304
Visitors	67,000
GEA <sup>1</sup>	30,000

<sup>1</sup> Gross exhibition area



# Mednat AgroBio Expo

Location	Beaulieu Lausanne
Date	22.03. – 25.03.2018
Exhibitors	194
Visitors	9,670
GEA <sup>1</sup>	10,762

<sup>1</sup> Gross exhibition area



# Baselworld

Location	Messe Basel
Date	22.03. – 27.03.2018
Exhibitors	650
Visitors	124,300
GEA <sup>1</sup>	90,000

<sup>1</sup> Gross exhibition area





# Art Basel in Hong Kong

Location	Hong Kong
Date	29.03. – 31.03.2018
Exhibitors	248
Visitors	80,000
GEA <sup>1</sup>	34,872

<sup>1</sup> Gross exhibition area



# Criterion

Location	Messe Zürich
Date	06.04. - 08.04.2018
Exhibitors	123
Visitors	7,874
GEA <sup>1</sup>	4,000

<sup>1</sup> Gross exhibition area



# Muba

(with BRICKLIVE)

Location	Messe Basel
Date	20.04. – 29.04.2018
Exhibitors	621
Visitors	123,746
GEA <sup>1</sup>	74,476

<sup>1</sup> Gross exhibition area



# BRICKLIVE

(participation)

Location	Messe Basel
Date	20.04. – 29.04.2018
Exhibitors	see Muba
Visitors	see Muba
GEA <sup>1</sup>	see Muba

<sup>1</sup> Gross exhibition area



# CREATIVA Basel

Location	Messe Basel
Date	26.04. – 29.04.2018
Exhibitors	23
Visitors	13,000
GEA <sup>1</sup>	1,562

<sup>1</sup> Gross exhibition area



# Powertage

Location	Messe Zürich
Date	05.06. – 07.06.2018
Exhibitors	183
Visitors	2,278
GEA <sup>1</sup>	6,572

<sup>1</sup> Gross exhibition area



# Design Miami Basel

(participation)

Location	Messe Basel
Date	12.06. – 17.06.2018
Exhibitors	73
Visitors	30,000
GEA <sup>1</sup>	13,573

<sup>1</sup> Gross exhibition area



# Art Basel in Basel

Location	Messe Basel
Date	14.06. – 17.06.2018
Exhibitors	290
Visitors	95,000
GEA <sup>1</sup>	52,200

<sup>1</sup> Gross exhibition area



# Masterpiece London

Location	London
Date	28.06. – 04.07.2018
Exhibitors	161
Visitors	51,000
GEA <sup>1</sup>	16,355

<sup>1</sup> Gross exhibition area



# Grand Basel

Location	Messe Basel
Date	03.09. – 09.09.2018
Exhibitors	55
Visitors	12,000
GEA <sup>1</sup>	32,000

<sup>1</sup> Gross exhibition area



# Comptoir Suisse

Location	Beaulieu Lausanne
Date	14.09. – 23.09.2018
Aussteller	330
Visitors	61,232
GEA <sup>1</sup>	40,000

<sup>1</sup> Gross exhibition area





# Züspa

Location	Messe Zürich
Date	21.09. – 30.09.2018
Exhibitors	347
Visitors	87,800
GEA <sup>1</sup>	30,000

<sup>1</sup> Gross exhibition area



# CREATIVA Zürich

Location	Messe Zürich
Date	27.09. – 30.09.2018
Exhibitors	68
Visitors	20,000
GEA <sup>1</sup>	2,588

<sup>1</sup> Gross exhibition area



# ILMAC Lausanne

Location	Beaulieu Lausanne
Date	03.10. – 04.10.2018
Exhibitors	154
Visitors	1,490
GEA <sup>1</sup>	4,990

<sup>1</sup> Gross exhibition area

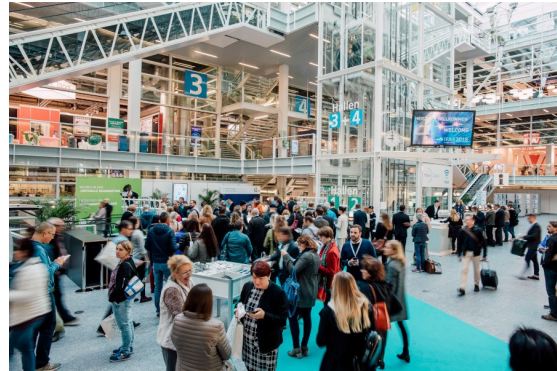




# IFAS

Location	Messe Zürich
Date	23.10. – 26.10.2018
Exhibitors	401
Visitors	15,966
GEA <sup>1</sup>	27,000

<sup>1</sup> Gross exhibition area



# Basler Weinmesse

Location	Messe Basel
Date	27.10. – 04.11.2018
Exhibitors	120
Visitors	30,000
GEA <sup>1</sup>	6,800

<sup>1</sup> Gross exhibition area



# Basler Feinmesse

Location	Messe Basel
Date	01.11. – 04.11.2018
Exhibitors	104
Visitors	16,300
GEA <sup>1</sup>	4,800

<sup>1</sup> Gross exhibition area



# SECURITE LAUSANNE

Location	Beaulieu Lausanne
Date	14.11. – 16.11.2018
Exhibitors	61
Visitors	2,125
GEA <sup>1</sup>	5,400

<sup>1</sup> Gross exhibition area



# ART DÜSSELDORF

(participation)

Location	Düsseldorf
Date	16.11. – 18.11.2018
Exhibitors	91
Visitors	40,000
GEA <sup>1</sup>	13,700

<sup>1</sup> Gross exhibition area



# Berufsmesse Zürich

Location	Messe Zürich
Date	20.11. – 24.11.2018
Exhibitors	120
Visitors	55,203
GEA <sup>1</sup>	10,000

<sup>1</sup> Gross exhibition area



# Salon des Métiers et de la Formation Lausanne

Location	Beaulieu Lausanne
Date	27.11. – 02.12.2018
Exhibitors	105
Visitors	34,260
GEA <sup>1</sup>	10,500

<sup>1</sup> Gross exhibition area



# Design Miami

(participation)

Location	Miami Beach
Date	05.12. – 09.12.2018
Exhibitors	64
Visitors	38,000
GEA <sup>1</sup>	7,625

<sup>1</sup> Gross exhibition area



# Art Basel in Miami Beach

Location	Miami Beach
Date	06.12. – 09.12.2018
Exhibitors	268
Visitors	83,000
GEA <sup>1</sup>	40,000

<sup>1</sup> Gross exhibition area





# Venues

A total of 68 exhibitions, 35 congresses and 836 other events were staged at the Basel, Lausanne and Zurich locations in 2018. Together, they attracted over two million visitors.

The 68 exhibitions comprise 25 own exhibitions and 43 third-party exhibitions. They attracted a total of 11,372 exhibiting companies and around 1.5 million visitors. They occupied a gross exhibition area of more than one million square metres – the equivalent of around 160 football pitches. Several events were held for the first time in 2018, including Grand Basel, Criterion in Zurich and Aventure Expo in Lausanne.

With 35 congresses and 154 additional events, the Congress Center Basel recorded a very high capacity utilisation in the 2018 financial year. The highlights included major international events, such as the DIA Euromeeeting 2018, the 24th European Congress on Sleep Research and the Linux Cloud Foundry Summit Europe. These – and other – events all brought several thousand foreign participants to the city of Basel for a number of days. The Annual Conference of the Association for Medical Education was attended by almost 4,000 medical professionals from all over the world.

The two musical theatres in Basel and Zurich also recorded gratifying occupancy rates, with a total of 357 performances attracting 316,900 visitors.

As per 1 July 2018, the MCH Group transferred responsibility for the operation and marketing of the Lausanne exhibition site to the Fondation de Beaulieu. The details for the Lausanne venue thus only contain the third-party exhibitions for the first half of the year.



