



Reports 2019
Annual Report

At a glance

The MCH Group is a leading international live-marketing company group. It provides physical and digital platforms for a range of industries. And it supplies customised solutions worldwide in all the different areas of live marketing – from the strategy through to implementation.

The MCH Group's business activity consists in running the exhibition sites in Basel and Zurich (Venues), staging around 30 of its own exhibitions (Exhibitions) and providing customised services in experience marketing (Live Marketing Solutions). In 2019, the MCH Group organised or hosted 839 events and took charge of almost 3,770 projects in the field of live marketing solutions.

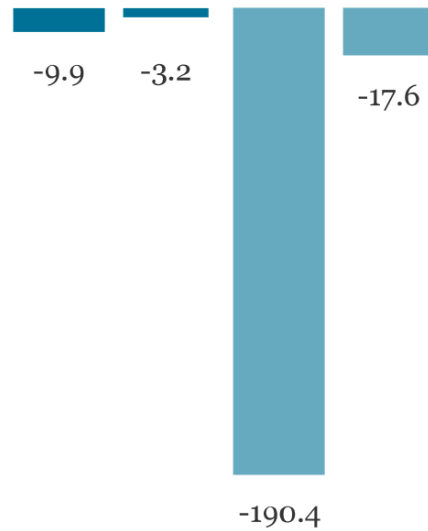


Holz

The consolidated financial indicators for 2019 show a decline in sales compared with the previous year but a clear increase in profitability. The EBITDA is CHF 22.1 million and thus CHF 18.1 million above the comparable value for the previous year (CHF 4.0 million). The loss for the year prior to special measures totals CHF -3.2 million and is CHF 14.4 million - approx. 80% - above the comparable value for the 2018 financial year (CHF -17.6 million).

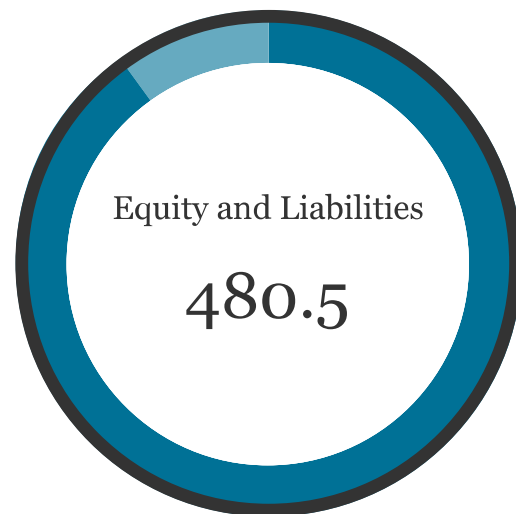
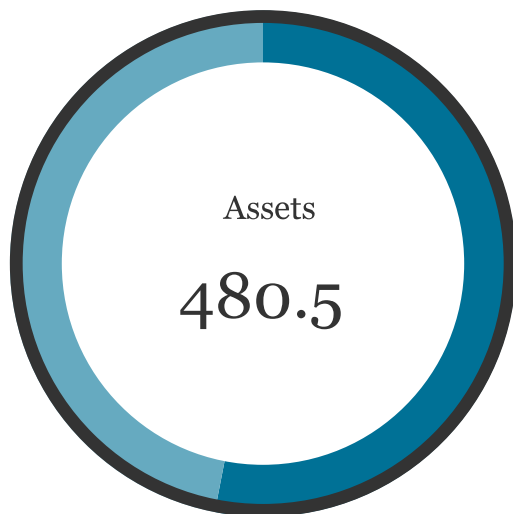
Loss for the year (in CHF million)

The loss for the year prior to special measures totals CHF -3.2 million and is CHF 14.4 million - approx. 80% - above the 2018 financial year (CHF -17.6 million).



- 2019
- 2019 prior to special measures
- 2018
- 2018 prior to special measures

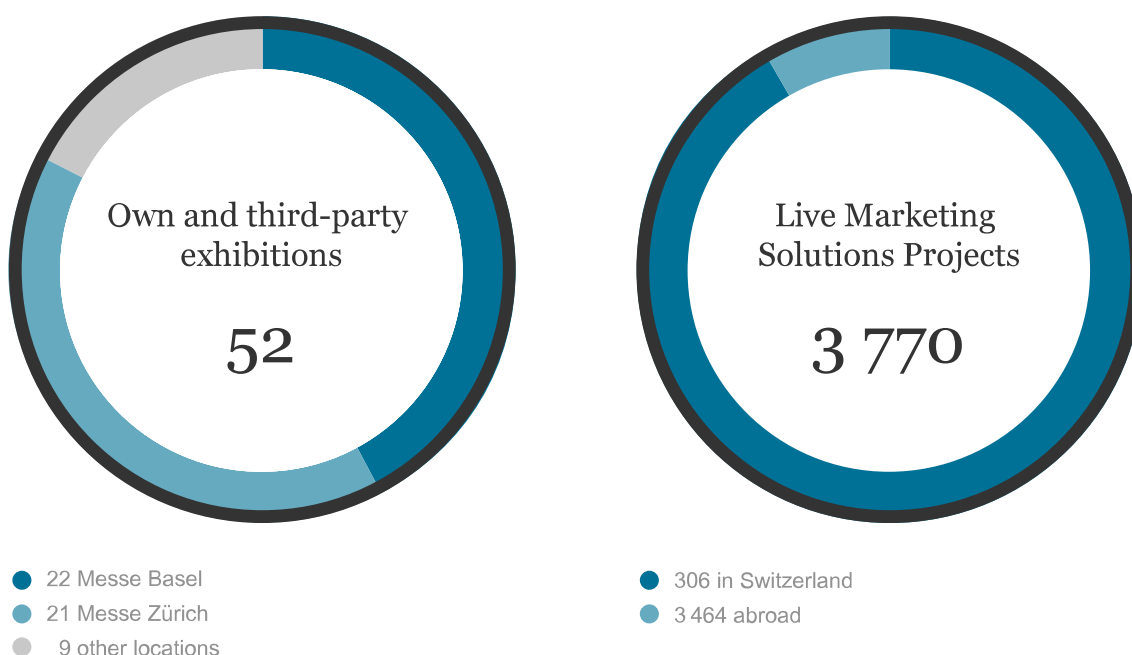
Group Balance Sheet 31.12.2019 (in CHF million)



- 255.9 Non-current assets
- 224.6 Current assets

- 432.6 Liabilities
- 47.9 Equity

Exhibitions and Live Marketing Solutions 2019



Key figures

Group Income Statement

Group Income Statement in CHF million	2019	% of income	2018 before special measures	% of income	2018	% of income	2018 before special measures	% of income
Operating income	445.2	100.0	445.2	100.0	522.8	100.0	522.8	100.0
Exhibitions (MCH Exhibitions)	226.7	50.9	226.7	50.9	275.2	52.6	275.2	52.6
Venues (Third-party Events)	32.4	7.3	32.4	7.3	38.5	7.4	38.5	7.4
Live Marketing Solutions	186.1	41.8	186.1	41.8	209.1	40.0	209.1	40.0
EBITDA	22.1	5.0	26.7	6.0	4.0	0.8	28.5	5.5
Depreciation and impairments	-24.8	-5.6	-22.7	-5.1	-186.1	-34.6	-37.8	-7.2
EBIT (= Result)	-2.7	-0.6	4.0	0.9	-182.1	-34.8	-9.3	-1.8
Loss for the year	-9.9	-2.2	-3.2	-0.7	-190.4	-36.4	-17.6	-3.4

Group Balance Sheet

Group Balance Sheet in CHF million	31.12.2019	% of total assets	31.12.2018	% of total assets
Total current assets	255.9	53.3	250.0	50.2
Total non-current assets	224.6	46.7	248.2	49.8
Total assets	480.5	100.0	498.2	100.0
Total liabilities	432.6	90.0	441.3	88.6
Total shareholders' equity	47.9	10.0	56.9	11.4
Total liabilities and shareholders' equity	480.5	100.0	498.2	100.0
Net debt in CHF million	2019		2018	
31.12.	136.1		148.7	

Share price and proposed dividend

Share prices and proposed dividend in CHF	2019	2018
Share price 31.12.	26.10	19.95
Proposed dividend per share	0.00	0.00

Exhibitions & Venues

2019	Number	Exhibitors	Visitors	GEA ¹⁾	Duration ²⁾
Exhibitions	28	5 976	1 254 254	638 037	141
MCH exhibitions					
Messe Basel	13	3 686	636 548	395 564	67
Messe Zürich	6	929	213 236	78 088	21
Other locations	9	1 361	404 470	164 385	53
Venues	811	10 065	1 635 254	893 469	813
All events					
Exhibitions	43	8 812	1 187 523	768 997	153
Messe Basel	22	5 052	743 160	515 944	89
Messe Zürich	21	3 760	444 363	253 053	64
Hall rentals & events	18		72 921	68 550	71
Messe Basel	7		44 221	15 280	38
Messe Zürich	11		28 700	53 270	33
Conferences & room rentals	453	1 253	120 810	55 922	589
Congress Center Basel	165	1 253	117 910	55 922	301
Conference rooms Messe Zürich	288		2 900		288
Musical Theaters	297		254 000		
Musical Theater Basel	166		116 000		
Theater 11 Zürich	131		138 000		

1) Gross exhibition area in m²
2) No. of days (without assembly/dismantling)

Live Marketing Solutions

2019	Projects	in Switzerland	abroad
Live Marketing Solutions	3 770	306	3 464
MCH Live Marketing Solutions AG	420	306	114
MC ² Group	3 350	0	3 350

Derivation EBIT/EBITDA and reconciliation to the income statement before special measures

Derivation EBIT / EBITDA in CHF million	2019	2018
Depreciation of tangible fixed assets	-22.0	-182.8
Depreciation of intangible assets	-2.5	-3.2
Depreciation of financial assets	-0.3	-0.1
Total depreciation	-24.8	-186.1
Total operating expenses	-447.9	-704.9
Total depreciation	-24.8	-186.1
Operating expenses before depreciation	-423.1	-518.8
Total operating income	445.2	522.8
Operating expenses before depreciation	-423.1	-518.8
EBITDA	22.1	4.0
Total depreciation	-24.8	-186.1
EBIT (= Result)	-2.7	-182.1
Reconciliation to the income statement before special measures in CHF million	2019	2018
Total operating income	445.2	522.8
Operating expenses before depreciation	-423.1	-518.8
EBITDA	22.1	4.0
Total depreciation	-24.8	-186.1
EBIT (= Result)	-2.7	-182.1
Result of associated organisations	0.0	0.1
Financial result net	-5.2	-7.1
Income tax	-2.0	-1.3
Loss for the year	-9.9	-190.4
Special measures in the expenses before depreciation	-4.6	-24.5
Special measures in total depreciation	-2.1	-148.3
Total special measures	-6.7	-172.8
EBITDA before special measures	26.7	28.5
EBIT (= Result) before special measures	4.0	-9.3
Loss for the year before special measures	-3.2	-17.6

