

DEPARTURE

BUSINESS REPORT 2022





Business Report 2022
Annual Report

Table of Contents

Annual Report		Financial Report	
	Activity		Group Account
01	The year in brief	82	Balance Sheet
02	Letter to shareholders	83	Income Statement
05	Art Basel	84	Cash Flow Statement
09	Own Events	86	Shareholder's Equity
14	Guest Events & Congresses	87	Notes
18	Live Marketing Solutions	128	Report of the statutory auditors
30	Management & Culture		
43	Sustainability		
	Corporate Governance		Account MCH Group Ltd.
50	Notices	133	Balance Sheet
52	Shareholders	135	Income Statement
56	Group	136	Notes
57	Organisation & Management	145	Report of the statutory auditors
63	Management Structure		
67	Board of Directors		
76	Executive Board		
79	Personnel		
81	Statutory Auditors		
			Remuneration Report
		150	Introduction
		151	Governance
		152	Remuneration System
		157	Remuneration Executive Board
		160	Remuneration Board of Directors
		163	Report of the statutory auditors
			Sustainability Report
		165	Introduction
		169	Statement CEO and CSSO
		170	2022 Sustainability Report
		178	Environment
		188	Society
		198	Governance
		207	GRI Content Index

The year in brief

- Significant increase in operating income by plus 62.0 % to CHF 394.1 million and EBITDA by plus 65.8 % to CHF 14.0 million.
- First trimester 2022 still strongly impacted by Covid with double-digit loss of sales and earnings. Normalization of business performance as of the second trimester.
- Very successful staging of Art Basel in Basel and Miami Beach as well as Paris+ par Art Basel for the first time. Art Basel Hong Kong still impacted by Covid restrictions.
- Strong momentum in Experience Marketing towards the end of 2022 and in view of 2023, especially in the USA.
- Successful “exhibition autumn” in Switzerland and normalization of guest exhibition and congress business.
- Reduction of net loss to CHF 9.3 million.
- Successful capital increase with a net cash inflow of CHF 74.0 million.

Key consolidated figures at a glance

(2021 numbers in parentheses)

- Operating income: CHF 394.1 million (CHF 243.3 million)
- EBITDA: CHF 14.0 million (CHF 8.5 million)
- Equity: CHF 113.3 million/25.5 % (CHF 47.8 million/11.8 %)
- Loss for the year: CHF –9.3 million (CHF –17.3 million)
- Cash and cash equivalents: CHF 151.9 million (CHF 113.7 million)
- Net debt: CHF 84.6 million (CHF 132.7 million)

Letter to shareholders

Our financial results are significantly up on the previous year. We were able to increase both sales and EBITDA substantially; however, the Covid-19 pandemic still weighed heavily on the first few months of the year, resulting in another net loss in the single-digit millions for the year.

Dear Shareholders,

MCH Group can look back on what were probably the most challenging and turbulent years in its history. On the one hand, the business results for 2022 still reflect the recent past with all its difficulties, and on the other hand, they signal a successful future. We are confident that MCH Group has weathered the storm and that the strategy of growth and expansion we have adopted will bear fruit in the coming years.



Andrea Zappia



Florian Faber

Covid effect (January – April 2022)

In the spring of 2023, at the time of publication of this annual report, the global pandemic seems almost forgotten, and we were pleased to note the lifting of the last restrictions in Hong Kong. Amid this pleasing news we must not forget that the first trimester of 2022 was still strongly marked by the ongoing effects of the Covid 19 pandemic, which presented us with major challenges: the regular Swissbau in January was disallowed by the Basel health authorities, which also affected Expomobilia sales; Giardina in Zurich had to be cancelled for the third year in a row; Art Basel Hong Kong had to be postponed and held on a reduced scale; in the area of experiential marketing, a number of orders were cancelled. We estimate that we generated around CHF 45 million less in sales due to these effects. It was not until May that we were finally able to resume all activities with virtually no restrictions, and the unbroken demand for live events and live experiences among exhibitors and visitors alike could be met without any restraints – with the exception of Asia.

Changes in the management team

The year 2022 was also marked by changes to our management team. As of July 1, 2022, Florian Faber took over as Group CEO and Chairman of the Executive Board from Beat Zwahlen. The Executive Board now consists of the Group CEO and the Group CFO. In November, we were able to announce the return of Noah Horowitz as CEO Art Basel, following Marc Spiegler's decision to leave the company after a long and successful period at the helm of Art Basel. Richard McAdam, who had led MC² during a long and successful career, retired and was replaced by Don Lee, who joined MCH Group from Publicis Group as CEO of MC².

We also created a new “Corporate Strategy and Sustainability” position to anchor these important topics in the Executive Board. And finally, in our Swiss business, we merged the “Venues” (guest events) and “Swiss Events” (own exhibitions) units into the new “Exhibitions & Events” unit.

The Group Management Team is now fully staffed and consists of 11 members. It represents all business units and services and will act as a globally networked team with a focus on our customers and their needs. The members of the Group Management Team:

Florian Faber	Chief Executive Officer (Group CEO)
Michael Hüsler	Chief Financial Officer (Group CFO)
Susann Zumstein	Chief People Officer (CPO)
Sarah Borrey	Head of Group Strategy & Sustainability
Jonathan Isenring	Head of Group Business Development & Innovation
Don Lee	CEO MC ²
Noah Horowitz	CEO Art Basel
Rob Graven	CEO Expomobilia
Roman Imgrüth	CEO MCH Exhibitions & Events
Jonas Scharf	Deputy CEO MCH Exhibitions & Events
Ties Hendriks	CEO MCH Global

You can find more information about the members of the management team in the section "[Management and Culture](#)".

Success in our core business

Despite the challenges posed by the pandemic, we recorded numerous successes in 2022. Of particular note were our [Art Basel](#) events, including the first edition of Paris+ par Art Basel in the French capital and our 20th anniversary edition in Miami Beach. Art Basel Hong Kong was still constrained by local measures but may be considered a success under the circumstances. Art Basel in Basel was held in June for the first time since the beginning of the pandemic in early 2020. The pent-up demand and the excellent quality of the offer led to lively sales in all segments of the market and throughout the duration of the fair.