Messe Basel – Baselworld

## Details of the venues

# Messe Basel / Congress Center Basel / Musical Theater



Messe Basel – Swissbau

2018	Number	Exhibitors	Visitors	GEA <sup>1)</sup>	Duration <sup>2)</sup>
Messe Basel	25	3 940	705 834	538 521	129
Exhibitions	17	3 940	660 334	508 541	63
MCH exhibitions & joint ventures	10	2 982	542 265	405 411	45
Third-party exhibitions	7	958	118 069	103 130	18
Hall rentals & events	8		45 500	29 980	66
Congress Center Basel	189	1 090	138 995	41 657	332
Conferences	35	1 090	29 292	41 657	99
with an exhibition	30	1 090	28 240	41 657	90
without an exhibition	5		1 052		9
Other events	154		109 703		233
Corporate events	123		59 136		158
Public events	11		49 070		52
Small-scale events	20		1 497		23
Musical Theater / Events	184		159 600		

1) Gross exhibition area in m<sup>2</sup>

2) No. of days (without assembly/dismantling)

## Third-party exhibitions

Absolventenmesse

Auto Basel

Basler Berufs- und Bildungsmesse

Basler Mineralientage

Basler Sammlerbörse

Blickfang

FANTASY Basel

# Beaulieu Lausanne



Beaulieu Lausanne – ILMAC LAUSANNE

2018	Number	Exhibitors	Visitors	GEA <sup>1)</sup>	Duration <sup>2)</sup>
Beaulieu Lausanne	16	1 795	243 273	179 065	67
Exhibitions	14	1 795	237 673	166 125	58
MCH exhibitions & joint ventures	6	1 278	183 400	108 765	34
Third-party exhibitions <sup>3)</sup>	8	517	54 273	57 360	24
Hall rentals & events <sup>3)</sup>	2		5 600	12 940	9

1) Gross exhibition area in m<sup>2</sup>

2) No. of days (without assembly/dismantling)

3) As per 1 July 2018, the MCH Group transferred responsibility for the operation and marketing of the Lausanne exhibition site to the Fondation de Beaulieu

## Third-party exhibitions (1<sup>st</sup> half 2018)

Aventure Expo

Junior Days

Lausanne Art Fair

Les Puces du Design.ch

Mednat Expo & Agrobiorama Expo

Salon du Mariage et des Amoureux

Salon du vélo et de la mobilité durable

SWISS EXPO



# Messe Zürich / Theater 11 Zürich



Berufsmesse Zürich – Berufsmesse Zürich

2018	Number	Exhibitors	Visitors	GEA <sup>1)</sup>	Duration <sup>2)</sup>
Messe Zürich	352	5 637	670 474	429 883	434
Exhibitions	37	5 637	610 274	364 883	97
MCH exhibitions & joint ventures	9	1 766	328 114	137 160	38
Third-party exhibitions	28	3 871	282 160	227 723	59
Hall rentals & events	14		57 000	65 000	37
Events in conference rooms	301		3 200		300
Theater 11 / Events	173		157 300		

1) Gross exhibition area in m<sup>2</sup>

2) No. of days (without assembly/dismantling)



## Third-party exhibitions

[Auto Zürich Car Show](#)

[Bauen & Modernisieren](#)

[Beauty Forum Swiss](#)

[Dialog-Marketing-Messe](#)

[Empack](#)

[ExpoHorse](#)

[Extasia](#)

[Fespo](#)

[Fest- und Hochzeitsmesse Zürich](#)

[IT-Expo.ch](#)

[Label&Print](#)

[Lebenskraft](#)

[Logistics & Distribution](#)

[Maintenance Schweiz](#)

[Mercedes CSI](#)

[Ornaris Zürich](#)

[Packaging Innovations](#)

[Personal Swiss](#)

[Slow Food Market](#)

[SuisseEMEX](#)

[Swiss E-Business Expo](#)

[Swiss Online Marketing](#)

[TALENTpro](#)

[TopSoft](#)

[VeggieWorld](#)

[Vorsorge Symposium](#)

[WIR Messe Zürich](#)

[Zurich Game Show](#)



# Live Marketing Solutions

The companies MCH Global, Reflection Marketing, Rufener, Expomobilia (with Techno Fot), MC<sup>2</sup> and Winkler Livecom took charge of a total of 2,971 projects in the 2018 financial year – corporate events including participation in exhibitions, annual general meetings and company occasions and also public events in the fields of culture, sport and society.

The MCH companies provided comprehensive services here in the fields of strategy and design, marketing consulting, event management, exhibition and event construction and multi media solutions. 1,759 projects (59%) were implemented abroad and 1,212 projects (41%) in Switzerland.



MC<sup>2</sup> – Samsung – CES

# Details of the live marketing solutions

## MCH Global

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### Projects supervised 2018

Total	20
in Switzerland	0
abroad <sup>1)</sup>	20

1) China, Oman, UAE

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MCH Global – Dubai Mall

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### Reference Projects 2018

Volkswagen ME, Oman	Teramont Launch PR Event
GCAA, Dubai	GCAA Aeronnovation Summit
Volkswagen ME, Dubai	Generation SUV Road Show
Renault, Guangzhou	Renault Activation @Guangzhou Motor Show
Straumann, Dubai	Group ITI Congress
BMW AG, Dubai	BMW AG Management Conference
Dubai Mall, Dubai	Dubai Mall Activation
GoGo, Dubai	GoGo Stand at AIME
Volkswagen ME, Dubai	Colour Run Sponsored Family Zone
Audi ME, Abu Dhabi	E-Tron Consumer Launch Experience

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# Reflection Marketing

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## Projects supervised 2018

Total	74
in Switzerland	74
abroad	0

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Reflection Marketing – Mercedes Benz

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## Reference Projects 2018 (selection)

Mercedes-Benz, Zurich	Concept for mobility in the future
Hallenstadion Zürich, Zurich	Marketing concept for the future
Erdgas, Zurich	Development concept Swiss Volunteers
Tennis Europe, Basel	Strategy & commercial setup
Swisslife, Zurich	Added value for sponsorship
BKW, Bern	Positioning & marketing strategy
Raiffeisen, St. Gallen	Strategy development for youth marketing 2018+
Swiss Tennis, Biel	Support marketing-management
Infront, Zug	Commissions
Stadtwerk Winterthur, Winterthur	Marketing and sales concept

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# Rufener

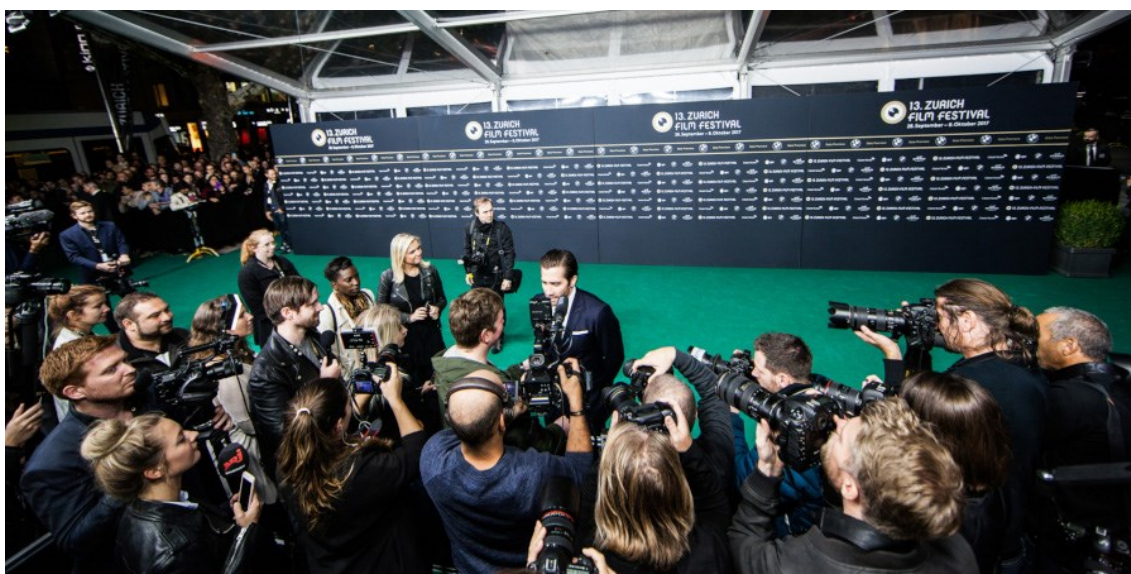
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## Projects supervised 2018

Total	55
in Switzerland	50
abroad <sup>1)</sup>	5

1) Hong Kong, Russia, UAE, USA

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Rufener – Zurich Film Festival

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## Reference Projects 2018 (selection)