Special measures in CHF million	2019	2018
Special measures in personnel expenses	-0.8	-4.6
Special measures in loss on sale of investments	0.0	-17.8
Special measures in other operating expenses before depreciation	-3.8	-2.1
Special measures in operating expenses before depreciation	-4.6	-24.5
Special measures in total depreciation	-2.1	-148.3
Special measures in total depreciation	-2.1	-148.3
Total special measures	-6.7	-172.8

In the framework of the transformation, costs for special measures of CHF 6.7 million (previous year CHF 172.8 million) were incurred in the reporting year. An amount of CHF 0.8 million (previous year CHF 4.6 million) was spent on personnel measures. In the previous year, subsidiary Winkler Livecom AG was sold. The operating expenditure also includes further once-only costs of CHF 3.8 million (previous year CHF 2.1 million), which are directly related to the transformation (including consultancy costs). The impairments of the previous year are essentially attributable to the value adjustments for the exhibition halls in Basel and Zurich. In the reporting year, impairment was recognised on intangible assets and one minority interest.

Commentary

The past financial year was marked by key decisions in respect of the stabilisation and future strategic orientation of the company. A start has been made on implementing the strategy – the development of exhibitions into platforms and communities. Consistent implementation of the strategy is all the more urgent given the restrictions being imposed on business activity as a result of the spread of the coronavirus in the current financial year. The consequences of the corona epidemic will have a noticeable impact on the business result for 2020 but do not pose a threat to the company's stability.

Ladies and Gentlemen,

The 2019 business year was guided by the motto "Shape the Future". We have succeeded in significantly improving our operating business while, at the same time, aligning our company to the future needs of our customers. Even if these processes have not yet been completed and the transformation is still ongoing, we have already achieved a great deal.

Clear improvement in the EBITDA despite a structurally-conditioned decline in sales

The EBITDA is CHF 22.1 million and thus CHF 18.1 million above the previous year (CHF 4 million). The loss for the year prior to special measures amounts to CHF -3.2 million and is CHF 14.4 million (around 80%) above the comparable value for the 2018 financial year (CHF -17.6 million).

Due to the absence of any further special depreciation on the exhibition buildings and considerably lower restructuring costs, the key figures after special measures are still clearly above those for the 2018 financial year: the loss for the year totals CHF -9.9 million and is CHF 180.5 million above the 2018 financial year (CHF -190.4 million).

The consolidated operating income for 2019 is CHF 445.2 million and thus CHF 77.6 million (around 15%) below the previous year. The decline in sales is due first and foremost to the weaker exhibition cycle without Swissbau, the realignment of Baselworld and the sale of Winkler Livecom AG.



Dr. Ulrich Vischer



Bernd Stadlwieser

Organisational realignment

To ensure that the company is better aligned to market requirements, it has now been reorganised internally into four divisions:

Global Platforms & Ecosystems:

- Art & Art Related Industries (Art Basel, Masterpiece, Design Miami)
- Watch, Jewellery and Gems (Baselworld)

Swiss Events:

All trade fairs and consumer shows in Switzerland

Live Marketing Solutions:

MCH Global, Expomobilia and MC²

Venues:

Exhibition halls Basel, Congress Center Basel, exhibition halls Zurich

Strategic decisions to meet future market needs

As part of the strategy process, we have taken strategic decisions for the future and are working intensively to implement these.

Development of traditional exhibition formats into platforms and communities:

During the first half of 2020 already, we will be setting up virtual showrooms for our community in addition to the Art Basel shows, for example, and connecting the Art Basel community of three million members with each other throughout the year.

Efficiency-boosting programme to save CHF 20 million by 2024:

We will achieve further cost savings by improving on our purchasing and by bundling activities across the different business areas, among other things, and will thus also be in a position to offer our customers new and smaller platforms.

Investments running into double-digit millions in digitalisation, innovation and internationalisation:

We have set up a new unit for innovation and digitalisation, which is attached to the management and holds central responsibility for the entire group in these fields. We will be able to offer new, primarily digital services and thus make our customers even more successful.

Creation of an independent business unit for the venues, with the aim of achieving a higher occupancy:
We wish to boost the occupancy of the halls through third-party exhibitions and other activities.

Various strategic options are being examined for financing these necessary investments and developments. One of the options is the entry of new investors at group level, which can be combined with a capital increase and corresponding changes in the shareholder structure. If this option is to be implemented, the appropriate decisions will need to be taken by the Annual General Meeting to permit its implementation.

Governance

In the context of the Extraordinary General Meeting of 29 January 2020, the Board of Directors issued a detailed statement on a large number of questions regarding the recent past and the future of the company. It is aware of the fact that, viewed from the current perspective, mistakes have been made over the past few years, especially with regard to the development of business at the Lausanne location and the Grand Basel project. It has reacted to this and has initiated and implemented the necessary measures. It has been possible to appoint new, experienced managers to the top management, and the management structures and processes have been optimised.

“Corona crisis”

Regrettably, the spread of the coronavirus in the initial months of 2020 represents a major setback for us. Art Basel in Hong Kong, Baselworld, Giardina in Zurich, Habitat-Jardin in Lausanne and other events have had to be postponed or cancelled. A large number of orders in the Live Marketing Solutions segment have been cancelled. We are endeavouring to find appropriate and fair solutions with the customers and partners affected.

Despite different cost-cutting measures, the corona crisis will have a strong impact on the business result for 2020. The stability of the company group is not at risk, despite these negative influences. Following a careful analysis of different scenarios, the management and the Board of Directors have reached the conclusion that the holding company has sufficient reserves in its liquidity and equity base for the different scenarios.

Successive and sustainable increase in company value

These developments in the current financial year are making the transformation process and strategy implementation all the more urgent, and we will be investing in these measures. They will support long-term growth and we will thus continue to press ahead intensively with them. Our unchanged aim is to take the company forward in a manner that upholds the interests of all stakeholders. We wish to create a sound capital basis for the company again, restore an appropriate earning capacity and successively and sustainably increase the value of the company.

We would like to thank everyone who contributed towards mastering the major challenges that face the MCH Group last year and who are also supporting us in the current situation. Special thanks go to all employees who have accepted the challenges involved in the transformation and are taking the company ahead with us – let's shape the future.

Dr. Ulrich Vischer
Chairman of the Board of Directors

Bernd Stadlwieser
Group CEO

Transformation

The MCH Group wishes to develop its classic exhibitions and events into future-oriented platforms and communities. In order to achieve this, it is investing in digitalisation, innovation and internationalisation in order to develop both existing and new formats.

The live marketing sector is undergoing a profound change. While the importance of live events continues to increase as a means of winning customers, looking after them, involving them and inspiring them, customer requirements have undergone a change and are continuing to change still further. Traditional exhibition and event formats are no longer sufficient in many areas. The MCH Group will be realigning and repositioning itself to take account of the future requirements of the markets and customers.



Art Basel Hong Kong

In summer 2018, the MCH Group initiated the transformation process required for this. The first measures were implemented in the 2019 financial year already, including an initial restructuring and efficiency-boosting programme and the consolidation of the exhibition portfolio with, among other things, the discontinuation of the general consumer fairs (Muba, Züspa, Comptoir Suisse) and the relinquishment of holdings in regional art fairs (India Art Fair and Art Düsseldorf).

With a view to the necessary transformation, the chief focus in the 2019 financial year, however, was on the development and definition of the future strategic alignment. The strategy process has not yet been finalised in all areas. The Board of Directors took key decisions in August/September 2019, however, and implementation has started:

“ Investments in innovation, digitalisation and internationalisation. “

The MCH Group intends to develop the classic exhibition and event formats into future-oriented platforms and communities.

It will be investing in innovation, digitalisation and internationalisation over the next few years in order to develop the platform and community business;

In the Live Marketing Solutions division, the through-the-line strategy embarked upon in 2018 will be taken forward by continuing to build up and expand competences and services in the fields of strategy and concept;

The marketing and operation of the company's own infrastructure in Basel and Zurich is being transferred to an independent business unit with the aim of boosting the capacity utilisation of its own venues;

Following the savings measures already implemented, the MCH Group has launched an additional programme to increase efficiency, with the aim of saving CHF 20 million in costs by 2024.

Platforms and communities

State-of-the-art experience platforms are hybrid formats with digital planes that supplement the physical events and extend beyond these in terms of time and content. The aim of the MCH Group is to build communities, create unique values for these and generate clear added value for our customers in this way.

Art & Art Related Industries



Art Basel - Art Unlimited

“ Unique added value through future-oriented platforms and communities. “

The three Art Basel shows in Basel, Miami Beach and Hong Kong are the most important live events in the arts sector and already have a very strong community. More than three million people are linked to Art Basel via social media. This community is to be further expanded and, in particular, fostered throughout the year by means of additional digital services. In 2019, the new “Global Guide” was introduced with information on more than 500 galleries in 130 cities worldwide. In the current financial year, online viewing rooms are now being offered for the first time. These new online platforms are “open” in parallel to the shows and enable Art Basel exhibitors to present works to the public that are not on display at the show and offer them for sale.

Watch / Jewellery / Gems



Baselworld

Baselworld is the most important show for watches, jewellery and gems, but there is not yet a sufficient community outside the B2B event. There is still a need for a platform to cover the different brands and groups. The MCH Group is thus investing in the further development of the industry event in Basel and, at the same time, developing and expanding a digital platform, which will also address consumers, collectors and enthusiasts. This platform will additionally be a hub for staging new, local consumer events with top brands in the most important sales markets.