In autumn, we also launched our start-up Arcual, the first blockchain ecosystem developed by the art community for the art community – a platform specially developed together with the Luma Foundation and Boston Consulting Group Digital Ventures to support royalty exchanges, efficient payments, and digital proofs of authenticity across the art ecosystem.

Swissbau, our trade fair for the construction industry, was not allowed to take place in January as usual due to a decision by the Department of Public Health and was held in May under the adapted concept “Swissbau Compact”. It will be held again in full in January 2024. The traditionally busy autumn in the Swiss home market was extremely successful, led by the Wood trade fair, which only takes place every three years and this time was also able to host the “World Skills” competition in three disciplines.

The experience marketing business with the Live Marketing Solutions division also developed excellently and is now responsible for over two-thirds of our total sales. MC² in the USA and MCH Global in particular have further consolidated their leading positions in their respective markets.

Further information on our business units and the wide range of activities and successes they have achieved can be found in the relevant sections of the Annual Report.

Capital increase to secure the future

In order to secure growth and to refinance the CHF 100 million bond maturing in spring 2023, we decided to increase our capital. As part of the rights offering, a total of 16,183,796 new registered shares were placed, corresponding to around 87 % of the registered shares offered. By issuing the new registered shares at the offer price of CHF 4.75, MCH Group has generated gross proceeds totaling CHF 76.9 million. It is encouraging that, with the Canton of Basel-Stadt and Lupa Systems, we have two anchor shareholders pursuing a long-term and sustainable strategy and thus ensuring the continued thriving of the MCH Group. We are particularly pleased that the Parliament of the Canton of Basel-Stadt, following an intensive and differentiated political process, has ratified the investment decision of the Government Council in a landmark vote. Lupa Systems supports the “Public Private Partnership” and fully endorses the corporate strategy including the commitment to the locations Basel and Zurich.

Financial impact of the “tidying efforts”

Like any company, we have to constantly balance investments in competitiveness and innovative strength on the one hand, and commercial viability on the other. In the second half of the year in particular, we subjected our portfolio of activities and projects to an in-depth analysis and subsequently divested ourselves of certain projects whose economic viability was not or no longer assured, even in the longer term. Due to the write-downs, these decisions resulted in one-time financial effects which, in addition to the Covid effect, also impacted our earnings for 2022.

Outlook for 2023 and beyond

We are optimistic for the coming year: provided the tense geopolitical situation does not deteriorate drastically, we expect further improved EBIT. Net income in 2023 is still expected to be slightly negative. From 2024, we expect positive net earnings again. We are confident that with our focus on growth, expansion, and customer satisfaction, we will master all the challenges ahead.

Finally, we would like to thank our employees for their continued support and commitment, our shareholders for their trust, and our customers and partners for their cooperation.

Yours sincerely,

Andrea Zappia
Chairman of the Board of Directors

Florian Faber
Group CEO

Business Units

Art Basel

Art Basel Hong Kong

Art Basel Hong Kong once again staged a successful hybrid edition featuring 130 galleries, a significant increase from 104 in 2021 despite ongoing travel restrictions. 75 exhibitors participated via a satellite booth – a novel concept introduced to support international galleries unable to travel into the city. The 2022 edition featured strong sales across all sectors and market segments, both to collectors present in the halls and those connecting with galleries digitally.



Art Basel Hong Kong, Harbour View

The 2023 edition of Art Basel Hong Kong took place March 23 – 25, a few days prior to publication of this report. The city has lifted all remaining travel restrictions, allowing the fair to welcome international exhibitors, collectors and visitors once again.

Art Basel

The 2022 edition of Art Basel in Basel returned to its June schedule for the first time since the pandemic started in 2020, once again affirming its position as the world's pre-eminent fair for Modern and contemporary art. The show welcomed 289 leading international galleries from 40 countries and territories, including 19 first-time participants, and attracted an overall attendance of 70,000 throughout its VIP and public days. Leading private collectors from across Europe, the Americas, the Middle East, and Africa attended this year, as well as curators and representatives from over 300 museums and institutions.



Louise Bourgeois' Spider (1996), Hauser & Wirth

In support of Ukraine, Art Basel collaborated with the City of Basel, leading cultural institutions in the city, Liste Art Fair Basel, and the PinchukArtCentre on a public art project featuring Ukrainian artist Boris Mikhailov's latest photographic series. Art Basel also supported the performance of Russian punk collective Pussy Riot and gave a donation of CHF 110,000 split evenly across three humanitarian aid organizations.

Paris+ par Art Basel

Last year also saw the highly successful debut of Paris+ par Art Basel, the new flagship fair for contemporary and Modern art in the French capital. Following a public competition launched by the Réunion des musées nationaux – Grand Palais in December 2021, Art Basel was awarded the mandate to stage a new fair of global stature in Paris's iconic Grand Palais.

The inaugural edition of Paris+ par Art Basel brought together 156 leading galleries from 30 countries and territories – including 61 exhibitors with spaces in France – in a new premier event that further amplifies Paris's international standing as a cultural capital. A strong line-up of galleries from France was joined by exhibitors from across Europe, Africa, Asia, North and South America, and the Middle East for a global showcase of the highest quality. The fair extended beyond the Grand Palais Éphémère through its publicly accessible, city-wide Sites sector and active, week-long cultural program presented in collaboration with Paris's leading institutions.



Paris+ par Art Basel in the Grand Palais Éphémère

The first edition was marked by buoyant sales and strong attendance from leading private collectors from France and across Europe, the Americas, the Middle East, Asia and Africa, as well as museum directors, curators, and high-level patrons from approximately 140 cultural organizations. The fair attracted an overall attendance of 40,000 throughout its VIP and public days.

Paris+ par Art Basel also welcomed the President of France, Emmanuel Macron, and French Minister of Culture, Rima Abdul Malak. First Lady Brigitte Macron was also in attendance on the fair's first public day. During his visit, President Macron congratulated Art Basel on having reinvented a true international contemporary art fair in Paris.