UBS, Basel, Hong Kong, Miami Beach	Art Basel Lounge
Carl F. Bucherer, Basel	Baselworld
ELCA, Zurich	150th anniversary
Julius Bär, Zurich	Party
Switzerland Global Enterprise, Zurich	Forum for Swiss Foreign Trade and Investment
UBS, Zurich	UBS Topsy
Zurich Film Festival, Zurich	Zurich Film Festival
McDonald's, Zurich	CoOp Fall
ICBC, Zurich	ICBC: Opening Zurich Branch
Basel Peace Forum, Basel	Basel Peace Forum

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# Expomobilia

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## Projects supervised 2018

Total	343
in Switzerland	198
abroad <sup>1)</sup>	145

1) Australia, Austria, Brazil, China, Egypt, Germany, Hong Kong, India, Indonesia, Israel, Italy, Russia, Singapore, South Korea, Taiwan, UAE, USA

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Expomobilia – Infiniti – Goodwood Festival

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## Reference Projects 2018 (selection)

ART Basel, Miami Beach	Art Basel Miami Beach
S+B Baumanagement, Basel	Stückli Park
Citizen, Basel	Baselworld
Rolex, Basel	Baselworld
Patek Philippe, Basel	Baselworld
Infiniti, Beijing	Beijing Motor Show
Grand Basel, Basel	Grand Basel
Caterpillar, Shanghai	BAUMA China
IWC, Geneva	IWC Gala Geneva SGHH
ABB, Ladenburg	Experience Center
Walter Meier, Basel	Swissbau

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# MC<sup>2</sup> Group

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## Projects supervised 2018

Total	1 567
USA	1 493
outside the USA <sup>1)</sup>	74

1) Argentina, Australia, Austria, Belgium, Brazil, Canada, Chile, China, Germany, Great Britain, Indonesia, Malaysia, Mexico, Poland, Singapore, Spain, Taiwan, Thailand, UAE

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MC<sup>2</sup> – Canon – NAB

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## Reference Projects 2018 (selection)

McKinney New York/Samsung, Las Vegas	Consumer Electronics Show
Rai TM Services Company, Las Vegas	National Association of Convenience Stores (NACS)
Expomobilia AG, Miami Beach	Art Basel Miami Beach
Canon USA Inc., Las Vegas	National Association of Broadcasters (NAB)
Verizon Wireless, Perry	Operation Convergent Response (OCR)
Caterpillar, Shanghai	Bauma China
Canon USA Inc., Las Vegas	Consumer Electronics Show
GC Columbia, LLC., Seattle	Construction Skyview Observatory
Canon USA Inc., New York	PhotoPlus
Energetics Inc., Cleveland	Energy Exchange

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# Winkler Livecom

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## Projects supervised 2018

Total	912
in Switzerland	890
abroad <sup>1)</sup>	22

1) France, Germany, Italy, Liechtenstein, South Korea, Thailand, USA

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Winkler Livecom – Praise Camp

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## Reference Projects 2018 (selection)

Basel Tattoo Productions GmbH, Basel	Basel Tattoo
Thurgauer Kantonalbank, Kreuzlingen	Thurgauer Kantonalbank Participants' Meeting
Bâloise Holding AG, Basel	Bâloise Holding AG annual general meeting
Verein 100 Jahre Landesstreik 2018, Olten	Theater Landesstreik 1918.CH
SVIT Forum, Interlaken	Event support
Gruber & Ianeselli GmbH, Spreitenbach	Axpo Christmas party
Dionix Productions GmbH, Basel	Praise Camp
tpc switzerland ag, Kreuzlingen	Technology Bodenseearena
UBS Group AG, Basel	General Meeting
Holland & Young Sàrl, Davo	WEF – English Church

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# Notices concerning Corporate Governance

The MCH Group adheres to the provisions of relevance to corporate governance in the valid legislation, in the directives issued by the SIX Swiss Exchange and in the rules of conduct contained in the Swiss Code of Best Practice. The company's basic fundamentals — namely its Statutes and Regulations and also its information and control instruments — include all the essential principles to ensure that the management, supervision and transparency of the company are in accordance with good corporate governance.

The MCH Group differs on one key point from many other companies quoted on the SIX Swiss Exchange: under the terms of its Statutes, the listed holding company MCH Group Ltd. is a joint stock company with the participation of public sector entities as per Art. 762 of the Swiss Code of Obligations. This means inter alia that the Cantons of Basel-Stadt, Basel-Landschaft and Zurich, and also the City of Zurich, have the right to appoint delegates to the Board of Directors.



Giardina

# Reporting

The MCH Group bases its reporting on corporate governance on the SIX Swiss Exchange's Corporate Governance Directive. Information concerning the explicitly required information:

## 1. Group structure and shareholders

[Annual Report / Group](#)

[Annual Report / Shareholders](#)

[Financial Report / Notes to the Group Account / Financial assets](#)

## 2. Capital structure

[Annual Report / Shareholders](#)

[Financial Report / Group Account / Development of Consolidated Shareholders' Equity](#)

## 3. Board of Directors

[Annual Report / Board of Directors](#)

Executive Board (Management)

[Annual Report / Executive Board](#)

Compensation, shareholdings and loans

[Remuneration Report / Board of Directors](#)

[Annual Report / Board of Directors / Shareholdings](#)

[Remuneration Report / Executive Board](#)

[Annual Report / Executive Board / Shareholdings](#)

## 6. Shareholder participation rights

[Annual Report / Shareholders](#)

## 7. Changes of control and defence measures

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The Statutes of MCH Group Ltd. contain neither an “opting out” nor an “opting up” clause within the meaning of Article 22 of the Swiss Stock Exchange Act. No specific contractual agreements going beyond §5 of the Statutes exist at MCH Group Ltd. against a hostile takeover.

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## 8. Auditor

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[Annual Report / Auditor](#)

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## 9. Information policy

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[Annual Report / Management / Information policy](#)

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# Shareholders

MCH Group Ltd., is listed on the SIX Swiss Exchange (Domestic Standard). The stock symbol of the registered shares is “MCHN”, and their ISIN number is "CH0039542854".

Number of shares quoted:

6 006 575 registered shares with a face value of CHF 10.00

Number of shareholders on 31.12.2018		2 629
Share price on 01.01.2018 / CHF		66.30
Share price on 31.12.2018 / CHF		19.95
Market capitalisation / CHF million		119.8

Key shareholders (more than 3 %)	No. of shares	%
Canton Basel-Stadt	2 013 650	33.5
LLB Swiss Investment AG <sup>1)</sup>	594 406	9.9
Canton Basel-Landschaft	471 250	7.8
Canton Zurich	240 000	4.0
City of Zurich	225 000	3.7
Free float (without the Cantons of BS and BL)		58.7

<sup>1)</sup> entered in the share register with 5% (300,328 shares).

The disclosure of shareholders exceeding or falling below the thresholds of 3%, 5% and 10% etc. of the voting rights is made through publication on the SIX Swiss Exchange website.

[SIX Swiss Exchange / MCH Group AG](#)

## Share price

The MCH Group Ltd.'s share price fell from CHF 66.30 to CHF 19.95 in the course of 2018. After the announcement of the result for 2017 (at the start of February 2018), the price stabilised over the months that followed. It subsequently suffered further slumps when the Swatch Group announced that it was no longer participating in Baselworld (at the start of August 2018), when the 2018 half-year results were published (at the start of September 2018) and when the forecast for the annual result was corrected (start of December 2018).



Share price January 1, 2018 – December 31, 2018



## Shareholder participation rights

The participation rights of the shareholders summarised below are based on the Statutes of MCH Group Ltd. that have been in force since 22 May 2014.

With the exception of the public sector entities that have a holding in MCH Group Ltd. – the Cantons of Basel-Stadt, Basel-Landschaft and Zurich, and also the City of Zurich – no natural or legal person or commercial partnership may hold, either directly or indirectly, more than 5% of the share capital. The term "person" includes inter alia legal and natural persons connected in terms of capital and votes, or through the same management or by other means. It similarly includes all natural and legal persons who join together for purposes of circumventing this restriction.

The transfer of registered shares to a new owner requires the consent of the Board of Directors. Requests for entries in the share register which would cause this restriction of a maximum of 5% of the share capital to be exceeded will be refused.