Swiss Events

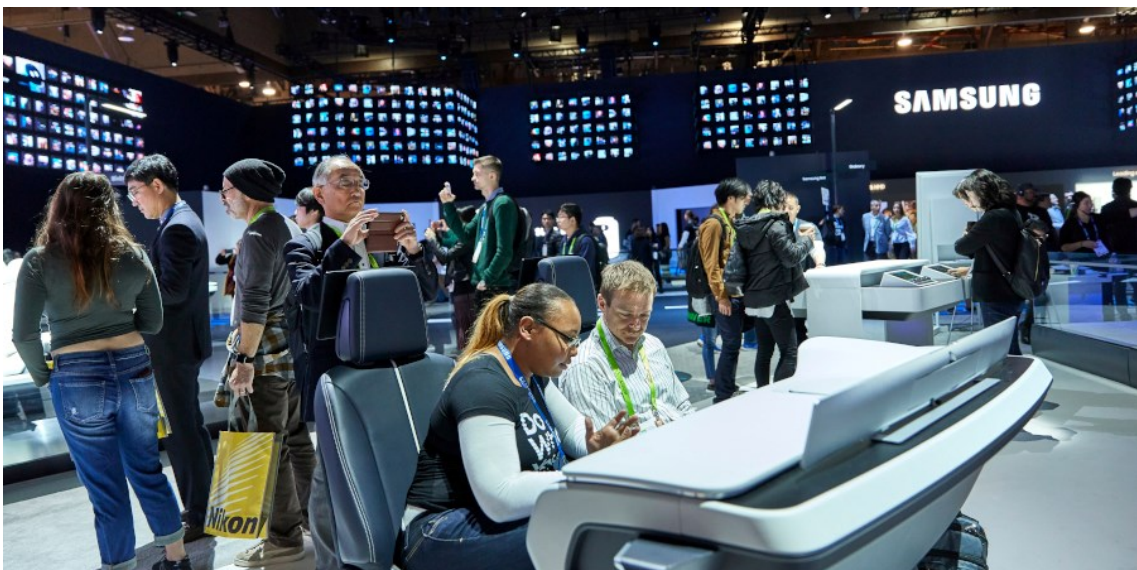


Swissbau - Innovation Lab

Following the consolidation of the national exhibition portfolio over the past few years, the MCH Group is intending to develop its Swiss portfolio into nationally leading B2B and B2C platforms. In the framework of active portfolio management, skills such as content management and community building are being selectively boosted. New trends – whether relating to topics or formats – are systematically identified and taken up.

Swissbau is a good example of the further development of traditional formats into platforms and communities. Swissbau already comprises the three vehicles of an exhibition (exhibitors and their products and services), Swissbau Focus (event and network platform) and Swissbau Innovation Lab (special show for digital transformation). Additional physical and digital platforms are to be set up here on the basis of the strong Swissbau, and a national “building industry community” created in this way.

Live Marketing Solutions



MC² – Samsung – CES

“ Accompanying our customers along the entire value chain of experience marketing. “

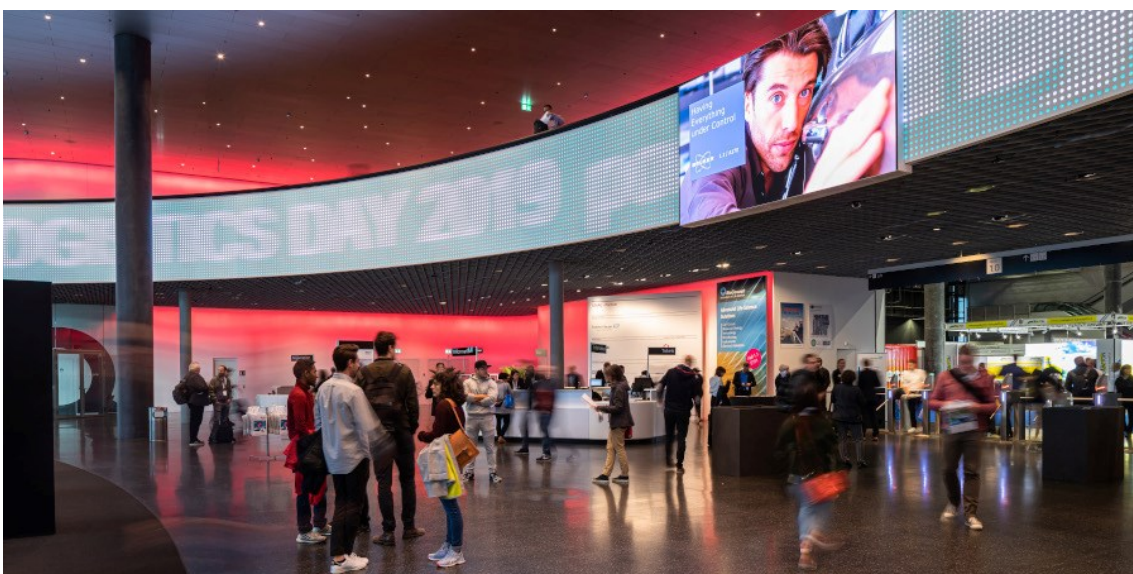
The experience economy in which we now operate is generating an increasing demand for experience marketing solutions – companies and brands are increasingly investing in experience marketing to reach their target groups emotionally and win them over. What is called for are new, innovative event formats, experience campaigns, experience festivals, roadshows, hybrid events and solutions for the point of experience (POE).

The Live Marketing Solutions division has positioned itself very favourably as an “Experience Marketing Group” in this constantly growing market. The diversification and internationalisation strategy that was launched in 2015 already was further sharpened over the past year, with the group’s competencies being further expanded and its international networking also being further stepped up. We are thus consistently pursuing our “Vision 2025” and positioning ourselves as a leading global experience marketing group.

Under the brand of MCH Global with its claim of “#nextgenerationexperiences”, we offer companies and organisers throughout the world experience-marketing solutions of the future. Our “#throughtheline” competencies provide the basis for this, with strategy, creation and implementation all offered to clients from a single source. This business model is being successively built up and enhanced by additional competencies. Trend scouting constitutes one key differentiation factor in this respect. At the end of 2019, the fourth edition of the “Experience Marketing Trend Report” was launched already.

The two brands of MC² in the USA and Germany and Expomobilia in Switzerland, UAE and China form the basis of the Live Marketing Solutions division. As general contractors, they focus primarily on experience marketing construction – with both companies constantly adapting to new customer and market requirements so as to successfully open up new market segments. Fitting examples of this are the projects awarded to the companies for the World Expo in Dubai (including the Swiss pavilion) and experience marketing roadshows for Netflix and General Motors in the USA.

Venues



Messe Basel – Ilmac

The marketing and operation of the group's venues was transferred to a separate organisational unit on 1 January 2020 in order to be able to focus more strongly on the acquisition and supervision of third-party events. Within this unit, a uniform and strengthened sales organisation is to be developed for the exhibition, event and congress infrastructure in Basel and Zurich.

The municipality of the City of Basel, as the grantor of the building lease, and the MCH Group have agreed that the municipality of the City of Basel will purchase Exhibition Hall 3 and the Musical Theater retroactively as per 1 January 2020. The MCH Group will continue to use Exhibition Hall 3 until the end of 2025.

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, MC² 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 are 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.



MC² / Expomobilia – Caterpillar – Shanghai

Financing options

Various strategic options are being examined for financing the investments and developments for platforms and communities. One of the options is the entry of new investors at group level, which can be combined with a capital increase and changes in the shareholder structure, the shareholder rights set out in the Statutes and the composition of the Board of Directors. The evaluation of these strategic options is currently underway.

“ Examining different financing options. ”

Organisation

The organisation structure was realigned on 1 January 2020. The “Global Platforms & Ecosystems” division comprises the “Art & Art Related Industries” (Art Basel, Masterpiece, Design Mimai) and “Watch, Jewellery, Gems” (Baselworld). The “Swiss Events” division covers all national B2B and B2C platforms. The “Venues” and “Live Marketing Solutions” divisions are run as independent business units. The newly formed “Digital & Innovation” business unit supports all the units in their innovation and digitalisation processes.

Over the past two years, the Executive Board’s membership has changed in its entirety. With the newly created function of Digital & Innovation Officer (CDIO) and the appointment of the Global Director of Art Basel to the Executive Board, the board has been more strongly aligned to the newly defined corporate strategy in structural terms too.

Showcases

In the 2019 financial year, the business activity of the MCH Group consisted in the organisation and supervision of a total of 820 events and 3,770 projects in the field of live marketing solutions. It additionally involved the development of new digital platforms.

Planning a gallery visit in a faraway city, constructing a “Tiny House” in just four days, robots in the classroom, new findings in AIDS research, revolutionary roadshow concepts, a Maroon 5 concert and modular furniture systems – these are the subjects featured in the “Showcases” described below, which offer a number of insights into the products and services of the MCH Group during the 2019 reporting year.



Expomobilia – Infiniti – Shanghai Motor Show

Art Basel: Three successful fairs, plus «Global Guide» and «Online Viewing Rooms»

Art Basel in Basel was launched 50 years ago. Today, it is one of the most familiar brands in the global art market, with its three shows in Basel, Miami Beach and Hong Kong attracting a total of 260,000 visitors and more than 3.5 million social media followers. And it has clear ideas for the future too: the three leading shows are to be strengthened still further, with the community being further expanded at the same time. Additional relevant platforms are to be offered to this end – especially in the digital field.



Art Basel in Basel

The development of a community has been a point of focus for Art Basel for decades – first at the shows in Basel, Miami Beach and Hong Kong, and then through initiatives such as the crowdfunding initiative, the BMW Art Journey and the Art Basel and UBS Art Market Report, as well as through an increased presence in the social media. Although digital platforms will never be able to replace the experience of a live event, online channels are playing an increasingly important role for Art Basel too. Its online catalogue, which includes more than 40,000 works of art, enables Art Basel gallery owners to share pictures and information on their artists with the Art Basel public.



Art Basel in Miami Beach

Following a test phase, the new “Global Guide” was introduced in 2019. This can be accessed via the Art Basel App and lists more than 500 galleries from the Art Basel network by location – in each city with an Art Basel gallery. In this way, the Art Basel public can plan gallery visits in 130 cities all over the globe. The app also provides key information on the galleries and their events as well as on the works of art they have presented at Art Basel in the past.

Art Basel is going one step further with the “Online Viewing Rooms”, which are being launched in 2020. The new online platforms are “active” in parallel to the shows and enable Art Basel exhibitors to present works of art to the public that are not on display at the show and offer them for sale. The “Online Viewing Rooms” for Art Basel will enable collectors to view thousands of works of art and to contact the gallery directly with sales enquiries.

Holz 2019: A “Tiny House” and a BIM cow

Holz is Switzerland’s oldest trade fair and the most important meeting point for the Swiss timber industry. It is held at Messe Basel every three years. Today, it focuses entirely on trends and innovations, live experiences and digitalisation.