From 2024, Paris+ par Art Basel is to be held in the Grand Palais, which will have been renovated by then and can host an even larger event than the Grand Palais Éphémère.

Art Basel Miami Beach

At the end of the year, Art Basel celebrated its landmark 20th-anniversary edition in Miami Beach, signalling two decades of growth and impact by Art Basel as a cultural cornerstone in South Florida, across the Americas, and beyond. The 2022 edition – Art Basel's largest to date in Miami Beach – brought together 282 premier galleries from 38 countries and territories, including 25 galleries participating in the fair for the first time, as well as multiple international exhibitors returning to the show after a brief hiatus.



John Baldessari 's Penguin (2018), Gagosian

Reinforcing Art Basel 's position as the premier global fair in the Americas, the event saw an overall attendance of 76,000 throughout its VIP and public days, attracting major collectors from 88 countries and high-level patrons from over 150 cultural organizations.

The Art Basel and UBS Art Market Report

The art market underwent a strong recovery with the return to live events and ongoing growth of online sales, according to the sixth edition of The Art Basel and UBS Global Art Market Report published in March 2022. Following its biggest fall in sales in 10 years in 2020, the global art market recovered strongly in 2021, with aggregate sales of art and antiques by dealers and auction houses reaching an estimated \$65.1 billion, up 29 % from 2020, with values also surpassing pre-pandemic levels in 2019. The US market retained its leading position, shifting up slightly to 43 % of worldwide sales by value. The Chinese art market was the second largest art market with 20 %, while the UK slipped back to third place at 17 %.

As the fair calendar resumed in 2021, even with a reduced number of fairs and limited capacity at some, art fair sales advanced to 29 % (including OVRs), up 7 % in share year-on-year. Looking ahead, the majority of dealers surveyed (65 %) predicted their art fair sales would increase over the next 12 months. The next edition of the report will be published in April 2023.

Own Events

Swissbau Compact – a virtue out of necessity

Due to a pandemic-related postponement, Swissbau 2022 took place from May 3 to 6 as a one-off special edition called “Swissbau Compact”. The partners and exhibitors appreciated the very good contacts and the high decision-making competence of the 12,225 trade visitors. Launched with much heart and soul after the cancellation by the authorities due to the pandemic, Swissbau Compact presented itself as a networking event with more than 150 program points on the relevant topics of the construction and real estate industry.



Swissbau Compact

Swissbau Innovation Lab on Tour brought together digital leaders under the motto “Building the future together” at the uptownBasel competence center in Arlesheim on November 17. In addition to keynotes and expert panels, partners presented their best practice solutions and innovation pitches as well as their digital use cases.

Powerstage – brilliant comeback after a 4-year break

From May 17 to 19, around 150 suppliers and over 2,000 experts met at Messe Zürich for the Powerstage, the most important industry platform for the Swiss electricity sector. The transformation of the energy landscape to ensure a reliable and sustainable energy supply poses major challenges for producers as well as consumers from the Swiss electricity and energy industry. The focus was on security of supply, renewable power supply as well as digitalization, cyber security and energy efficiency.

Igeho Congress – The new intermediate format of Igeho

Igeho, Switzerland's largest hospitality platform, launched its new "Igeho Congress" brand on September 28. At the premiere, with the theme "Community Catering", around 200 professionals and decision-makers were able to exchange views on the current challenges facing community catering.

Lucerne Wine Festival – more visitors than ever before

From September 15 to 18, the 3rd edition of the Lucerne Wine Festival took place in the Kornschütte of the Lucerne City Hall. The 26 exhibitors from Switzerland and abroad offered wine lovers a wine assortment of around 800 different products from twelve countries for tasting.

Digital Festival – The most interdisciplinary community met in Zurich

From September 16 to 20, the 7th edition of the Digital Festival united an interdisciplinary community of over 3000 digital creators from more than 15 nations and all hierarchies, functions and industries in Zurich to challenge and rethink existing structures with their ideas. At the Digital Festival, the international tech world discussed the big topics of the digital future in 15 keynotes and over 50 labs – always with reference to challenges and opportunities for the Swiss economy and society.

HACK Zurich – Europe's largest hackathon

Parallel to the Digital Festival, Europe's largest and most prestigious hackathon, Hack Zurich, took place once again. Participants were selected from a global pool of over 5,500 applications representing several elite universities from more than 85 countries. Together, tech talents developed highly innovative web, mobile and hardware applications in teams of 2 to 5 people during a 40-hour hackathon.

ILMAC Lausanne

ILMAC LAUSANNE brought together more than 2,000 professionals from the chemical and life science industries at Expo Beaulieu Lausanne on September 28 and 29. They were able to get an impressive live picture of applications, systems and services in the laboratory sector as well as of industry and research from 160 exhibitors and over 30 specialist presentations and workshops.



ILMAC Lausanne

HOLZ -the most important platform for the woodworking industry

The oldest Swiss trade fair once again underlined its position as the most important meeting place for the Swiss woodworking industry. From October 11 to 15, a total of 32,243 visitors flocked to Messe Basel to find out about the latest trends and innovations in the fields of carpentry, interior design, timber construction, carpentry, industry and trade at the largest industry platform. On an area of 45,000 sqm, 300 domestic and foreign suppliers presented their companies, showcasing machines, tools, raw materials, semi-finished products, materials, software solutions and also accessories. Additional highlights of the 2022 edition were the staging of the WorldSkills vocational championships for cabinetmakers, joiners and carpenters.



Holz 2022

IFAS – Most important trade fair for the healthcare market

After a four-year break due to the pandemic, the most important trade fair and industry platform for the healthcare market celebrated a successful return. At the 36th edition, from October 25 to 27, more than 10,000 professionals informed themselves about the novelties and innovations of the approximately 260 exhibitors. The IFAS Forum with lectures, presentations and panel discussions was very well received, as were CareFair – the Swiss job fair for healthcare professions and the start-up competition “IFASinnovation Challenge”.