The Cantons of Basel-Stadt, Basel-Landschaft and Zurich, and also the City of Zurich, are entitled to appoint and recall representatives to the Board of Directors as per Article 762 of the Swiss Code of Obligations. Under the terms of the Statutes, six members of the Board of Directors are appointed by these four public sector entities: three by the Canton of Basel-Stadt and one each by the Cantons of Basel-Landschaft and Zurich and the City of Zurich.

The term of office for members elected by the General Meeting is limited to one year. The General Meeting also elects, on an annual basis, the Chairman of the Board of Directors and the members of the remuneration committee – at MCH Group Ltd. this is the Governance, Nomination and Compensation Committee (GNCC). In addition, the General Meeting is required to approve the overall amount of non-profit-related remuneration for the Board of Directors and Executive Board for the subsequent business year, and also the profit-related remuneration for the Executive Board for the business year just ended. The remuneration paid to the Board of Directors and the Executive Board in the business year just ended is stated in a separate [Remuneration Report](#).

The Statutes of MCH Group Ltd. do not contain any rules regarding the convocation of the General Meeting that differ from those specified by law. The agenda is drawn up in accordance with the Swiss Code of Obligations and the Statutes of MCH Group Ltd. In the invitation to the General Meeting, the Board of Directors specifies the relevant date by which shareholders must have been entered in the share register in order to participate in the General Meeting.

All General Meeting resolutions and elections require an absolute majority of the share votes cast. An amendment of the Statutes and the cases specified by law require a resolution passed by the General Meeting with at least two thirds of the represented votes and with the absolute majority of the nominal share value represented.

Shareholders with voting rights who are present at the General Meeting are entitled to comment on matters on the agenda and propose motions. They are similarly entitled to request information from the Board of Directors on company matters and to request information from the auditors on the conduct and outcome of their audit. This information cannot be refused if it is necessary to allow the shareholders to exercise their rights.

Shareholders with voting rights can be represented at the General Meeting by another shareholder with voting rights on the basis of a written power of attorney. Commercial partnerships and legal persons can have themselves represented by authorised signatories, while minors and those in the care of a guardian can be represented by their legal representatives, including where these representatives are not shareholders of MCH Group Ltd.

Shareholders with voting rights can additionally be represented by the independent voting representative. Instructions to the independent voting representative can also be issued via the corresponding online platform. The independent voting representative is elected annually by the General Meeting. On 4 May 2018, the General Meeting appointed NEOVIUS AG, Barristers and Notaries, Hirschgässlein 30, 4051 Basel as the independent voting representative for the 2018 business year, up until the end of the next ordinary General Meeting.



# Group

The holding company MCH Group Ltd. with its head office in Basel is a joint stock company with the participation of public sector entities as per Art. 762 of the Swiss Code of Obligations.

It has its roots in the “Schweizer Mustermesse” (Swiss Sample Fair) which was established in Basel in 1916 and in the Schweizer Mustermesse Cooperative that was founded in 1920 in Basel for purposes of running the fair. In 2000, the Cooperative was converted into a joint stock company with the participation of public sector entities as per Article 762 of the Swiss Code of Obligations. In 2001, this merged with the exhibition company in Zurich (established in 1945) under the joint umbrella of MCH Swiss Exhibition (Holding) Ltd. The holding company was renamed MCH Group Ltd. in 2009.

## Subsidiaries and holdings of MCH Group Ltd.

In November 2018, Expomobilia AG was renamed MCH Live Marketing Solutions AG. In the first half of 2019, the companies Reflection Marketing AG (100% since 2015), Rufener Events Ltd (100% since 2009), Techno Fot AG (100%) and MCH Global AG (100% since 2016, resulting from the renaming of the former trademark company Igeho, Internationale Fachmesse für Gemeinschaftsverpflegung, Hotellerie und Restauration AG) are to be merged into MCH Live Marketing Solutions AG retroactively as per 01.01.2019. In addition, it is being considered whether to integrate Exhibit & More AG (40% since 2007, 100% since 2010) into MCH Swiss Exhibition (Basel) Ltd. in 2019.

As per 31.12.2018, Winkler Livecom AG was sold to the management of the multimedia company and a private investor.

The most important companies and holdings for the group's business activity following this restructuring are set out below.

## Companies held directly by MCH Group Ltd.

—  
MCH Swiss Exhibition (Basel) Ltd. (100% since 2001)

—  
MCH Swiss Exhibition (Zurich) Ltd. (100% since 2001)

—  
MCH Beaulieu Lausanne SA (100% since 2011, following the acquisition of a majority shareholding in the former Beaulieu Exploitation SA in 2010)

—  
MCH Live Marketing Solutions AG (previously Expomobilia AG; 100% since 2007)

—  
metron Vilshofen GmbH in Vilshofen (20% since 2015)

—  
MCH US Corp. (100% since 2017, with 98% MC<sup>2</sup> Group)

## Subsidiaries and holdings of MCH Swiss Exhibition (Basel) Ltd.

Art Basel U.S. Corp. in Miami Beach (responsible for Art Basel in Miami Beach, 100% since 2013)

MCH Group Asia Ltd. (formerly Asian Art Fairs Limited in Hong Kong, responsible for Art Basel in Hong Kong, 60% since 2011, 100% since 2014)

Design Miami Basel AG (50% since 2007)

Design Miami II LLC (10% since 2007)

Seventh Plane Networks Pvt. Ltd. (responsible for India Art Fair, 60.3% since 2016, 65.0% since 2018)

art.fair International GmbH (responsible for ART DÜSSELDORF, 25.1% since 2017)

Masterpiece London Ltd (67.5% since 2017)

## Subsidiaries of MCH Live Marketing Solutions AG

Expomobilia MCH Global Shanghai Ltd. (100% since 2016)

Expomobilia MCH Global ME Live Marketing LLC (49% since 2018)

An overview of all the companies and holdings:

[Financial Report / Notes to the Group Account / Financial assets](#)





# Organisation & Management

The MCH Group is under the management of the Board of Directors and the Executive Board of its holding company MCH Group Ltd.

The Board of Directors is responsible inter alia for the company's top management and for configuring the organisation, the accounting system and financial control, the internal control system, risk management and financial planning, and also for preparing and conducting the General Meeting.

Details of the membership of the Board of Directors, the specialist committees and the shareholdings of the members of the Board of Directors:

[Annual Report / Board of Directors](#)

The Executive Board appointed by the Board of Directors holds responsibility for developing and implementing the group's strategies as well as for the group's operational management. The Executive Board is made up of the Group Chief Executive Officer (CEO), the Chief Executive Officer (CEO) Switzerland & Venues, the Chief Executive Officer (CEO) Live Marketing Solutions, the Chief Development Officer (CDO) and the Chief Financial Officer (CFO).

Details of the membership of the Executive Board and the shareholdings of the members of the Executive Board: [Annual Report / Executive Board](#)

## Statutes and Regulations

The Statutes of MCH Group Ltd. were approved by the shareholders of the then Schweizer Mustermesse AG on 14 May 2001, with a view to the merger of Schweizer Mustermesse AG and Messe Zürich AG for international trade fairs and special exhibitions. At the General Meeting of 8 May 2009, §1 of the Statutes was modified for purposes of changing the name of MCH Swiss Exhibition (Holding) Ltd. to MCH Group Ltd. In addition, the Statutes were modified at the General Meeting of 17 May 2010 through §3a "Approved Share Capital". In line with this decision taken by the General Meeting, the share capital of MCH Group Ltd. was increased to CHF 60,065,750 in May 2011.

On 22 May 2014, the General Meeting approved a partial revision of the Statutes taking in not only the changes required by the "Ordinance against abusive remuneration in listed companies" (VegÜV) but also additional modifications including the updating of the purpose clause and the deletion of the above-mentioned §3a "Approved Share Capital".

The Statutes, the Organisational Regulations and the Regulations governing the specialist committees are posted in German on the MCH Group website:

# Composition of the Board of Directors

The Board of Directors has eleven members. All the members of the Board of Directors are non-executive members, as per the SIX Swiss Exchange Directive. They have never belonged to the operational management of the MCH Group and do not maintain significant business relations with this management. The relations between the representatives of the public-sector entities and the company are based on the institutional relationship that exists between these entities and the MCH Group. In addition to other lawyers' offices, the MCH Group also uses the services of Vischer AG in Basel. These mandates are awarded at the standard market rates to lawyers at the office and not to Dr. Ulrich Vischer.