Holz

The star of Holz 2019 was “Lotti, the BIM cow” – huge and heavy, yet also elegant and made of wood. BIM stands for “Building Information Modelling” and describes a method of networked planning, execution and management of buildings. “Lotti” stood for change, networking and digitalisation in the timber industry. A total of 150 companies were able to work on the production of “Lotti” and thus experience the concepts and options that will be available for working together in future. A digital twin of “Lotti”, comprising 150 parts, was made available in the cloud beforehand. Participating companies were able to download one of the parts and produce it. The finished parts were then put together at the exhibition. Besides demonstrating the use of the very latest digital technologies, “Lotti” also showcased the exemplary cooperation of different trades and professions extending beyond the timber industry.

A second, very special “building project” at Holz 2019 was the construction of a “Tiny House” in just four days. The compact building made of timber for two people marks a potential solution in times of more dense construction and a lack of building land. Visitors were able to see this for themselves on the Saturday of the fair – after the topping out ceremony had been held the previous day with carpenters, celebratory speeches and a traditional carpenters’ hand-clapping routine.



Holz

On an exhibition area of some 45,000 m² at Holz 2019 in Basel, 368 exhibitors presented their products and services in the segments of joinery, interior fittings, timber construction, carpentry, industry and commerce. A total of 35,005 visitors came to find out about the latest trends and innovations. In the special section on the “Future of Wood”, for example, suppliers of innovative technologies, materials and designs highlighted the industry’s innovative strength. Lectures and discussions were held twice a day in the Innovation Forum. The Swiss Carpenter Championships and the Best Young Talent competition for joiners picked out the stars of their trades.

didacta Digital Swiss: Virtual journeys in history lessons



didacta DIGITAL Swiss

Smart classrooms and trips to ancient Egypt through virtual reality. Digitalisation opens up major opportunities in education while, at the same time, posing challenges for teachers. How can they help shape the digital transformation, what skills do they require?

Answers to these questions were provided at the first didacta DIGITAL Swiss, the new meeting point for digitalisation in education, which had its premiere at Messe Basel from 28 to 30 November 2019. Around 2,500 education managers and teaching staff discussed the digital future of teaching and education with experts and exhibiting companies.



didacta DIGITAL Swiss

Fifty national and international exhibitors presented their latest developments and solutions for learning and teaching with digital media. The focus was on topics that included basic digital education, educational deployment scenarios, digital teaching aids and apps, high-performance infrastructure, and robotics and coding. In parallel to the exhibition, a total of 76 events were staged – keynotes by experts, best-practice examples, discussion rounds and workshops.

The first edition of didacta DIGITAL Swiss was supported by didacta (Association of the German Education Industry), asut (Swiss Telecommunications Association), the Zurich University of Teacher Education, the PZ.BS Pedagogical Center, the We Are Play Lab Foundation and screen supplier Prowise.

European AIDS Conference: 3,250 experts in the Congress Center Basel

More than 35,000 people die of AIDS every year in Europe alone and, in some African countries, 25 percent of the population is infected with HIV. Despite major medical progress in the fight against the illness and virus, the problem remains an urgent one. At the conference of the European AIDS Clinical Society EACS, held in the Congress Center Basel from 6 to 9 November 2019, some 3,250 experts from 100 countries looked into the latest findings on AIDS and HIV.



European AIDS Conference

This major congress, which is staged every two years, was held at the Congress Center Basel for the first time. The entire congress infrastructure was in use, as well as the Event Hall. “The opening session with its awards presentation ceremony constituted an initial highlight already, following two years of intensive preparatory work by the organising committee. And the dynamic opening maintained its impact throughout the congress”, reported Manuel Battagay, former president of the EACS. Particular importance was attached to networking, and different platforms were thus provided for face-to-face discussions. The conference was accompanied by an e-poster exhibition.

The four-day event was one of the biggest that the CCB hosted last year. The CCB was thus able to continue its series of major international events that have opted for Basel as a destination. Battagay was also full of praise: “Basel is a top destination for conferences, and the support provided is intensive. I am convinced that this and other similar conferences will have a lasting impact.”



European AIDS 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.

MCH Global: Infinity roadshow with revolutionary concepts

MCH Global supported Infiniti in exploring new initiatives in the future of automotive retail, during launched Q-Store roadshow. Launched in October 2019 in the UAE, the mobile Q-Store is traveling throughout the Middle East directly to the target audience. It attracted a thousand customers, generated 200 leads for Infiniti Middle East, and packed up to mobilize to its next location.



MCH Global – Infiniti – «Q-Store-Roadshow»

On display are revolutionary concepts in both the purchase, and displaying mobility services and features. Through an engaging brand experience, including test drives and direct sales feedback, real-time data was successfully filtered for on-site conversion.

The eye-catching sales lounge was flanked by a large sliding screen from left to right, taking the customer through Infiniti's 30-year legacy and all the way through to future mobility. Beyond the models on display, we developed a fascinating technology to discover the QX80 model through a Mixed Reality Experience. Through the lens of Magic Leap AR glasses, the customers were able to navigate around the vehicle and interact with the digital overlay on the car, providing key information about performance and hidden features.



MCH Global – Infiniti – «Q-Store-Roadshow»

The AR experience then continued with a tour of the luxurious interiors. The windscreen also transformed into a simulation displaying several traffic situations and highlighting Infiniti's safety technology. Consumers looking to customize their car could use a touch screen with a 3D model. The bespoke details and mock-ups were quickly transmitted to customers, transforming a tech experience into a future sale.

MC²: Social media conference with a Maroon 5 concert



MC² – Siebel Scholars Conference

MC² was commissioned by the Thomas and Stacey Siebel Foundation to produce the three-day 2019 Siebel Scholars Conference in Chicago. The theme of the annual conference: "Social Media: What Could Possibly Go Wrong?" The aim: To come up with solutions for the potential regulation of social media's more negative impact on the future of society. The participants: Scientists, representatives of public authorities, authors and internet experts. The programme: Lectures, panel discussions, round-table talks – plus a gala evening and a Maroon 5 concert.

The Siebel Scholars Foundation and MC2 jointly developed the concept of an interdisciplinary platform where participants would be able to pool their experiences, innovations, trends and concerns in respect of social media. They also drew up the agenda together. MC² thus took on responsibility for producing the entire conference, from the design, through to the planning and implementation. The contract included managing all the items on the programme, from the acquisition of speakers through to the coordination of personnel and equipment, and also the marketing and communication – including participant registration. MC² was also in charge of the logistics and setup for staging the event at a total of six different locations, with the venue having to be switched from Boston to Chicago in the course of the planning phase.



MC2 – Siebel Scholars Conference

On the evening of the second day, the intensive and varied conference programme, which featured numerous information and discussion events with experts such as Dr. Alex Kogan, Jean Twenge, Karl Rove and many others, included a unique Maroon 5 concert in the Field Museum Chicago. Those present were not only entertained by the legendary band – brightly lit pavilions, photo booths, Twitter zones and interactive games served as signposts and kept participants busy and on the move.

Expomobilia: New visual identity for USM Haller Modular Furniture System



Expomobilia – USM – Salone Internazionale del Mobile di Milano

For the second time running, Expomobilia constructed an innovative trade fair stand for the internationally renowned “USM Haller Modular Furniture System” at the Salone del Mobile in Milan. Inspiration for the 2019 trade fair stand was derived from the question: Where precisely is the boundary between working and living today? Instead of a clear boundary, these areas are set to become increasingly mixed in future.

For the Milan furniture fair, the USM company teamed up with the designers from UN-Studio to find an answer to this question and commissioned Expomobilia to implement the design concept that it came up with. Under the heading “Let’s make this place together!”, the USM stand showcased the aspects that connect working and living in a creative manner, with co-working spaces, cafés, hotel lobbies and libraries that can be shared by a whole range of people when carrying out their work. The USM modular furniture systems integrated in the stand were able to highlight their dynamic adaptability in this way. Visitors to the stand were invited to actively participate in configuring the stand and – in a playful approach – were able to change the classic geometric appearance of the modular furniture system by affixing stickers to the elements. This change of perspective provided the USM systems with a new visual identity.



Expomobilia – USM – Salone Internazionale del Mobile di Milano

For the USM stand at the 2019 Milan Furniture Show, which had an overall surface area of 204 square metres and a 5-metre high rear wall, Expomobilia constructed a walk-on, statically tested stand platform equipped with seating and individually dimmable LED lighting effects in just a very short time. The contract included consultancy work, stand construction, transport to the site and on-site assembly.

Exhibitions

In the course of last year, the exhibition companies in the MCH Group organised 23 exhibitions and were involved in a further five. Thirteen of these 28 MCH exhibitions were held in Basel, six in Zurich, three at further locations in Switzerland (Lausanne and Lucerne) and six abroad (London, Miami Beach, Hong Kong and New Delhi).

The 28 exhibitions were attended by almost 6,000 exhibiting companies and attracted around 1,250,000 visitors. The 28 exhibitions occupied a gross exhibition area of 640,000 square metres and, together, lasted 141 exhibition days.

With its "Masterpiece Pavilion" at "Fine Art Asia", Masterpiece London had a presence in Hong Kong for the first time. In Switzerland, didacta DIGITAL Swiss and the environmental technology fair MUT, held in parallel to ILMAC, both had their premiere and were staged in Basel. The theme areas covered by the two specialist fairs of Ineltec and Sicherheit (Security) that were cancelled in February 2019, have already been integrated in Swissbau 2020 and are being further expanded.