Basel Wine and Fine Food Festival – popular meeting place after a 3-year break

The two events were able to take place again from October 29 to November 6 after a total of 3 years of pandemic-related break. At the Wine Festival, a total of 88 exhibitors offered around 3,000 wines from 18 different countries for tasting. At the Fine Wine Festival there were 42 exhibitors. In addition, the special EXPOLAT show was held, in which 52 exhibitors presented Latin American culture. During the nine days of the festival, a total of 21,000 wine and fine food enthusiasts were guests.

Berufsmesse Zürich and Salon des Métiers et de la Formation – Record number of visitors

The 17th Berufsmesse Zürich offered a unique cross-section of the Swiss educational landscape from November 22 to 26, 2022; 500 apprenticeships and basic and advanced training courses were presented on site. Around 56,000 young people, parents and teachers represent a new record number of visitors for the Berufsmesse Zürich. In the job application campus, young people could have their own application documents checked, take a professional photo or practice a job interview with experts.



Berufsmesse Zurich

The Lausanne edition, the Salon des Métiers et de la Formation was held from November 15 to 20 and attracted over 47,000 visitors, also a record. The figures clearly show how important the career fairs are for the career planning of young people in Switzerland.

Guest events

Congress Center and Messe Basel

In the year under review, 7 trade fairs, 22 congresses, 119 events and 11 guest events took place at the Congress Center and Messe Basel.

At national level, the return of regulars in particular gave cause for celebration. Thus, the Annual Biocontrol Meeting (ABIM), the Swiss Innovation Forum, the Swiss Biotech Day and the annual congress of the Swiss Federation of Clinical Neuro-Societies (SFCNS) could all be welcomed for the second time. Congresses with international appeal include the European Conference on Optical Communications (ECOC), which attracted around 5,000 specialists and researchers, and the European Conference on Pathology (ECP) with over 4,000 participants.



Cosplayers at Fantasy Basel

In addition to the specialist congresses, various events were also held for the general public: Fantasy Basel welcomed a new record number of visitors (62,000), the Baloise Session music festival was sold out to the last seat, and the Young Stage circus spectacle, the interactive Van Gogh Alive happening and the International Mineral Days were also highly successful. In addition, Hall 4 hosted the vaccination center of the Canton of Basel-Stadt throughout the year. Since its opening in December 2020, more than 398,000 vaccinations have been administered.

Special mention should also be made of the Zionist Congress on the 125th anniversary of the founding of the movement of this same name, which was held under high security measures and without any incidents. The event, which lasted several days, was attended by some 1,200 guests from around the world, including Israeli President Izchak Herzog.



Visualisation of the new Rosental Tower by Herzog & de Meuron

2022 also saw the further development of the “Rosental Tower” project. Instead of the above-ground parking garage at the Messeplatz, the new high-rise is to be constructed in the next few years with community-related uses, apartments, a hotel, and offices; the parking spaces will be moved to the underground garage. In December, the renowned architectural firm Herzog & de Meuron was chosen by the jury of experts as the winner of the anonymous project competition. The Rosentalurm project will be developed, financed, and realized in a cooperation between MCH Group and real estate service provider HRS Real Estate AG.

Guest exhibitions

- Number of events: 7
- Exhibitors: 991
- Visitors: 159,900
- Gross area in sqm: 114,100
- Occupancy days: 82

Various hall rentals

- Number of events: 11
- Participants: 293,000
- Gross area in sqm: 124,700
- Occupancy days (incl. set-up/dismantling): 235

Congresses

- Number of congresses: 22
- Exhibitors: 861
- Participants: 17,756
- Event days: 61

Other events

- Number of events: 119

- Participants 67,900
- Event days: 175

Messe Zurich

A total of nine exhibitions welcomed 1,371 exhibitors and 132,853 visitors. The conference rooms were occupied 129 times.

Representatives of the Swiss electricity and energy industry met at the Powertage (Power Days) to learn about current trends and exchange ideas. The Berufsmesse Zürich served as a platform for young people and young adults to find out about training and further education and to get ready for the step into working life.



Auto Zürich 2022

Among the guest exhibitions, Auto Zürich and Bauen & Modernisieren were particularly successful.

Culture was not neglected in 2022 either: Theater 11, which in 2022 was still owned by MCH Group and operated by Freddy Burger Management, hosted 130 performances, which were attended by 117,300 spectators. (Theater 11 was sold to the City of Zurich on March 1, 2023.)

Details

- Guest exhibitions: 7
- Exhibitors: 1,371
- Visitors: 132,853
- Gross area in sqm: 109,950
- Occupancy days: 59
- Own exhibitions 2 (Powertage and Berufsmesse)

Other hall rentals

- Bookings: 7
- Participants: 18,020
- Visitors: 132,853
- Gross area in sqm: 19,030
- Occupancy days: 36

Live Marketing Solutions

MCH Global

BMW – The 8 x Jeff Koons at Art Dubai

At the 2022 Art Dubai, BMW partnered with MCH Global to showcase for the first time its all-new art car partnership with acclaimed artist Jeff Koons. Our team curated an immersive pop-up that reflected the personality of the new vehicle. The pop-up also included an outdoor BMW lounge that served as an official shuttle space for visitors.



Pop-Up for BMW 8 X Jeff Koons

Both spaces highlighted BMW's long history of supporting the arts with Dr Thomas Girst, BMW Group's Head of Cultural Engagement visiting the show to officially launch the space.

Lucid ground-breaking ceremony

MCH Global took on the role as strategic marketing partner for electric vehicle company Lucid Motors, helping them navigate the regional and cultural landscape with their introduction to the Saudi Arabia market.

Our team managed an end-to-end approach to the ceremonial signing of the opening of the company's first international plant. In conceptualizing, producing and managing the inaugural event, MCH Global focused on presenting the core positioning of the brand to their investors and partners.

Lucid motors Amsterdam preview

To create anticipation around their upcoming Amsterdam studio opening, Lucid Motors hosted a preview event for clients, media, and reservation holders in June 2022. The objective of the event was to create brand and product awareness for the Dutch audience, introducing them to the core pillars of Lucid and their general value proposition.



Lucid Preview, Amsterdam

Our team supported the execution of several of the event elements, creating a seamless delivery along the way.