Under the terms of the Statutes, three members of the Board of Directors are appointed by the government of the Canton of Basel-Stadt, one member each by the governments of the Canton of Basel-Landschaft and the Canton of Zurich, and one member by the Zurich City Council. The remaining members are elected by the General Meeting. The term of office of members elected by the General Meeting is one year; re-election is possible.

The Board of Directors constitutes itself, unless the General Meeting is authorised to do so. The General Meeting elects the Chairman of the Board and the members of the Governance, Nomination and Compensation Committee (GNCC) which assumes the function of the remuneration committee, inter alia. Members of the Board of Directors can be elected to the GNCC. The term of office of the Chairman of the Board and the members of the GNCC is one year, and re-election is possible.

All the members of the Executive Board attend the Board of Directors' meetings.

## Specialist Committees of the Board of Directors

The Governance, Nomination and Compensation Committee (GNCC) is a specialist committee that advises the Board of Directors on the execution of its duties in the fields of corporate governance, human resources planning at Board of Directors and Executive Board level, and the remuneration policy and remuneration to be paid to the Board of Directors and the Executive Board. It provides the Board of Directors with an appropriate report of its activities and findings at least once a year. In particular, the GNCC submits proposals to the Board of Directors on all questions relating to remuneration which are incumbent upon it in its function of remuneration committee as per the provisions of the "Ordinance against abusive remuneration in listed companies" ("VegüV"). The GNCC has no decision-making powers of its own. Apart from the members of the Board of Directors elected by the General Meeting, the GNCC meetings are also attended by the CEO and the Head of Corporate Human Resources. The latter leave the meeting room when issues concerning them are discussed.

The Board of Directors has appointed an internal Audit Committee (AC). The AC is a specialist committee which supports the Board of Directors in supervising the financial and accounting systems, the financial reporting, the auditors and also the risk management and internal control system. The AC has no decision-making powers of its own. Apart from the members of the Board of Directors who sit on the AC, the Chairman of the Board of Directors and the CEO and CFO also attend the AC meetings; for individual items on the agenda, representatives of the statutory auditor are present.

# Board of Directors' Meetings

In the 2018 business year, the Board of Directors had seven half-day meetings. These were held in the months of February, March, May, June, August, October and November. The GNCC held six meetings in 2018, in the months of February, March, June, August, November and December. The AC held nine meetings in the reporting year; these took place in the months of January, March (2x), April, May, June, August, October and November. The Board and committees met in their standard composition in each case. No external advisors were consulted in the reporting year.

## Management and control instruments

The duties and competences of the Board of Directors and the Executive Board are governed by the Statutes, the Organisational Regulations and the Regulations governing the specialist committees. Data on the current and expected course of business is recorded on a continuous basis in a controlling, planning and information system. The Executive Board draws up regular business reports for submission to the Board of Directors on the basis of this underlying data. In addition, prior to each meeting, the Executive Board compiles a written report for the Board of Directors on the current course of business in the different divisions. If exceptional events occur, the Board of Directors is notified without delay. The Chairman of the Board of Directors maintains constant close contact with the CEO and CFO.

## Risk Management and Internal Control System

The MCH Group's risk management (RM) deals with financial, strategic, operational and also regulatory risks. The risks are first identified in the MCH Group's different risk centres. During subsequent consolidation, the most important risks for the group are identified and evaluated. These risks are then reduced to acceptable risks where possible through selective risk management measures and integrated in the corporate strategy. This process is repeated at least once a year, with new risks being taken up and dealt with without delay. Reconciliation with the corporate strategy is performed at regular intervals.

In the reporting year, the different business risks were identified in group workshops and individual interviews and assessed with regard to their potential level of impact and the probability of their occurrence. The risk assessment was verified by the Audit Committee (AC) and adopted by the Board of Directors.

The most important risks for the MCH Group are described in the following section for the individual risk categories:

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### Strategic risks

The opportunities identified include consolidation and the growth of internationally leading exhibitions and also further development in the field of digitisation. The MCH Group develops its market presence by selectively aligning its existing trade fair portfolio to customer needs. By integrating risk management in these strategic projects, the company endeavours to optimise the sustainability and value retention of the investments made.

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### Financial risks

The general economic climate and, in particular, the development of the respective industries has a direct influence on customers' financial standing, the level of marketing investments and foreign currency fluctuations. The MCH Group has initiated various risk management measures at the strategic, financial and operative level for these risks.

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#### Operational risks

The MCH Group has set itself the aim of guaranteeing operational excellence in all matters so as to always achieve maximum satisfaction on the part of its customers, in particular. With the reorganisation it has launched, the MCH Group is addressing the market conditions that are subject to ever-faster change. It is also actively contributing to the continuous improvement of the external framework conditions. In the field of security, the MCH Group is continually optimising its group-wide processes and thus reducing the residual risk.

#### Regulatory risks

The increasing regulatory requirements and framework conditions, together with the MCH Group's international development, are increasing both the complexity of the different issues and the exposure of the MCH Group. To this end, the MCH Group is continually adapting its organisation in order to identify possible regulatory risks at an early stage and to trigger necessary actions in good time.

The MCH Group has a corporate risk management function. Corporate risk management acts as an advisory unit on behalf of the Audit Committee and the Executive Board and supports the group in risk management and in the further development of the internal control system. Over the past business year, corporate risk management has conducted various strategic, financial, operational and regulatory examinations.

The MCH Group's internal control system (ICS) takes in all the processes, methods and measures prescribed by the Board of Directors and Executive Board and constitutes an integral part of risk management and a key element of the corporate governance of the MCH Group. It is aimed first and foremost at ensuring the prompt and correct accounting of all business processes and the periodical availability of reliable data on the company's financial position. The key processes and controls, together with their implementation, are verified and documented on a systematic and readily comprehensible basis to this end. When acquisitions are made, we aim to bring the internal control procedures of the acquired entities into line with those of the MCH Group as rapidly as possible.

The MCH Group has extended its ICS to include the effectiveness of business processes and compliance with laws and regulations. The weak points identified in this way are rectified by means of selective actions. The Audit Committee of the MCH Group monitors the ICS.

## Information policy

The MCH Group pursues an open communication policy as a matter of principle. It complies with the rules of the SIX Swiss Exchange as far as its information practice is concerned. All the key information may be found on the MCH Group's website:

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Reports, ad hoc publications, media releases

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Statutes, Regulations, Agenda

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# Management Structure

## Board of Directors and Executive Board / Management

Board of Directors and Executive Board, i.e. the management of MCH Group Ltd., and the operating companies in which it has a direct and 100% or majority holding (March 2019).

### MCH Group Ltd.

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#### Board of Directors

Dr. Ulrich Vischer, Chairman

Christoph Brutschin, Vice-Chairman

Marco Gadola

Werner Helfenstein

Dr. Eva Herzog

Dr. Balz Hösly

Dr. Karin Lenzlinger Diedenhofen

Dr. André Odermatt

Jean-Philippe RoCHAT

Thomas Weber

Andreas Widmer

Details of the members of the Board of Directors:

[Annual Report / Board of Directors](#)

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#### Executive Board

Hans-Kristian Hoejsgaard, Group Chief Executive Officer (CEO) a.i.

Florian Faber, Chief Executive Officer (CEO) Live Marketing Solutions

Peter Holenstein, Chief Executive Officer (CEO) Events Switzerland & Venues

Beat Zwahlen, Chief Financial Officer (CFO)

Details of the members of the Executive Board

[Annual Report / Executive Board](#)

# MCH Swiss Exhibition (Basel) Ltd.

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## Board of Directors

Hans-Kristian Hoejsgaard, Chairman

Beat Zwahlen, Vice Chairman

Peter Holenstein

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## Management

Hans-Kristian Hoejsgaard, Group Chief Executive Officer (CEO) a.i.

Peter Holenstein, Chief Executive Officer (CEO) Events Switzerland & Venues

Beat Zwahlen, Chief Financial Officer (CFO)

# MCH Swiss Exhibition (Zurich) Ltd.

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## Board of Directors

Hans-Kristian Hoejsgaard, Chairman

Beat Zwahlen, Vice Chairman

Peter Holenstein

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## Management

Hans-Kristian Hoejsgaard, Group Chief Executive Officer (CEO) a.i.