Holz

MCH exhibitions 2019 (in chronological order)

India Art Fair

(participation)

Location	NSIC Exhibition Grounds, New Delhi
Date	31.01. – 03.02.2019
Exhibitors	76
Visitors	26,020
GEA ¹	12,651

¹ Gross exhibition area in square metres



Muba

Location	Messe Basel
Date	08.02. – 17.02.2019
Exhibitors	605
Visitors	236,619
GEA ¹	55,000

¹ Gross exhibition area in square metres



SWISS-MOTO

(with SWISS-CUSTOM)

Location	Messe Zürich
Date	21.02. – 24.02.2019
Exhibitors	210
Visitors	70,289
GEA ¹	27,000

¹ Gross exhibition area in square metres



SWISS-CUSTOM

Location	Messe Zürich
Date	21.02. – 24.02.2019
Exhibitors	see SWISS-MOTO
Visitors	see SWISS-MOTO
GEA ¹	see SWISS-MOTO

¹ Gross exhibition area in square metres



Giardina

Location	Messe Zürich
Date	13.03. – 17.03.2019
Exhibitors	267
Visitors	64,000
GEA ¹	30,000

¹ Gross exhibition area in square metres



HABITAT-JARDIN

Location	Beaulieu Lausanne
Date	16.03. – 24.03.2019
Exhibitors	383
Visitors	68,205
GEA ¹	37,113

¹ Gross exhibition area in square metres



Baselworld

Location	Messe Basel
Date	21.03. – 26.03.2019
Exhibitors	520
Visitors	81,200
GEA ¹	58,000

¹ Gross exhibition area in square metres



Criterion

Location	Messe Zürich
Date	29.03. – 31.03.2019
Exhibitors	238
Visitors	10,600
GEA ¹	8,500

¹ Gross exhibition area in square metres



Art Basel in Hong Kong

Location	HKCEC, Hong Kong
Date	29.03. – 31.03.2019
Exhibitors	242
Visitors	88,000
GEA ¹	34,872

¹ Gross exhibition area in square metres



Prodex

Location	Messe Basel
Date	14.05. – 17.05.2019
Exhibitors	247
Visitors	19,083
GEA ¹	35,000

¹ Gross exhibition area in square metres



Swisstech

Location	Messe Basel
Date	14.05. – 17.05.2019
Exhibitors	238
Visitors	14,944
GEA ¹	20,000

¹ Gross exhibition area in square metres

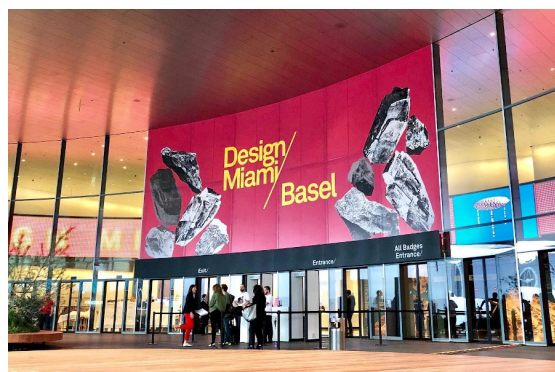


Design Miami Basel

(participation)

Location	Messe Basel
Date	11.06. – 116.06.2019
Exhibitors	76
Visitors	30,000
GEA ¹	13,643

¹ Gross exhibition area in square metres



Art Basel in Basel

Location	Messe Basel
Date	13.06. – 16.06.2019
Exhibitors	290
Visitors	93,000
GEA ¹	52,200

¹ Gross exhibition area in square metres



Masterpiece London

Location	The Royal Hospital Chelsea, London
Date	25.06. – 03.07.2019
Exhibitors	156
Visitors	55,000
GEA ¹	16,430

¹ Gross exhibition area in square metres



Luzerner Weinmesse

Location	Kornschütte, Lucerne
Date	12.09. – 15.09.2019
Aussteller	41
Visitors	1,800
GEA ¹	175

¹ Gross exhibition area in square metres

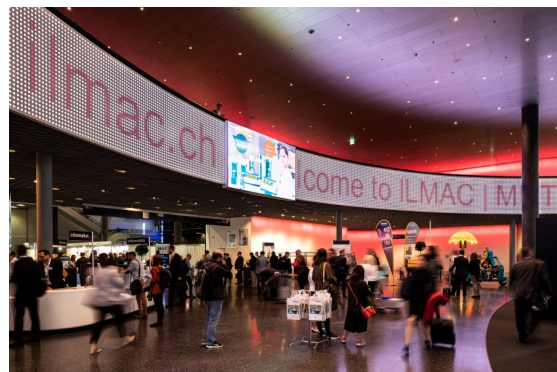


ILMAC

(with MUT)

Location	Messe Basel
Date	24.09. – 27.09.2019
Exhibitors	440
Visitors	12,270
GEA ¹	29,921

¹ Gross exhibition area in square metres



MUT

Location	Messe Basel
Date	24.09. – 27.09.2019
Exhibitors	see ILMAC
Visitors	see ILMAC
GEA ¹	see ILMAC

¹ Gross exhibition area in square metres



Masterpiece Hong Kong

Location	HKCEC, Hong Kong
Date	04.10. – 07.10.2019
Exhibitors	15
Visitors	15,000
GEA ¹	213

¹ Gross exhibition area in square metres



Holz

Location	Messe Basel
Date	15.10. – 19.10.2019
Exhibitors	368
Visitors	35,005
GEA ¹	45,000

¹ Gross exhibition area in square metres



Basler Weinmesse

Location	Messe Basel
Date	26.10. – 03.11.2019
Exhibitors	129
Visitors	30,000
GEA ¹	7,100

¹ Gross exhibition area in square metres



Basler Feinmesse

Location	Messe Basel
Date	31.10. – 03.11.2018
Exhibitors	123
Visitors	17,000
GEA ¹	5,400

¹ Gross exhibition area in square metres



CREATIVA Schweiz

Location	Messe Zürich
Date	07.11. – 10.11.2019
Exhibitors	94
Visitors	12,500
GEA ¹	2,588

¹ Gross exhibition area in square metres



Igeho

Location	Messe Basel
Date	16.11. – 20.11.2019
Exhibitors	600
Visitors	64,927
GEA ¹	71,000

¹ Gross exhibition area in square metres



Berufsmesse Zürich

Location	Messe Zürich
Date	19.11. – 23.11.2019
Exhibitors	120
Visitors	55,847
GEA ¹	10,000

¹ Gross exhibition area in square metres



Salon des Métiers et de la Formation Lausanne

Location	Beaulieu Lausanne
Date	19.11. – 24.11.2019
Exhibitors	107
Visitors	42,445
GEA ¹	10,500

¹ Gross exhibition area in square metres



didacta DIGITAL Swiss

Location	Messe Basel
Date	28.11. – 30.11.2019
Exhibitors	50
Visitors	2,500
GEA ¹	3,300

¹ Gross exhibition area in square metres



Design Miami

(participation)

Location	MBCC, Miami Beach
Date	04.12. – 08.12.2019
Exhibitors	73
Visitors	42,000
GEA ¹	6,606

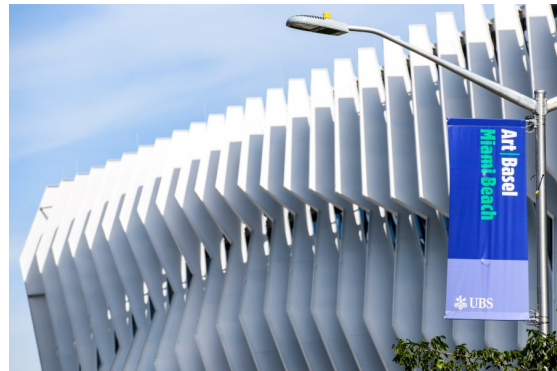
¹ Gross exhibition area in square metres



Art Basel in Miami Beach

Location	MBCC, Miami Beach
Date	05.12. – 08.12.2019
Exhibitors	268
Visitors	81,000
GEA ¹	45,225

¹ Gross exhibition area in square metres



Venues

A total of 43 exhibitions, 28 congresses and 740 other events were staged at the Basel, Lausanne and Zurich locations in 2019. Together, they attracted over two million visitors.

The 43 exhibitions comprise 19 MCH Group exhibitions and 24 third-party exhibitions. In all, they attracted 8,812 exhibiting companies and around 1.2 million visitors. They occupied a gross exhibition area of some 770,000 square metres – equivalent to around 130 football pitches.

With 28 congresses and 137 additional events, the Congress Center Basel recorded a very high capacity utilisation in the 2019 financial year. A number of highlights: in February, 130 professional conference organisers met in Basel for the 50th Annual Meeting of the International Association of Professional Congress Organisers IAPCO. In May, around 1000 participants from 90 countries attended the World Congress on Military Medicine. A similar number of participants came to the Global Summit of Women, an economic forum, in July. And, in September, Intelligent Health 2019 even attracted 2,000 participants from 68 countries, including one hundred speakers.

A total of 254,000 visitors attended the 297 events staged in the two Musical Theaters in Basel and Zurich. Exhibition Hall 3 is being rented by the MCH Group for exhibitions until the end of 2025. The City of Basel has taken over the existing rental and operating contract with Rent-a-Theater AG, Zurich, for the Musical Theater.



Messe Basel – Hall 2 – “Rundhof”

Details of the venues

Messe Basel / Congress Center Basel / Musical Theater



Messe Basel – Baselworld

2019	Number	Exhibitors	Visitors	GEA ¹⁾	Duration ²⁾
Messe Basel	29	5 052	787 381	531 224	127
Exhibitions	22	5 052	743 160	515 944	89
MCH exhibitions	13	3 686	636 548	395 564	67
Third-party exhibitions	9	1 366	106 612	120 380	22
Hall rentals & events	7		44 221	15 280	38
Congress Center Basel	165	1 253	117 910	55 922	301
Conferences	28	1 061	25 322	48 486	91
with an exhibition	24	1 061	22 342	48 486	79
without an exhibition	4		2 980		12
Other events	137	192	92 588	7 436	210
Corporate events	111	192	52 889	7 436	142
Public events	12		37 920		49
Small-scale events	14		1 779		19
Musical Theater / Events	166		116 000		

1) Gross exhibition area in m²

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

Third-party exhibitions

Absolventenmesse

Auto Basel

Basler Mineralientage

Basler Sammlerbörse

Blickfang

Chemspec

Extasia

FANTASY Basel

Marinatal

Messe Zürich / Theater 11 Zürich



Messe Zürich – Giardina

2019	Number	Exhibitors	Visitors	GEA ¹⁾	Duration ²⁾
Messe Zürich	320	3 760	475 963	306 323	385
Exhibitions	21	3 760	444 363	253 053	64
MCH exhibitions & joint ventures	6	929	213 236	78 088	21
Third-party exhibitions	15	2 831	231 127	174 965	43
Hall rentals & events	11		28 700	53 270	33
Events in conference rooms	288		2 900		288
Theater 11 / Events	131		138 000		

1) Gross exhibition area in m²

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

Third-party exhibitions

[Architect@work](#)

[Auto Zürich Car Show](#)

[Automation & Electronics Zürich](#)

[Bauen & Modernisieren](#)

[Beauty Forum Swiss](#)

[ExpoHorse](#)

[Fespo](#)

[Fest- und Hochzeitsmesse Zürich](#)

[Lebenskraft](#)

[Maintenance Schweiz](#)

[Personal Swiss](#)

[Pumps & Valves Schweiz](#)

[Packaging Innovations](#)

[WIR Messe Zürich](#)

[Zurich Game Show](#)

Live Marketing Solutions

In the 2019 financial year, MCH Live Marketing Solutions AG and the MC² Group took charge of a total of 3,770 projects. Of these, 420 projects (11%) were implemented in Switzerland and 3,464 projects (89%) abroad, including 3,294 in the USA.