The all new 7 series private viewing – BMW – Dubai, Jeddah, Riyadh and Abu Dhabi

To commemorate the launch of the highly anticipated BMW 7 and i7 series in the MENA region our team created an exclusive viewing centered around the 7 series promise of “Beyond Luxury”. The experience played with the concept of duality, with a visual and musical polyphony performance representing the two personalities of the cars.



Market launch of the new BMW 7 series

The experience was launched in Jeddah, KSA as well as Dubai und Abu Dhabi, UAE. It included custom-created music by local artists, multiple experiential touchpoints and an overall luxury-inspired visual environment that echoed the BMW brand.

Google Marketing Live – Google – Dubai

Google partnered with MCH Global to bring to life the “Super Bowl of Google Ads” at the newly opened Museum of the Future. Coming to the MENA region for the very first time the Marketing Live event brought together marketeers and MENA C-levels across various fields to discuss industry tailored narratives and in-depth insights with a spotlight on Gen Z audiences.

The experience aimed to engulf the participants in the brand DNA of Google with an immersive stage design, round table discussions with experts and dedicated brand moments.

Avanti Conference – Die Mobiliar – Burgdorf and Lausanne

For their annual conference Die Mobiliar came to MCH Global to rethink their event format, making the transition from a typical conference to an immersive and interactive experience.

Hosted in Burgdorf and Lausanne, Avanti was centered around the theme of Solidarity. The execution included a fully immersive space, structured program, live digital art creation, interactive app with AR filters and impactful speakers such as Micheline Calmy-Rey, the former President of the Swiss Confederation.

House of Progress – Audi – Qatar

The MCH Global team brought to life for the first time in the Middle East the brand IP of Audi House of Progress – a concept that pushes the boundaries of creativity and innovative technology. Our creative concept transformed the M7 space in Doha with exhibits from artists such as the renowned Bouthayna Al-Muftah and curated programming during the 2022 FIFA World Cup.



Audi House of Progress, Qatar

The goal of the space was to make an impact on the Qatari creative landscape while delivering brand content that aligned with the premium progressive target audience of Audi.

Icons of Porsche 2022 – Porsche – Dubai

For the second year in a row, Porsche entrusted MCH Global with showing their heritage & classic car culture in the brand festival Icons of Porsche. Our team was thrilled to have taken this festival to new heights with 15,000 visitors and a site that expanded through 31,000 sqm and hosted numerous classic cars, displayed amongst five different zones, each presenting a unique theme that caters to diverse audiences.



Icons of Porsche 2022 in Dubai

With a dynamic program, creative activations, a regional car reveal and appearances from famous race legends, IOP 2022 was an all-encompassing moment that reflected the 3 core pillars of the festival: Classic Cars, Art, and Culture.

Porsche Dakar 911 Qatar

MCH Global facilitated the journey of the ‘Safari Camel’, the in-real-life re-creation of the famous artwork by renowned digital artist Chris LaBrooy, commissioned by Porsche Middle East and Africa FZE, that came to life at Icons of Porsche and travelled across the desert roads, all the way to Qatar.



Recreation of “Safari Camel” (Chris LaBrooy), Porsche Dakar 911

The art piece was installed on a floating platform at the NED Hotel in Doha for the duration of the FIFA World Cup Qatar 2022.

Arcual x Art Basel 2022

MCH Global helped introduce Arcual, the first blockchain ecosystem built by the art community, for the art community. This vibrant brand launched its first application, Arcual Salesroom, at Moxy South Beach in Miami, which catered to the interest of media outlets, artists, galleries, and collectors, building brand love and awareness by offering the guests touchpoints to experience and learn more about Arcual during Art Basel Miami Beach week.



Arcual launch event at Art Basel Miami Beach (Moxy Hotel South Beach)

The MCH Global team facilitated all experiential elements linked with the brand 's first live event.

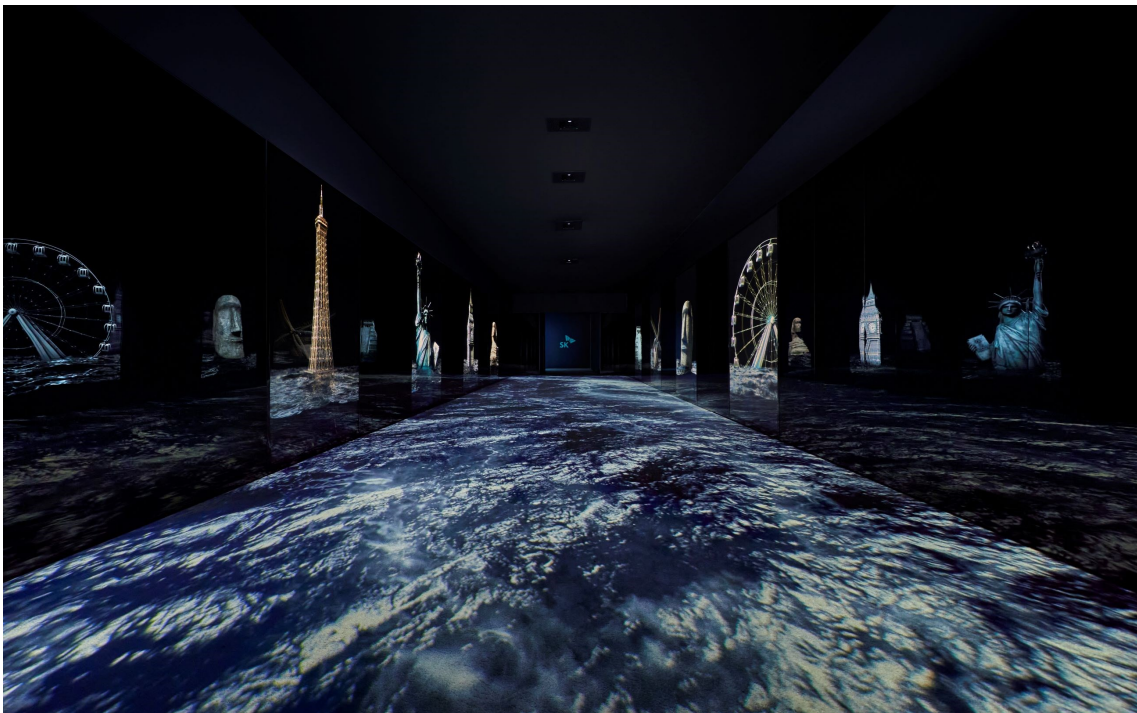
MCH Global at a Glance

- Successful projects combining an amazing creative with a seamless execution.
- Learns: How to integrate new technologies into offering more innovative solutions to clients.
- Challenges: Talent acquisition
- Numbers of Employers: 35
- Entities: Zurich, Dubai and Amsterdam as the newest one.
- Number of Projects: 40
- Brands: 20
- New Clients: 10

MC²

In 2022, MC² conducted 1,768 total jobs and, of that count, 648 were exhibits.