Peter Holenstein, Chief Executive Officer (CEO) Events Switzerland & Venues

Beat Zwahlen, Chief Financial Officer (CFO)

# MCH Beaulieu Lausanne SA

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## Board of Directors

Jean-Philippe Rochat, Chairman

Yves Philippe Bloch

Peter Holenstein

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## Management

Michel Loris-Melikoff, Managing Director

# MCH Live Marketing Solutions AG

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Board of Directors

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Beat Zwahlen, Chairman

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Florian Faber, Delegate

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Management

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Florian Faber, Delegate of the Board of Directors

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David Jäger, Managing Director Reflection Marketing

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Marine Hamou, Head Global Business Development

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Richard Haemmerli, Head Global Support Functions

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Kathrin Morlock, Managing Director MCH Global

## MC<sup>2</sup>

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Board of Directors

---

Gary Benson, Chairman

---

Florian Faber

---

Richard Haemmerli

---

Beat Zwahlen

---

Management

---

Richard McAdam, CEO

---

David Kuznick, COO

---

William Medve, CFO

---

Richard Rubio, President Northeast Division

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Dennis Church, President Atlanta Division

---

Vince Marler, President Chicago Division

---

Martin Knott, President Las Vegas Division

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Joan Pisoni, President St. Louis Division

## Management Structure

Divisions, business units and services units of MCH Group (March 2019)

# Global Events

Hans-Kristian Hoejsgaard a.i.

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Art Basel Global

Marc Spiegler

---

Masterpiece Global

Lucie Kitchener

---

Design & Regional Art Fairs

Frank Lasry

---

Grand Basel

Frank Lasry

---

Baselworld

Michel Loris-Melikoff

# Events Switzerland & Venues

Peter Holenstein

---

Own Events Switzerland

Walo Dalhäuser a.i.

Mike Vogt (SmartSuisse)

---

Guest Events

Peter Jörg (Basel)

Vreni Aeberhard (Zurich)

---

Congress Center Basel

Jonas Scharf

---

Facility Management

Edgar Jenny (Basel, Zurich)

# Live Marketing Solutions

Florian Faber

---

Global Business Development

Marine Hamou

---

Marketing Consulting

David Jäger (Reflection Marketing)

---

Full Service Agency

Kathrin Morlock (MCH Global Schweiz)

Ties Hendriks (MCH Global Dubai)

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Exhibition & Event Structures

Richard McAdam (MC2)

Florian Faber a.i. (Expomobilia)

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Global Support Functions LMS

Richard Hämmerli



# Corporate Services

Beat Zwahlen

---

Corporate Finance

Dirk Leuenberger

---

Ticketing / Cash

Marc Grünenwald

---

Corporate Risk Management & M&A Support

Olivier Balmat

---

Corporate ICT

Mike Meier

---

Hans-Kristian Hoejsgaard a.i.

---

Digital Business / Services

Mike Vogt a.i.

---

Corporate HR

Andreas Gnepf

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Group Legal Department

Until 28.02.2019: Christoph Lanz

As of 01.03.2019: Philipp Schlienger Cox

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Corporate Communications

Christian Jecker

# Board of Directors

The members of the Board of Directors of MCH Group Ltd. (March 2019)



## Dr. Ulrich Vischer

Chairman

Dr. Ulrich Vischer held various top posts in the BASLER insurance group up until 1992. From 1992 to 2005 he was a member of the cantonal government and Head of the Finance Department of the Canton of Basel-Stadt. Today, he is a partner in a law firm with offices in Basel and Zurich. He is also, inter alia, Chairman of the Basel University Board, a member of the Board of Directors of Warteck Invest AG and Chairman of the Sophie and Carl Binding Foundation.

Place of residence: Basel

BD member since 2006

Date of birth: 09.12.1951

Term of office until 2019

Nationality: CH

Elected by the General Meeting

1992 to 2005 member of the Board of Directors as a delegate of the Canton of Basel-Stadt



## Christoph Brutschin

Vice Chairman

Christoph Brutschin has been a member of the cantonal government and Head of the Economic, Social Affairs and Environment Department of the Canton of Basel-Stadt since 2009. He studied business administration in Zurich and economics and the teaching of economics in Fribourg before taking up employment with PriceWaterhouseCoopers and maxit AG. Prior to his election onto the executive of the Canton of Basel-Stadt, he worked at the Basel Commercial College – as a teacher and lecturer as of 1991 and then as the principal from 1996 onwards.

Place of residence: Basel

BD member since 2009

Date of birth: 21.02.1958

Term of office until 2021

Nationality: CH

Delegate of the Canton of Basel-Stadt



## Marco Gadola

Marco Gadola studied economics in Basel, followed by other courses in London and Lausanne, before taking up senior posts in various international companies (including Sandoz, Hilti and Hero) in different countries. From 2006 to 2008 he was Chief Financial Officer (CFO) of the Straumann Group in Basel, before moving to Panalpina, where he was first CFO of the Panalpina Group, Basel and then Regional CEO Asia/Pacific, Singapore. In 2013 he returned to the Straumann Group in Basel, where he was responsible for group management as Chief Executive Officer (CEO). He is Vice-Chairman of the Board of Directors of the Calida Group.

Place of residence: Engelberg

BD member since 2016

Date of birth: 23.09.1963

Term of office until 2019

Nationality: CH / FR

Elected by the General Meeting



## Werner Helfenstein

Werner Helfenstein graduated in construction engineering at the Swiss Federal Institute of Technology (ETH). After completing his studies, he was a project manager and a member of the management at a Zurich engineering company. In 1985 he was appointed a member of the management of the Preiswerk construction group in Basel and then, in 1995, chairman of the management. Following this, he was CEO of BATIGROUP Holding AG from the time it was established in 1997 through to the point when it merged to form Implenia AG in March 2006. Today, he is a member of the Board of Directors of a number of non-listed companies and holds coaching mandates.

Place of residence: Muttenz

BD member since 2006

Date of birth: 15.07.1947

Term of office until 2019

Nationality: CH

Delegate of the Canton of Basel-Stadt



## Dr. Eva Herzog

Dr. Eva Herzog has been a member of the cantonal government and Head of the Finance Department of the Canton of Basel-Stadt since 2005. Before she was elected onto the executive of the Canton of Basel-Stadt, Dr. Herzog, who gained her doctorate in history, was on the academic staff of the Research Vice-Rectorate at the University of Basel, and was also a member of the parliament and constitutional council of the Canton of Basel-Stadt. She is additionally a member of the Board of Directors of the Basel-Stadt pension fund and Chairwoman of the Administrative Commission of the Basel-Stadt cantonal property insurers.

Place of residence: Basel

BD member since 2005

Date of birth: 25.12.1961

Term of office until 2021

Nationality: CH

Delegate of the Canton of Basel-Stadt



## Dr. Balz Hösly

Dr.iur. Balz Hösly is a lawyer and partner at MME Legal | Tax | Compliance, an integrated law, tax and compliance firm in Zurich and Zug. He is an experienced practitioner in matters of governance and development and change management in private and public companies. Balz Hösly has previously worked in senior positions in different companies and, for the past four years, was CEO of the Swiss export promotion organisation Osec (now Switzerland – Global Enterprise). He is a lecturer at the Institute of Financial Services in Zug, at the ZfU Business School in Thalwil and at the University of St. Gallen. He is chairman of the Board of Directors of Greater Zurich Area AG and the AG Hallenstadion Zürich as well as a member of the Board of Directors of Showwerk AG in Aegeri and Bombardier Transportation (Schweiz) AG in Zurich.

Place of residence: Zurich

BD member since 2018

Date of birth: 08.03.1958

Term of office until 2019

Nationality: CH

Delegate of the Canton of Zurich



## Dr. Karin Lenzlinger Diedenhofen

Dr. Karin Lenzlinger Diedenhofen has been a delegate of the Board of Directors at Lenzlinger Söhne AG, Uster/Nänikon since 1999, and also ran the company as CEO until 2015. After gaining her doctorate in economics (Universities of Boston and St. Gallen) and engaging in various teaching and research assignments, she joined the company at the start of the 1990s as a member of the Board of Directors and a Business Segment Manager. She is Vice-Chairwoman of the Swiss Parquet Industry Association and a delegate at “bauenschweiz”, the umbrella organisation of the Swiss building industries. She is additionally Chairwoman of the Zurich Chamber of Commerce, a Board member at economiesuisse and also Chairwoman of the Board of ZO Medien AG, Wetzikon. She is similarly a member of the Board of Directors of the SV Group AG, Dübendorf and of Bank Linth LLB AG, Uznach.