The range of events supervised by the Live Marketing Solutions division included corporate events, such as trade fair participations, roadshows and annual general meetings, 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 concept and also implementation.



MC² Europe – DB – transport logistic

Details of the live marketing solutions

MCH Live Marketing Solutions AG – MCH Global & Reflection Marketing

Projects supervised 2019

Total	125
in Switzerland	101
abroad ¹⁾	24

1) Austria, China, Great Britain, Hong Kong, UAE, USA,



MCH Global – VW Dub Drive – Dubai

Reference Projects 2019

INFINITI Roadshow	UAE Roadshow
BMW Experience Art Dubai	Art Dubai
S-GE-AWF	S-GE Event
McDonald's	Malaga & West Schweiz corp events
CFB	Baselworld 2019
NIKE Mercurial Superfly	Nike Store Dubai Mall Activation
Bayer Innovation Days	Innovation Days, Basel
The Dolder Grand Epicure Festival	Epicure Festival
VW Dub Drive	Dub Drive, Dubai GCC
ZFF	Zurich Film Festival

MCH Live Marketing Solutions AG – Expomobilia

Projects supervised 2019

Total	295
in Switzerland	205
abroad ¹⁾	90

1) Australia, Austria, China, France, Germany, Great Britain, Italy, Spain, Sweden, UAE, USA



Expomobilia – Nissan – Shanghai

Reference Projects 2019 (selection)

IWC	SIHH Gala
Citizen	Baselworld
Kennedy Luxury Group	Kennedy Sponsoring Pavilion
RNPO (Infiniti, Nissan, Renault, Mitsubishi)	Shanghai Motor Show
MGM	Art Basel in Miami Beach
Musée d'ethnographie de la Ville de Genève MEG	Il était une fois 2019
USM	SIBOS
BMW Kinetic Sculpture	BMW Experience Centre
Maurice Lacroix/Geneva	SIHH, Roadshow
Bregenzer Festspiele	Rigoletto

MC² Group

Projects supervised 2019

Total	3 350
USA	3 294
outside the USA ¹⁾	56

1) Australia, Canada, China, Germany, Indonesia, Ireland, Malaysia, Mexico, Netherlands, Norway, Peru, Singapore, Spain, UAE, UK, Vietnam



MC² – Canon – CES

Reference Projects 2019 (selection)

McKinney New York (Samsung), Las Vegas	CES
RAI Trade Marketing Services Company, Atlanta	NACS
Siebel Scholars Foundation, Chicago	2019 Siebel Scholars Foundation
Canon USA, Inc., Las Vegas	NAB
Canon USA, Inc., Nevada	CES
CCA Global Partners, National Harbor	CCA Winter
Energetics Inc., Denver	Energy Exchange
Toyota Motor NA, Las Vegas	SEMA
CCA Global Partners, Aurora	CCA Global Summer
Deutsche Bahn, Munich	transport logistic

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.



Berufsmesse Zürich

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 / Investments in subsidiaries](#)

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

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.

8. Auditor

[Annual Report / Auditor](#)

9. Information policy

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

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 31.12.2019		2 360
Share price on 01.01.2019 / CHF		19.95
Share price on 31.12.2019 / CHF		26.10
Market capitalisation / CHF million		156.80
<hr/>		
Key shareholders (more than 3%)	No. of shares	%
Canton Basel-Stadt	2 013 650	33.50
LLB Swiss Investment AG ¹⁾	589 301	9.80
Canton Basel-Landschaft	471 250	7.80
Canton Zurich	240 000	4.00
IndexAtlas AG	231 259	3.85
City of Zurich	225 000	3.70
<hr/>		
Free float (without the Cantons of BS and BL)		58.70

1) Entered in the share register with 5% (300,328 shares). LLB Swiss Investment AG, acting on behalf of AMG Substanzwerte Schweiz, together with E. and U. Lee forms the AMG Group, which was formed on 26.11.2019. The AMG Group, acting for AMG Invest GmbH and represented by AMG Fondsverwaltung AG, holds 10.55% (633,842 shares).

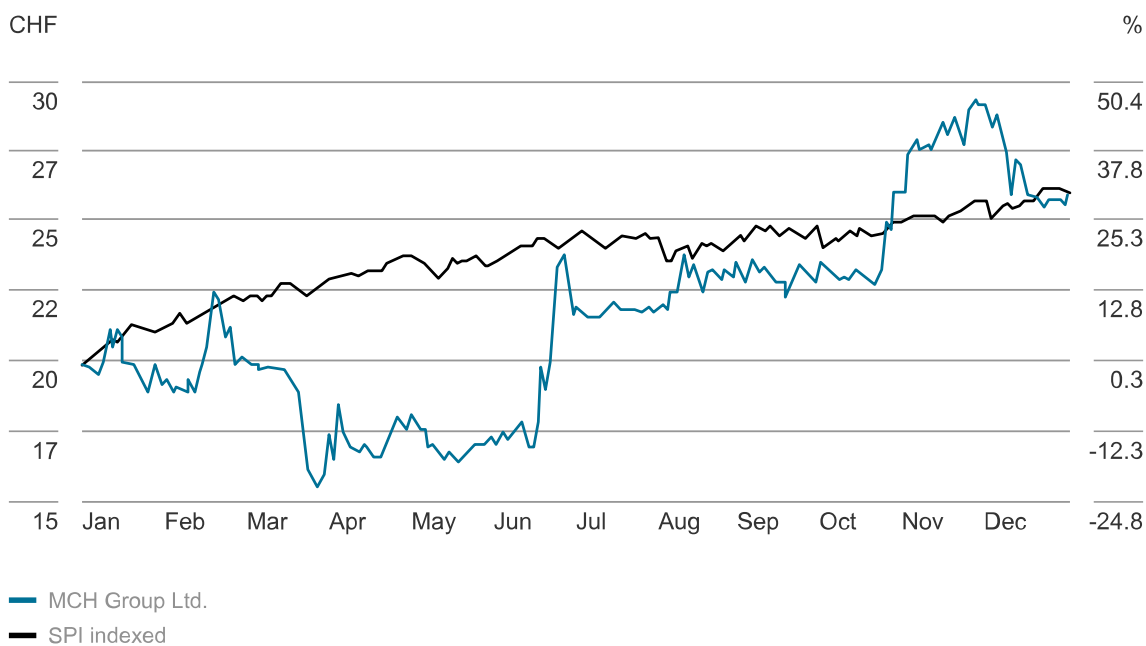
The disclosure of shareholders exceeding or falling below the thresholds of 3%, 5% and 10% etc. of the voting rights is made through publication on the SIX Swiss Exchange website.

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

Share price

The MCH Group Ltd.'s share price rose from CHF 19.95 to CHF 26.10 in the course of 2019. After falling to its lowest value prior to publication of the definitive result for 2018, the share price stabilised in the second quarter. It moved up clearly in both June and October, before losing some of this increase again following the request for an Extraordinary General Meeting.

Share price January 1, 2019 – December 31, 2019



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 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 Board of Directors' 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](#) forming part of the Annual 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.

The General Meeting passes resolutions and conducts elections with 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 2 May 2019, the General Meeting appointed NEOVIUS AG, Barristers and Notaries, Hirschgässlein 30, 4051 Basel as the independent voting representative for the 2019 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.

Companies and holdings

On 31.12.2018, Winkler Livecom AG was sold to the management of the multimedia company and a private investor. In May 2019, MCH Group sold its 25.1% stake in art.fair International GmbH in Cologne (Art Düsseldorf). In September 2019, it sold its 65% stake in Seventh Plane Networks Private Limited in New Delhi (India Art Fair). In 2020, subsidiary Exhibit & More AG is to be integrated in MCH Swiss Exhibition (Basel) Ltd.

The majority shareholder of metron Vilshofen GmbH in Vilshofen, in which MCH Group had held a 20% stake since 2015, made use of his right of revocation in 2019. The MCH Group's share will be transferred in the 2020 financial year.

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

Companies and stakes 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)

MCH US Corp. (100% since 2017, with 98% MC² Group)

Subsidiaries 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)

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 / Investments in subsidiaries](#)

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, for determining the corporate strategy and configuring the organisation, the accounting system and financial control, the internal control system, the risk management and financial planning, and also for preparing and conducting the General Meeting.

Details of the membership of the Board of Directors and the specialist committees, and 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 the group's operational management.

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. The members of the Board of Directors are generally non-executive members, as per the SIX Swiss Exchange Directive. From 3 August 2018 to 4 September 2018, the Chairman of the Board of Directors, Dr. Ulrich Vischer was responsible for the operational management of the company as the delegate of the Board of Directors. From 4 September 2018 to 31 July 2019, Hans-Kristian Hoejsgaard was interim CEO of the MCH Group.

With the exception of these two transitional arrangements for limited periods, the members of the Board of Directors have never belonged to the operational management of the MCH Group and have no significant business relationships with it. The relations between the representatives of the public sector entities and the company are based on the 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 has the power to constitute the Board. The General Meeting elects a 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. 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 Group 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.

As part of the ongoing strategy process which was launched in summer 2018, the Board of Directors also set up a Strategy Committee in spring 2019 to take a detailed look at all the strategic issues and prepare for the Board's deliberations.

Board of Directors' Meetings

In the 2019 business year, the Board of Directors had seven half-day meetings in February, March, April, May, June, August and November, and two additional two-hour meetings in January and December. The GNCC held seven meetings in the reporting year, in January, February, March (2), June, August and November. The AC held five meetings in the reporting year in January, March, April, August and November. The Strategy Committee held six meetings in the reporting year, in May, June, August (2), October and November. The Board and committees met in their standard composition in each case.

When working out the future strategic orientation, the Board of Directors commissioned consulting firm McKinsey Switzerland to accompany the process and validate the results. In providing information to answer the questions submitted by the AMG Group on 26 November 2019 in conjunction with their request for a special audit of the strategy, the Board of Directors was supported by law firm Homburger AG in examining and objectively assessing the matters raised.