The year 's theme could have easily been labeled as debuts. Many of our new and returning clients debuted new brands, values, products and services, or exhibits, including Hershey 's new booth at NACS 2022, Lucid Motors with its debut Dream Ahead drive and ride mobile road tour, and SK Telecommunications making its first appearance at CES 2022, taking Best of Show by EXHIBITOR Magazine.



SK Telecommunications at Consumer Electronics Show (CES) 2023

This is what it 's all about, turning visions into reality while bringing brands to life for the audience, one job at a time.

The year 2022 started with a challenging reminder of the COVID-19 pandemic as the Omicron variant resulted in a 9.3 % cancellation rate for our industry. As this new wave rolled into Q1 2022, the event space shared a significant interest focusing on CES and its exhibitors with many known brands cancelling their event participation, attendees postponing their trips, and more. The Omicron variant also had a crippling effect on both the international and global economic situation with inflation directly affecting our material costs and supply chain concerns, adding a counteractive result to our forecasting reports, job margins, and more.

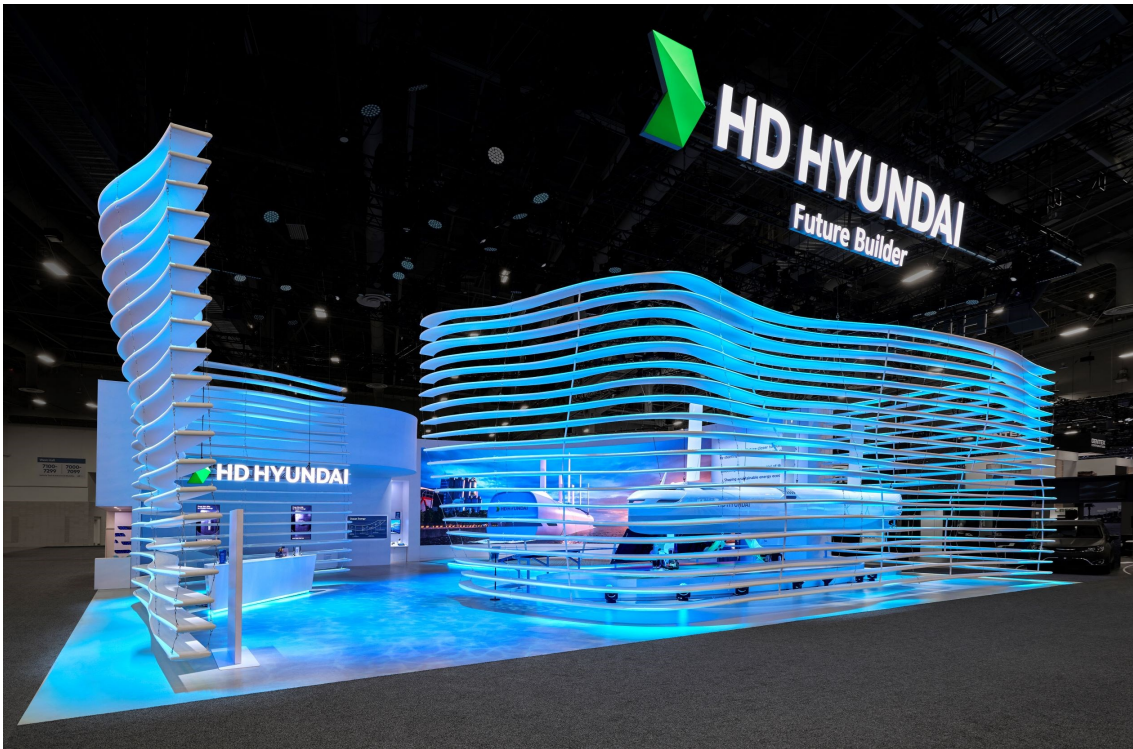


John Deere Agriculture at CES 2023

After the slow and sensitive start of our industry in Q1, the market was in an upward trend. According to CEIR, cancellation rates continued to show a healthy decline with an improvement through each quarter with virtual/hybrid offerings also declining, thus providing a stronger emphasis on live, in-person events. However, when it comes to the economic state of our market, inflation was still a heavy task for our Operations side of the business in terms of material costs at the start of 2022, but luckily these costs underwent a steady decrease. According to CBRE 's new Construction Cost Index, a 14.1 % year-over-year increase in construction costs will result by year-end 2022, as was experienced here at MC².

2022 was another banner year for the company, but what consumed the airwaves was the news of Richard McAdam 's retirement as Chief Executive Officer (CEO) in November, and the appointment of Don Lee as his successor after months of vetting from MCH and MC² Leadership.

As of January 1, 2022, the workforce consisted of 222 total employees. By the end of the year, that number increased by 73 total employees giving us a total workforce count of 262 taking in all departures throughout the year.



HD Hyundai at CES 2023

Approximately 75 % of the clients we worked with can be categorized as repeat business over the last year.