Place of residence: Wermatswil

BD member since 2004

Date of birth: 01.09.1959

Term of office until 2019

Nationality: CH

Elected by the General Meeting





## Dr. André Odermatt

Dr. André Odermatt has been head of City of Zurich's Building Department since 2010. He was a member of the Zurich City parliament from 1995 to 2010 and its chairman in 1999/2000. Dr. André Odermatt studied geography at the University of Zurich and received his PhD in 1996. He has held teaching posts at different school levels, was on the scientific staff at the University of Zurich and, prior to his election to the City Council, was ad interim Head of the Chair of Economic Geography. He is a member of the Board of Directors of "Regional Planning for Zurich and the Surrounding Area" (RZU), a member of the Board of Directors of AG Hallenstadion and AKEB Aktiengesellschaft für Kernenergie-Beteiligungen Luzern (until 18.06.2019) and a member of the Foundation Council of the Eleonorenstiftung.

Place of residence: Zurich

BD member since 2015

Date of birth: 12.06.1960

Term of office until 2022

Nationality: CH

Delegate of the City of Zurich



## Jean-Philippe Rochat

Jean-Philippe Rochat is a lawyer with a licence to practice in the Canton of Vaud. Since 1998 he has been a partner at Kellerhals Carrard in Lausanne and is an expert in economic and sports law. Among other things, he is a member of the Board of Directors of Vetropack AG, Vaudoise Assurance Holding SA and La Foncière-Immobilienfonds. As Chairman of the Board of Directors of MCH Beaulieu Lausanne SA, Jean-Philippe Rochat was an observer on the Board of Directors of MCH Group AG from 2013 to 2017.

Place of residence: Epalinges

BD member since 2017

Date of birth: 11.11.1957

Term of office until 2019

Nationality: CH

Elected by the General Meeting



## Thomas Weber

Thomas Weber was elected to the Basel-Landschaft cantonal government in 2013, where he is Head of the Economic Affairs and Health Department. With a degree in construction engineering from the Swiss Institute of Federal Technology (ETH), he worked for different engineering and construction companies before being elected a member of the cantonal government. From 2002 to 2006, he worked in Basel-Landschaft's Civil Engineering Department and from 2007 to 2013 he was at the Federal Roads Office with responsibility for the main-road infrastructure in central and northwest Switzerland. Thomas Weber represents the Canton of Basel-Landschaft on the Board of Directors of the Swiss Rhine Ports.

Place of residence: Buus

BD member since 2013

Date of birth: 23.11.1961

Term of office until 2019

Nationality: CH

Delegate of the Canton of Basel-Landschaft



## Andreas Widmer

After studying sociology and marketing at the University of Zurich, Andreas Widmer worked in market research for two years before joining the Wunderman marketing agency in 1993. In 1996, he founded Futurecom interactive AG, then, in 2003, he took over the management of Wunderman and, in 2007, the management of Advico Young & Rubicam. Together with other business units, he merged these companies to form the Young & Rubicam Group Switzerland in 2008, and was Chief Executive Officer (CEO) of the group until 30.09.2017. He is Chairman of the Board of Directors of Vintra AG and a member of the Board of Walde & Partner and the Brino Group AG.

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Place of residence: Herrliberg

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Date of birth: 10.10.1968

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Nationality: CH

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BD member since 2016

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Term of office until 2019

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Elected by the General Meeting

## Changes

The government of the Canton of Zurich appointed Dr. Balz Hösly as a member of the Board of Directors as per 1 March 2018. He has taken over the Board of Directors' mandate from cantonal government member Carmen Walker Späh, who had represented the Canton of Zurich on the Board of Directors of MCH Group Ltd. since 2016 and withdrew from the Board at the end of February 2018. The General Meeting elected Dr. Balz Hösly to succeed Carmen Walker Späh on the Governance, Nomination and Compensation Committee (GNCC).

## Audit Committee (AC)

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Marco Gadola, Chairman

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Christoph Brutschin, Member

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Dr. Karin Lenzlinger Diedenhofen, Member

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Dr. Ulrich Vischer, Observer

## Governance, Nomination and Compensation Committee (GNCC)

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Dr. Ulrich Vischer, Chairman

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Dr. Balz Hösly, Member

---

Jean-Philippe Rochat, Member

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Thomas Weber, Member

# Secretary to the Board of Directors

Until 31.03.2019: Christoph Lanz, Head of Corporate Legal & Management Services

As of 01.04.2019: Patrick Graber, Deputy Head of Group Legal Department

## Permitted activities as per § 23 of the Statutes of MCH Group Ltd.

a) In legal entities listed on the stock exchange: 5

b) In other legal entities listed in the commercial register: 15, minus a)

c) In legal entities listed in the commercial register with a charitable, public or public-utility purpose: 10

## Shares held by members of the Board of Directors

	Number of shares CHF 10 and percentage of voting rights 31.12.2018		Number of shares CHF 10 and percentage of voting rights 31.12.2017	
Dr. Ulrich Vischer	313	0.0%	313	0.0%
Christoph Brutschin	0	0.0%	0	0.0%
Marco Gadola	0	0.0%	0	0.0%
Werner Helfenstein	312	0.0%	312	0.0%
Dr. Eva Herzog	0	0.0%	0	0.0%
Dr. Balz Hösly <sup>1)</sup>	0	0.0%		
Dr. Karin Lenzlinger Diedenhofen	50	0.0%	50	0.0%
Dr. André Odermatt	0	0.0%	0	0.0%
Jean-Philippe Rochat	0	0.0%	0	0.0%
Carmen Walker Späh <sup>2)</sup>			0	0.0%
Thomas Weber	0	0.0%	0	0.0%
Andreas Widmer	0	0.0%	0	0.0%
<b>Total</b>	<b>675</b>	<b>0.0%</b>	<b>675</b>	<b>0.0%</b>

1) BD member as of 01.03.2018

2) BD member up to 28.02.2018

# Executive Board

Members of the Executive Board (March 2019)



## Hans-Kristian Hoejsgaard

Group Chief Executive Officer (CEO) a.i.

On 4 September 2018, the Board of Directors appointed Hans-Kristian Hoejsgaard as interim CEO of the MCH Group until the definitive appointment of a new CEO. Hans-Kristian Hoejsgaard is a Danish citizen and has more than 30 years' experience in managerial posts in the luxury and consumer goods industry as well as in the specialist retail trade. He has worked for various companies – including the LVMH Group – in Asia, for Georg Jensen Ltd. in Copenhagen and for the Timex Group in Connecticut in the USA. From 2011 to 2017 he was CEO of Oettinger Davidoff AG in Basel. Since 2018, he has been running his own consulting firm. Among other posts, he is a member of the Board of Directors and Chairman of the Nomination and Compensation Committee of the Calida Group with its head office in Sursee/Switzerland.

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Place of residence: Wollerau

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Nationality: DK

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Date of birth: 20.06.1958

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EB member since 04.09.2018



## Florian Faber

Chief Executive Officer (CEO) Live Marketing Solutions

Florian Faber has an Executive Master of Business Administration (MBA) from the University of Zurich. He was in charge of participation in European trade fairs at car manufacturer Nissan before switching to Expomobilia AG in the MCH Group in 2009 as New Business Manager. In 2011, as a member of the management, he was appointed Head of Sales and, in Summer 2014, he became managing director of Expomobilia AG, which was renamed MCH Live Marketing Solutions AG in November 2018. As managing director of Expomobilia AG, Florian Faber has played a key role in the successful development and expansion of the Stand, Event and Pavilion Construction business unit over the past few years and has also been a decisive player in the strategic realignment of the Live Marketing Solutions division.

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Place of residence: Winterberg

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Nationality: DE

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Date of birth: 22.05.1979

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EB member since 14.01.2019





## Peter Holenstein

Chief Executive Officer (CEO) Events Switzerland & Venues

Peter Holenstein came to Messe Basel in 1984 and has been a member of the Executive Board of the current MCH Group since 1998. As a graduate in advertising and marketing studies, he first held responsibility for communications and then for corporate development and the management of the Venues Division which was expanded into the Events Switzerland & Venues Division on 1 January 2018. He is a member of the Board of Directors at Parkhaus Messe Zürich AG and is on the Board of Basel Tourism.