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 of the specialist committees. Data on the current and expected course of business is recorded continuously 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 intensive contact with the Group CEO and Group CFO.

Risk Management and Internal Control System

The MCH Group's risk management 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 targeted measures for managing them and integrated in the corporate strategy. This process is repeated at least once a year, with new risks being taken up and dealt with promptly. 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:

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.

Financial risks

The general economic climate and the development of the individual industries, in particular, 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 for these risks at the strategic, financial and operative level.

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 focusing on the market conditions that are subject to ever-faster change. The group is also making an active contribution to the continuous improvement of the external framework conditions. In the field of security, the MCH Group is constantly 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. The MCH Group is continually adapting its organisation to this end, so that possible regulatory risks can be identified at an early stage and the required action triggered 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 corporate governance for 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:

Reports, ad hoc publications, media releases

Statutes, regulations, agenda



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 100% or majority holding (March 2020).

MCH Group Ltd.

Board of Directors

Dr. Ulrich Vischer, Chairman

Christoph Brutschin, Vice Chairman

Markus Breitenmoser

Dr. Eva Herzog

Hans-Kristian Hoejsgaard

Dr. Balz Hösly

Dr. Dagmar Maria Kamber Borens

Dr. Karin Lenzlinger Diederhofen

Dr. André Odermatt

Thomas Weber

Andreas Widmer

Details of the members of the Board of Directors:

[Annual Report / Board of Directors](#)

Executive Board

Bernd Stadlwieser, Group Chief Executive Officer (CEO)

Andreas Eggiman, Chief Digital & Innovation Officer (CDIO)

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

Marc Spiegler, Global Director Art Basel

Beat Zwahlen, Chief Financial Officer (CFO)

Details of the members of the Executive Board:

[Annual Report / Executive Board](#)

MCH Swiss Exhibition (Basel) Ltd.

Board of Directors

Bernd Stadlwieser, Chairman

Beat Zwahlen, Vice Chairman

Peter Holenstein

Management

Bernd Stadlwieser, Group Chief Executive Officer (CEO)

Beat Zwahlen, Chief Financial Officer (CFO)

MCH Swiss Exhibition (Zurich) Ltd.

Board of Directors

Bernd Stadlwieser, Chairman

Beat Zwahlen, Vice Chairman

Peter Holenstein

Management

Bernd Stadlwieser, Group Chief Executive Officer (CEO)

Beat Zwahlen, Chief Financial Officer (CFO)

MCH Beaulieu Lausanne SA

Board of Directors

Peter Holenstein, Chairman

Beat Zwahlen

Management

Peter Holenstein, CEO Venues & CEO Swiss Events a.i.

Beat Zwahlen, Chief Financial Officer (CFO)

MCH Live Marketing Solutions AG

Board of Directors

Bernd Stadlwieser, Chairman

Florian Faber, Delegate

Beat Zwahlen

Management

Frank Marreau, Managing Director Expomobilia

Kathrin Morlock, Managing Director MCH Global

Pascal Kreder, Head of Strategy & Innovation

Richard Haemmerli, Head Global Support Functions

MC² - Group

Board of Directors

Florian Faber, Chairman

Richard Haemmerli

Beat Zwahlen

Management

Richard McAdam, CEO

William Medve, Executive Vice President, CFO, Secretary

Richard Rubio, President Northeast Division, Ass. Secretary

Dennis Church, President Atlanta Division

Martin Knott, President Las Vegas Division

Vince Marler, President Chicago Division

Joan Pisoni, President St. Louis Division

Management Structure

(March 2020)

Art & Art Related Industries

Marc Spiegler

(Member of the Executive Board / Global Director Art Basel)

Art Basel Global

Marc Spiegler

Masterpiece Global
Lucie Kitchener
Design Miami
Jennifer Roberts

Watch / Jewellery / Gems

Michel Loris-Melikoff

Baselworld
Michel Loris-Melikoff

Swiss Events

Peter Holenstein a.i.

B2B
vacant

B2C
Karin Sonderegger

Operations
Walo Dalhäuser

Business Development
Patrick Sägesser

Venues

Peter Holenstein

Customer Relations
Jonas Scharf

Customer Services
Philippe Hutmacher

Building & Operation
Stephan Müller

Ticketing & Cash
Marc Grünenwald

Live Marketing Solutions

Florian Faber
(Member of the Executive Board; CEO Live Marketing Solutions)

Full Service Agency
Kathrin Morlock (MCH Global Schweiz)
Ties Hendriks (MCH Global Dubai)

Exhibition & Event Structures
Richard McAdam (MC² USA)
Jens Falkenburg (MC² Europe)
Frank Marreau (Expomobilia)

Strategy & Innovation
Pascal Kreder

Global Support Functions LMS
Richard Hämmerli

Digital & Innovation

Andreas Eggimann
(Member of the Executive Board, CDIO)

Data / CRM
Philipp Klett

Digital Touchpoints
Nicolas Kaufmann

Marketing Communication Services
Meike Sensenbrenner

ICT
Mike Meier

New Ecosystems & Innovation
Birgit Rieder (from 01.04.2020)
Tassilo von Schönberg

Corporate Development
Roman Imgrüth

Corporate Finance

Beat Zwahlen
(Member of the Executive Board, CFO)

Corporate Finance
Dirk Leuenberger

Corporate Risk Management & Compliance
Olivier Balmat

Corporate Procurement
Marie-Laure Jadama

Corporate Services

(reporting to the Group CEO)

Corporate HR
Andreas Gnepf

Group Legal Department
Philipp Schlienger Cox

Corporate Communications
Christian Jecker

Executive Office
Kathrin Ebner

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. Since his withdrawal from the cantonal government he has practiced as a partner in a law firm operating in Basel, Zurich and Geneva. He is a member of the Board of Directors of Warteck Invest AG and Chairman of the Sophie and Carl Binding Foundation. From 2005 to 2019, he was Chairman of the Basel University Board.

Place of residence: Basel

BD member since 2006 *

Date of birth: 09.12.1951

Term of office until 2020

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 also 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 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



Markus Breitenmoser

Markus Breitenmoser has been active internationally for more than 30 years as a board member, manager and consultant in various industries, including the financial industry, working especially in the field of corporate restructuring and repositioning. He holds an MBA from the University of St. Gallen. Among other things, he is the founder and a partner and Board member of consultancy firm Breitenmoser & Partner GmbH in Rapperswil-Jona and innovation research company Alpora AG in Zug and also chairman of the Board of Central American forestry company, Novelteak AG.

Place of residence: Jona

BD member since 2019

Date of birth: 12.01.1963

Term of office until 2020

Nationality: CH

Elected by the General Meeting



Dr. Eva Herzog

Dr. Eva Herzog was a member of the cantonal government and Head of the Finance Department of the Canton of Basel-Stadt from 2005 to 31 January 2020. 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. In 2019, she was elected to the Council of States of the Swiss Federal Assembly as a representative of the Canton of Basel-Stadt.

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



Hans-Kristian Hoejsgaard

Hans-Kristian Hoejsgaard 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 managed his own consultancy firm and is CEO and a mentor at Mentore Consulting in London. In 2018-2019 he was interim CEO of MCH Group Ltd. He is Vice-Chairman of the Board of Directors and Chairman of the Nomination & Compensation Committee of Calida AG in Sursee, as well as a member of the Board of Directors and the Audit Committee of Barclays Bank (Suisse) SA in Geneva.

Place of residence: Wollerau

BD member since 2019

Date of birth: 20.06.1958

Term of office until 2020

Nationality: DK

Elected by the General Meeting



Dr. Balz Hösly

Dr. iur. Balz Hösly is a lawyer and partner at MME Legal | Tax | Compliance in Zurich and Zug. He is an experienced Board of Directors' practitioner in matters of governance and also development and change management for private and public companies. Balz Hösly has previously worked in senior positions in different companies, including Winterthur Versicherungen and CS, and also as CEO of the Swiss export promotion organisation Osec (now Switzerland – Global Enterprise). He is a lecturer at the Institute of Financial Services in Zug, the ZfU Business School in Thalwil and the University of St. Gallen. He is chairman of the Board of Directors of the 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 2023

Nationality: CH

Delegate of the Canton of Zurich



Dr. Dagmar Maria Kamber Borens

Dr. Dagmar Maria Kamber Borens is a doctor of law and a financial specialist. She worked for almost 18 years in different managerial posts for UBS AG in Zurich, London and Singapore and, from 2012 to 2016, was Group CFO for the Asia-Pacific region in Singapore. Following this, she was Chief Operating Officer (COO) of Swiss Universal Bank and Credit Suisse (Switzerland) Ltd. until October 2018, where she was responsible inter alia for the segments of strategy, digitisation, IT, operations and bank products as well as marketing and sponsoring. Since 1 September 2019, she has been the designated CEO of Quintet Private Bank (Switzerland) Ltd. in Zurich.

Place of residence: Basel

BD member since 2019

Date of birth: 28.09.1972

Term of office until 2021

Nationality: CH

Delegate of the Canton of Basel-Stadt



Dr. Karin Lenzlinger Diedenhofen

Dr. Karin Lenzlinger Diedenhofen holds a doctorate in economics (Universities of Boston and St. Gallen). After pursuing different teaching and research activities at the start of the 1990s, she became a member of the Board of Directors and Business Unit Head at Lenzlinger Söhne AG, Uster/Nänikon. From 2000 to 2019 she was a delegate of the company's Board of Directors and also ran the company as CEO until 2015. 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 NGO B-Lab, Geneva, and also Chairwoman of the Board of ZO Medien AG, Wetzikon. She is similarly Vice-Chairwoman of the Board of Directors of SV Group AG, Dübendorf, and a member of the Board of Directors of Bank Linth LLB AG, Uznach.

Place of residence: Wermatswil

BD member since 2004

Date of birth: 01.09.1959

Term of office until 2020

Nationality: CH

Elected by the General Meeting



Dr. André Odermatt

Dr. André Odermatt has been Head of the 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 gained 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 board member of "Regional Planning for Zurich and the Surrounding Area" (RZU), a member of the Board of Directors of the AG Hallenstadion and of AKEB Aktiengesellschaft für Kernenergie-Beteiligungen Luzern (until 18.06.2019) and a member of the Foundation Council of the Eleonoren Foundation.

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



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 the Basel-Landschaft 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

Date of birth: 23.11.1961

Nationality: CH

BD member since 2013

Delegate of the Canton of Basel-Landschaft

Term of office until 2023



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, 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 at Vintra AG and a member of the Board at Walde & Partner and the Brino Group AG. He is also a founder and partner of Westhive AG.