MC² achieved the following recognitions in 2022

- EXHIBITOR ' s Best of CES: John Deere (#18 of Top 20 Ranking)
- EXHIBITOR ' s Best of CES: Samsung Electronics/Cheil Worldwide (#3 of Top 20)
- EXHIBITOR ' s Best of CES: SK Telecommunications, Ltd./Cheil Worldwide (#1 of Top 20)
- Event Marketer ' s 2022 FAB 50 List highlighting top fabricators serving the event and trade show industry
- EXHIBITOR Magazine ' s 2022 Find It Top 40 List honoring the industry ' s top exhibit producers
- Chief Marketer ' s 2022 Pro Awards GOLD WINNERS in Best Use of Disruptive Marketing with Lucid Motor ' s Dream Ahead New York City IPO Campaign
- Chief Marketer ' s 2022 CM200 List recognizing the Top 200 brand engagement and experience agencies serving the United States of America

Expomobilia

The fact that Expomobilia is building around the globe has made the year 2022 particularly varied. While Expo 2020 Dubai was in full swing in the first quarter, the year got off to a rather subdued start in the Swiss event and exhibition industry until the Corona measures were lifted in February. In China, on the other hand, the lockdown was only just starting then. The Expomobilia team was all the more delighted about the success of the pavilions they built in Dubai.

The Expomobilia 2022 projects won a total of 12 awards.

The Swiss pavilion delighted visitors and jurors alike with its unique scenography. The red carpet in combination with the mirrored façade was not only an eye-catcher, but developed into one of the most popular selfie spots at the World Expo.



The Swiss pavilion at Expo Dubai 2020

The Dutch pavilion was praised above all for its sustainable construction, which strictly followed the principles of circularity. CEO Rob Graven was still project manager in charge of dismantling at the time: "We recycled around 92 % of the material. That 's an extremely high rate for temporary construction."



The Dutch pavilion at Expo 2020 Dubai

Sustainability initiatives

In April, Expomobilia became the first Swiss general contractor to receive ISO-20121 certification for sustainable exhibition and event management. An internal working group had prepared the audit in a process lasting several months. The topic of sustainability was treated holistically – in addition to environmental protection, social and economic fields of action were addressed.

Within this framework, Expomobilia also launched a sustainable exhibition stand construction system made of oak wood on the Swiss market and implemented the first projects with it in 2022.

A new visual appearance

In addition, the visual appearance of the Swiss general contractor was revised. The new design went live on June 30 on the various communication channels. With it, Expomobilia focuses on a fresh shade of blue and a dynamic visual language.



The new key visual shows the Temple of Light, a project that the Expomobilia team implemented in Asia.

From Shopfitting to Retail Experiences

In September, the Swiss production team took on the store fit-out of a supermarket chain. The framework agreement establishes Expomobilia as a permanent partner for a period of two years. This contract strengthens the Swiss production site in Effretikon. In addition, the work is independent of fluctuations in the live marketing industry.



The first project of the Retail Experiences team: design and implementation of the Bonne Maman pop-up store in Basel

In future, Expomobilia will not only cover the retail sector in terms of construction. Under the label Retail Experiences, the general contractor is building up its own team at the Zurich location. In future, this team will also be offering consulting, strategy and design in addition to interior construction.

Management and Culture

Group Management Team

As the senior operational management body of our global group of companies, the Group Management Team now represents all business units and services and will operate as a globally networked team focused on our customers and their needs.

The central task of the team is to align the Group 's activities and offerings to our global customers and to broaden its reach. This means that in future we will cooperate and interact even more intensively across the various divisions, combining competences and know-how, and thus create added value for the MCH Group and our customers.

The members of the Group Management Team since January 1, 2023¹:

Florian Faber, Chief Executive Officer (Group CEO)

Who I am

Florian Faber, Swiss and German dual national, I am married and have two children. My family and I have lived in Switzerland for just under 14 years, and that's how long I've been a member of the MCH Group.



What I love

I love spending time with family and friends while having a nice BBQ in the garden or cooking together in the kitchen of our home near Zurich.

My family is always at the center, followed by friends, whom we like to invite over for a barbecue in our garden. Time is such a valuable and rare commodity, which is why I prefer to spend it with these people and enjoy every second of it. Equally, I have a great passion for the MCH Group with all its colleagues around the globe, which I have had the privilege of managing in various positions and parts of the company for 14 years.

My personal goals as a member of the Management Team

I see it as my task, together with my colleagues and in coordination with the Board of Directors, to lead the MCH Group into a successful future by giving all team members what they need to be successful. MCH as a group is unique and I am convinced that we have only scratched the surface in terms of cross-divisional cooperation. Our prospects for success are very motivating and continue to inspire me to embrace and expand my role within the company.

My personal values

As a family man, I try to instill respect, honesty, transparency, and fairness in my children as cornerstones of my value framework. In my work environment, I value absolute teamwork and the exchange of ideas, knowledge and know-how transfer. I try to create an environment where we all stay inquisitive, encourage and motivate each other and always think in the best interest of the whole Group.

Michael Hüsler, Chief Financial Officer (Group CFO)

Who I am

Michael Hüsler, from Basel, married with one daughter. I joined MCH Group in January 2021 as Group CFO.



What I love

Playing the saxophone (in a Big Band), spending time with my family including our dog, a Gordon Setter, as well as with friends. I enjoy good food and wine, travelling, and sports (jogging, mountain biking, skiing).

My personal goals as a member of the Management Team

To support the further development of MCH as part of the management team, in a first step in financially stabilizing MCH Group, and then by helping to implement the growth plan. I joined the company because I think it has great potential and a lot of great talents. I very much enjoy working with all my colleagues!

My personal values

Teamwork, openness, honesty, enthusiasm, curiosity; these values match very well with the MCH Corporate Values, which we defined together as a Management Team.

Susann Zumstein, Chief People Officer (Group CPO)

Who I am

Susann Zumstein, born in Basel, married and Chief People Officer for the MCH Group.



What I love

Love my everyday life - be it my work with its various challenges, sports (Nordic walking, World Jumping, hiking), being a member of a Service Club for the Basel region (Kiwanis Basel Merian) or enjoying being together with friends and family in our garden with nice food & wine.

My personal goals as a member of the Mgt Team

To position MCH as a global employer and to create a cool place to work for our current and future employees.

My personal values

I strongly believe in constructivism, an approach to learning that holds that people actively construct or make their own knowledge and that reality is determined by the experiences of the learner. This fits wonderfully with one of our values – flexibility.curiosity.innovation.