Place of residence: Muttenz

Nationality: CH

Date of birth: 09.11.1959

EB member since 01.01.1998



## Beat Zwahlen

Chief Financial Officer (CFO)

Beat Zwahlen joined the MCH Group on 1 May 2018 as Chief Financial Officer (CFO) and a member of the Executive Board. As a financial and restructuring specialist with a multi-faceted professional background, Beat Zwahlen has comprehensive knowledge of different industries and companies. As a business economist (UAS) and certified accountant, he has held various senior posts to date, including at Landis & Gyr (Europe) AG in Zug, Rieter Automotive Management AG in Winterthur, Schaffner Holding AG in Luterbach, Uniwheels AG in Bad Dürkheim (Germany) and Belux AG und Vitra International AG in Birsfelden. He is also a member of various boards of directors.

Place of residence: Widen

Nationality: CH

Date of birth: 13.02.1960

EB member since 01.05.2018

# Changes

## Departures

Christophe Biollaz, a member of the Executive Board and Chief Financial Officer (CFO), left the MCH Group on 1 May 2018. His official date of departure was 31 October 2018. He joined the MCH Group on 1 December 2013 and, as of 1 January 2014, was responsible for Finance & Administration as Chief Financial Officer (CFO) and a member of the Executive Board.

On 3 August 2018, René Kamm resigned as CEO of the MCH Group. The Board of Directors and René Kamm had reached the conclusion that the time had come for a change in the operational leadership of the company group in view of the fundamental transformation phase in its business operations. René Kamm joined the then Messe Basel in 1999 and was appointed CEO of the company group on 1 January 2003. At the same time, he was Head of the Global Events Division. His official date of departure was 28.02.2019.

Stephan Peyer, a member of the Executive Board and, in his last post, in charge of Corporate Development & Services, left the MCH Group at the end of October 2018. His official departure date was 31.03.2019. From 2007 to 2013, Stephan Peyer was head of Trade Fairs and Consumer Shows within the MCH Group, before taking on the function of Chief Development Officer (CDO).

Jean-Marc Devaud, a member of the Executive Board and CEO of the Live Marketing Solutions division, left the MCH Group in mid-January 2019. His official departure date is 31.07.2019. Jean-Marc Devaud joined the MCH company Expomobilia in 2008 and, on 1 January 2009, was appointed a member of the Executive Board and CEO of the Live Marketing Solutions division.

#### Arrivals

The Board of Directors appointed Beat Zwahlen as a member of the Executive Board and Chief Financial Officer (CFO) on 1 May 2018. He took over the duties of his predecessor Christophe Biollaz on this date. Information on Beat Zwahlen see above.

The Board of Directors appointed Hans-Kristian Hoejsgaard as interim CEO of the MCH Group on 4 September 2018. He is responsible for the Group's operational leadership until the new CEO takes up office on 12 June 2019.

Information on Hans-Kristian Hoejsgaard see above.

The Board of Directors appointed Florian Faber, previously Managing Director of Expomobilia, as a member of the Executive Board and CEO of the Live Marketing Solutions division on 14 January 2019. He took over the duties of his predecessor Jean-Marc Devaud on this date. Information on Florian Faber, see above.

At its meeting of 1 February 2019, the Board of Directors appointed Bernd Stadlwieser as new CEO of the MCH Group. He is joining the MCH Group on 12 June 2019. Bernd Stadlwieser has more than 20 years' international professional experience in the watch & jewellery and art sectors as well as in the fields of business development and digitisation. After holding different senior positions at Swarovski, he worked for the Thomas Sabo group from 2003 to 2014, first as managing director for Switzerland and Great Britain, and then as Group CEO as of 2006. From 2014 to 2017, he was Group CEO of Avenso (Lumas, White Wall), before switching to Mondaine Watch as Group CEO in December 2017. Bernd Stadlwieser is an Austrian national and lives in Rüslikon (Canton Zurich). After attending the commercial academy in Austria, he completed a multi-year programme for young executives at Swarovski and, studying part-time, obtained a federal diploma as a Marketing Manager and an Executive BBA (Bachelor of Business Administration).

#### Delegate of the Board of Directors

From 3 August (resignation of René Kamm) to 4 September 2018 (entry of Hans-Kristian Hoejsgaard), Dr. Ulrich Vischer, Chairman of the Board of Directors, was responsible for the Group's operational leadership as Delegate of the Board of Directors.

## Permitted activities as per § 36 of the Statutes of MCH Group Ltd.

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a) In legal entities listed in the commercial register: 8

b) In legal entities listed in the commercial register with a charitable, public or public-utility purpose: 8

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# Shares held by members of the Executive Board

	Number of shares CHF 10 and percentage of voting rights 31.12.2018		Number of shares CHF 10 and percentage of voting rights 31.12.2017	
Christophe Biollaz <sup>1)</sup>			0	0.0%
Jean-Marc Devaud	337	0.0%	337	0.0%
Hans-Kristian Hoejsgaard <sup>2)</sup>	0	0.0%		
Peter Holenstein	62	0.0%	62	0.0%
René Kamm	0	0.0%	0	0.0%
Stephan Peyer	0	0.0%	0	0.0%
Beat Zwahlen <sup>3)</sup>	0	0.0%		
<b>Total</b>	<b>399</b>	<b>0.0%</b>	<b>399</b>	<b>0.0%</b>
Shares held by related parties				
of Peter Holenstein	256	0.0%	256	0.0%

1) EB member up to 31.10.2018

2) EB member as of 04.09.2018

3) EB member as of 01.05.2018

# Personnel

The details set out below include all the companies which belong wholly to the MCH Group, or in which it has a majority holding.

At the end of the 2018 reporting year, the MCH Group had a total of 1,011 permanent employees and 1,074 employees and assistants on temporary contracts. During the reporting year, employee numbers within the group thus increased by 8 permanent employees (0.8%). This headcount includes Winkler Livecom, which was sold on 31.12.2018.

Employees on permanent contracts by company (without minority stakeholdings)	31.12.2018	31.12.2017
MCH Group Ltd.	28	24
MCH Swiss Exhibition (Basel) Ltd.	353	341
MCH Swiss Exhibition (Zurich) Ltd.	30	30
MCH Beaulieu Lausanne SA	18	34
MCH Global Ltd.	3	5
MCH Live Marketing Solutions AG <sup>1)</sup>	107	91
Reflection Marketing AG	13	8
Rufener Events Ltd	20	29
MC <sup>2</sup> Group	363	364
Winkler Livecom AG <sup>2)</sup>	76	77
<b>Total</b>	<b>1 011</b>	<b>1 003</b>

1) In November 2018, Expomobilia AG was renamed MCH Live Marketing Solutions AG

2) Winkler Livecom AG was sold as of 31.12.2018



# Statutory Auditors

The Annual General Meeting of the MCH Group Ltd. on 4 May 2018 elected KPMG AG, Basel, as the statutory auditors for the company group for the 2018 business year. The lead auditor was Claudio Boller.

KPMG AG, Basel has invoiced the following services to the MCH Group in the 2018 business year:

Services (in CHF, excl. VAT)	2018	2017
Auditing	539 200	615 538
Taxation advice	24 700	73 754
<b>Total</b>	<b>563 900</b>	<b>689 292</b>

The auditing services cover all engagements in connection with the auditing of the annual accounts for the business year in question.

The statutory auditors are elected by the General Meeting for a period of one year in each case following a proposal made by the Board of Directors. The Audit Committee monitors the external auditing company to ensure that it performs its work independently and in accordance with Swiss legislation and the Swiss auditing standards. The statutory auditors submit written and verbal reports to the Audit Committee at least once a year on the subjects of audit planning and the scope of the audit, accounting, financial reporting, the internal control system and other auditing related assignments. The statutory auditors additionally report to the CFO twice a year on the results of the intermediate and final audits in a detailed management letter. In the reporting year, the statutory auditors attended two Audit Committee meetings.

The Audit Committee is in regular contact with the CEO and CFO, receiving information on the performance of the auditing company via this route. The Audit Committee similarly monitors all the fees paid to the statutory auditors and has granted the Executive Board the competence to take decisions itself regarding the scope of non-auditing assignments that are placed with the statutory auditors in the context of the decisive provisions governing independence.





MCH Group  
Global Live Marketing

## Reports 2018

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The Reports 2018 of MCH Group  
are available in German, English  
and French. The German version is  
legally binding. 22 march 2019