Place of residence: Herrliberg

BD member since 2016

Date of birth: 10.10.1968

Term of office until 2020

Nationality: CH

Elected by the General Meeting

Changes

The Annual General Meeting of 2 May 2019 elected Markus Breitenmoser and Hans-Kristian Hoejsgaard to the Board of Directors as successors to Marco Gadola and Jean-Philippe Rochat. The government of the Canton of Basel-Stadt took the decision to delegate Dr. Dagmar Maria Kamber Borens to the Board of Directors of MCH Group Ltd. as of 2 May 2019 as the successor to Werner Helfenstein.

Marco Gadola had been a member of the Board since 2016 and chairman of the Audit Committee. Jean-Philippe Rochat had been an observer on the Board of Directors since 2013 and a member of the Board and the Governance, Nomination and Compensation Committee (GNCC) since 2017. Werner Helfenstein had been a member of the Board of Directors since 2006 – as a delegate of the Canton of Basel-Stadt since 2013. MCH Group Ltd. extends its sincere thanks to Marco Gadola and Werner Helfenstein for their strong commitment to the company's highest body.

Audit Committee (AC)

Dr. Dagmar Maria Kamber Borens, Chairwoman

Christoph Brutschin, Member

Dr. Karin Lenzlinger Diedenhofen, Member

Dr. Ulrich Vischer, Observer

Governance, Nomination and Compensation Committee (GNCC)

Dr. Ulrich Vischer, Chairman

Hans-Kristian Hoejsgaard, Member

Dr. Balz Hösly, Member

Thomas Weber, Member

Strategy Committee

Hans-Kristian Hoejsgaard, Chairman

Christoph Brutschin, Member

Dr. Balz Hösly, Member

Dr. Dagmar Maria Kamber Borens, Member

Dr. Ulrich Vischer, Member

Andreas Widmer, Member

Secretary to the Board of Directors

Until 31.03.2019: Christoph Lanz, Head of Group Legal Department

Until 30.11.2019: Patrick Graber, Deputy Head of Group Legal Department

From 01.12.2019: Christian Jecker, Head of Corporate Communications

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 31.12.2019		Number of shares CHF 10 and percentage of voting rights 31.12.2018	
Dr. Ulrich Vischer, Chairman	313	0.0%	313	0.0%
Christoph Brutschin, Vice-Chairman	0	0.0%	0	0.0%
Markus Breitenmoser ^{1) 2)}	1 150	0.0%		
Marco Gadola ³⁾			0	0.0%
Werner Helfenstein ³⁾			312	0.0%
Dr. Eva Herzog	0	0.0%	0	0.0%
Hans-Kristian Hoejsgaard ¹⁾	1 000	0.0%		
Dr. Balz Hösly	0	0.0%	0	0.0%
Dr. Dagmar Maria Kamber Borens ¹⁾	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 ³⁾			0	0.0%
Thomas Weber	0	0.0%	0	0.0%
Andreas Widmer	0	0.0%	0	0.0%
Total	2 513	0.0%	675	0.0%

1) BD member as of 02.05.2019

2) MCBM Beteiligungen AG

3) BD member up to 02.05.2019

Executive Board

Members of the Executive Board (March 2020)



Bernd Stadlwieser

Group Chief Executive Officer (CEO)

Bernd Stadlwieser joined the MCH Group on 01 June 2019 as Group Chief Executive Officer (CEO). He 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 Group as Group CEO in December 2017. After attending the commercial academy in Austria, he completed a multi-year programme for young executives at Swarovski and, studying part-time, obtained a Swiss Federal Diploma as a Marketing Manager and an Executive BBA (Bachelor of Business Administration).

Place of residence: Rüschtikon

Nationality: AT

Date of birth: 08.05.1968

EB member since 01.06.2019



Andreas Eggimann

Chief Digital & Innovation Officer (CDIO)

Andreas Eggimann joined the MCH Group on 1 November 2019 as Chief Digital & Innovation Officer. Prior to this, he was Head Digital Management at the Swiss Post Office as of 2014 where, as a member of the top management, he held responsibility among other things for the development and leadership of digital management throughout the group and the reorientation of the Post Office in respect of market-orientated and internal digital channels. After graduating in business management in Basel, he began his professional career with the Coop Group, and subsequent posts have included Head Digital Business Development in the Young & Rubicam Group Switzerland.

Place of residence: Ramlinsburg

Nationality: CH

Date of birth: 01.03.1974

EB member since 01.11.2019



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 MCH's Expomobilia in 2009 as New Business Manager. In 2011, as a member of the management, he was appointed Head of Sales and, in Summer 2014, became managing director of Expomobilia, which was renamed MCH Live Marketing Solutions AG in November 2018. As managing director of Expomobilia, Florian Faber has played a key role in the successful development and expansion of the Exhibition, Event and Pavilion Construction business unit over the past few years and was also involved in the strategic realignment of the Live Marketing Solutions division.

Place of residence: Winterberg

Nationality: DE

Date of birth: 22.05.1979

EB member since 14.01.2019



Marc Spiegler

Global Director Art Basel

The Board of Directors appointed Marc Spiegler as a member of the Executive Board as of 1 January 2020. Marc Spiegler joined the MCH Group in 2007 as Co-Director of Art Basel. Since 2012, he has been Global Director Art Basel and, in this function, has made a decisive contribution to the show's successful development as the leading platform for contemporary and modern art. After studying at the University of Kent (University Diploma, Social Sciences) and Haverford College (Bachelors Diploma, Political Sciences), he took a course in journalism at the Northwestern University in Evanston (Masters Diploma, Journalism). He then worked for 15 years as a journalist and editor for several well-known media, covering a broad range of topics and focusing in particular on economics, technology and the art market.

Place of residence: Zurich

Nationality: CH / FR

Date of birth: 12.10.1968

EB member since 01.01.2020



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 in 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 (DE) and also Belux AG und Vitra International AG in Birsfelden. He is a member of several Boards of Directors.

Place of residence: Oberrohrdorf

Nationality: CH

Date of birth: 13.02.1960

EB member since 01.05.2018

Changes

Departures

René Kamm, resignation as CEO of the MCH Group on 3 August 2018; official departure date 28.02.2019.

Stephan Peyer, resignation as a member of the Executive Board – most recently with responsibility for Corporate Development & Services – at the end of October 2018; official departure date 31.03.2019.

Jean-Marc Devaud, resignation as a member of the Executive Board and CEO of the Live Marketing Solutions division as per 14.01.2019; official departure date 31.07.2019.

Appointed a member of the Executive Board by the Board of Directors

Florian Faber, CEO of the Live Marketing Solutions division, as per 14.01.2019.

Bernd Stadlwieser, Group CEO, as per 12.06.2019.

Andreas Oliver Eggimann, Group Chief Digital & Innovation Officer (CDIO) as per 1 November 2019.

Marc Spiegler, Global Director Art Basel, as per 01.01.2020.

On 4 September 2018, the Board of Directors appointed Hans-Kristian Hoejsgaard as interim CEO and a member of the Executive Board of the MCH Group. He was responsible for the operational management of the company until the new CEO, Bernd Stadlwieser, joined the company on 12 June 2019.

Since 1 January 2020, the “Venues” Division has been run as an independent unit within the MCH Group. It is headed by Peter Holenstein who continues to report directly to the CEO but is no longer a member of the Executive Board.

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

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

Shares held by members of the Executive Board

	Number of shares CHF 10 and percentage of voting rights 31.12.2019		Number of shares CHF 10 and percentage of voting rights 31.12.2018	
Jean-Marc Devaud ¹⁾			337	0.0%
Andreas Eggimann ²⁾	0	0.0%		
Florian Faber ³⁾	0	0.0%		
Hans-Kristian Hoejsgaard ⁴⁾			0	0.0%
Peter Holenstein	62	0.0%	62	0.0%
René Kamm ⁵⁾			0	0.0%
Stephan Peyer ⁶⁾			0	0.0%
Bernd Stadlwieser ⁷⁾	1 500	0.0%		
Beat Zwahlen	0	0.0%	0	0.0%
Total	1 562	0.0%	399	0.0%
Shares held by related parties				
of Peter Holenstein	256	0.0%	256	0.0%
of Bernd Stadlwieser	1 500	0.0%		

1) EB member up to 31.07.2019

2) EB member as of 01.11.2019

3) EB member as of 14.01.2019

4) CEO a.i. from 04.09.2018 to 31.07.2019

5) EB member up to 28.02.2019

6) EB member up to 31.03.2019

7) EB member as of 12.06.2019

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 2019 reporting year, the MCH Group had a total of 860 employees on permanent contracts and 1,346 employees and assistants on temporary contracts. During the reporting year, employee numbers within the group thus decreased by 151 permanent employees (-15%).

Employees on permanent contracts by company (without minority stakeholdings)	31.12.2019	31.12.2018
MCH Group Ltd.	26	28
MCH Swiss Exhibition (Basel) Ltd. ¹⁾	301	353
MCH Swiss Exhibition (Zurich) Ltd.	25	30
MCH Beaulieu Lausanne SA	7	18
MCH Live Marketing Solutions AG ²⁾	135	143
MC ² Group ³⁾	366	363
Winkler Livecom AG ⁴⁾		76
Total	860	1 011

1) With subsidiaries Exhibit&More AG, Art Basel U.S. Corp., MCH Group Asia Limited, Masterpiece London Ltd; 2018 also with Seventh Plane Networks Pvt. Ltd.

2) With subsidiaries Expomobilia MCH Global Shanghai Ltd., MCH Global ME Live Marketing LLC

3) MC ² USA and MC ² Europe

4) Winkler Livecom AG was sold as of 31.12.2018

Statutory Auditors

The Annual General Meeting of the MCH Group Ltd. on 2 May 2019 elected KPMG AG, Basel, as the statutory auditors for the company group for the 2019 business year. The lead auditor was Claudio Boller.

KPMG AG, Basel has invoiced the following services to the MCH Group in the 2019 business year:

Services (in CHF, excl. VAT)	2019	2 018
Auditing	539 923	539 200
Other consulting	26 789	24 700
Total	566 712	563 900

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. In the reporting year, the statutory auditors attended three 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 2019

MCH Group Ltd.
4005 Basel, Switzerland
T +41 58 200 20 20
info@mch-group.com
www.mch-group.com

The Reports 2018 of MCH Group are available in German and English. The German version is legally binding.
26 march 2020