Sarah Borrey, Head of Group Strategy & Sustainability

Who I am

Sarah Borrey Pérez, born in Basel, Switzerland. Married for 10 years and have two daughters, aged 6.5 and 3. I joined MCH in August 2021 overlooking strategic progress and leading sustainability activities at group level.



What I love

I love traveling and discovering new places. Good food and wine are a big part of my life, that I share with my husband and my closest friends. Enjoying music in every form, live in concerts, dancing or just by myself commuting to work. When I get the time, I read or do yoga.

My personal goals as a member of the Management Team

I believe in achieving great results as a team, I am committed to being an honest sparring partner and enabler to my peers and colleagues at MCH Group across all regions.

My personal values

Respect, integrity, and diversity are my personal values which align perfectly with our MCH set of values.

Jonathan Isenring, Head of Group Business Development & Innovation

Who I am

Jonathan Isenring, I joined MCH Group in June 2021, Head of Group Business Development and Innovation



What I love

I spend a lot of my time either outdoors, playing tennis, hiking, or on a small motorboat on lake Zurich, or in the kitchen, baking and cooking all kinds of different things. I am a true host and love to invite friends and family to treat them to great food and wine.

My personal goals as a member of the Management Team:

I am passionate about building and developing and am driven by my insatiable curiosity. I am a strong believer that this is the foundation for making progress, creating new opportunities, and therefore driving growth. I am looking forward to bringing my entrepreneurial and problem-solving mindset and can-do attitude to the management team, and also to the entire company. This constitutes my contribution to making MCH Group future-proof.

My personal values

I am a true team player. I am convinced that great things happen when a group of diverse and dedicated people come together. I'll therefore aim to encourage and actively foster collaboration across the group even more.

Don Lee, CEO MC²

Who I am

Don Lee, Ubased in the USA with a global mindset. Husband and father of three children. 25 years in the live events and experiential industry across top global brands and agencies.



What I love

Being outside with my family and dog in the snow, water, or mountains - depending on the season.

My personal goals as a member of the Management Team

As CEO of MC², I seek to enable our team at every level to achieve their full potential and fulfillment. I strive to be a leader in mutual sharing and implementation of operational excellence and best practices across the global organization to add value to every business unit.

My personal values

Trust, Transparency, and Purpose. In my personal and professional life, these values drive fulfillment in my work, meaningful relationships, and clear concise decision making.

Noah Horowitz, CEO Art Basel

Who I am

Noah Horowitz, from the USA, I live in Brooklyn. I have a PhD in art history, wrote a book called "Art of the Deal", and spent more than a decade in the art fair space before commencing my new role as the CEO of Art Basel.



What I love

I love art, of course, and the ultimate privilege of running Art Basel is that life and work fuse seamlessly – there's nothing better than visiting galleries in different cities and meeting the unique personalities, artists, and communities behind them. I also enjoy cooking, and Louise and I love hosting dinners at our apartment in Park Slope whenever we can, ably assisted by our daughter Sif, 9, the enterprising baker, and our son Leo, 6, the entertaining night owl. I bring my jogging shoes wherever I travel and passionately support the perennially underachieving New York Mets and New York Jets, and occasionally overachieving Chelsea FC.

My personal goals as a member of the Management Team

As the CEO, my goal is to consolidate and amplify the position of Art Basel as a globally leading platform for modern and contemporary art and forge ahead with our digital initiatives, as we further develop Art Basel and deliver on the company's ambitious growth plans at our home base in Switzerland as well as internationally.

My personal values

In our line of work, personal relationships, commitment to excellence, and integrity are paramount, and I look forward to building a culture that leads by example, takes nothing for granted and treats every interaction with a dose of humility and humanity.

Rob Graven¹, CEO Expomobilia

Who I am

My name is Rob Graven, born in Holland, married with two adult daughters (24 & 27). I joined Expomobilia in 1992 and have had the privilege of working in many different roles and responsibilities, both in project management and as a member of the Management Board. I rejoined MCH Group in August 2022 and was appointed as CEO of Expomobilia in February 2023.



What I love

Sailing is my passion, either on my own boat on Lake Constance or on a charter yacht somewhere on blue water. When I am not travelling, I love spending time at home with my family. Furthermore, I love to read, listen to music and hike in nature.

My personal goals as a member of the Mgt team

My many years of experience have taught me that in the end it is all about customer satisfaction - whether it is creating the perfect platform for them to showcase their products or helping them achieve their goals by providing structures and services. I am convinced that we have a huge potential as a global Group, and I am looking forward to help finding those synergies within the Team.

My personal values

I believe that a company is only as good as the people who work there. And that professional fitness and a good work-life balance are key to a healthy working environment. Learning from mistakes, being able to make mistakes. Respect in cooperation. Training our staff, striving for the highest level of value engineering with excellent value for money. On an equal footing; working together in a participative way. As a result, we will be able to achieve an excellent supplier-customer relationship.

Roman Imgrüth, CEO Exhibitions & Events

Who I am

Roman Imgrüth, from Basel, Switzerland. I joined MCH Group in 2019, CEO Exhibitions & Events since January 2023.



What I love

I'm a family man, married with 2 kids. I've got a passion for sports (former professional basketball player) and music (Alternative, Hip Hop, Jazz, Afro Jazz, Reggae, etc.).

My personal goals as a member of the Management Team

Make a meaningful contribution to the success of the area I am responsible for, as well as the Group as a whole.

My personal values

I am a big believer in the phrase "practice what you preach" which relates very well to our "walk the talk" value. Another value that is important to me is "Joy" – we spend a lot of time and energy in our professional lives, so we might as well have fun at it!

Jonas Scharf, Deputy CEO Exhibitions & Events

Who I am

Jonas Scharf, from Switzerland, joined MCH in 1999, Deputy CEO Exhibitions & Events



What I love

I am the father of 3 grown-up kids and married to a wonderful wife. I am a foodie and wine lover. I am a keen cyclist, both road cycling and mountain biking, I love the outdoors and I ski a lot in winter. I read a lot and am an avid learner – I find something interesting in pretty much every topic.

My personal goals as a member of the Management Team

I believe in the power of the brands Messe Basel, Messe Zurich and Congress Center Basel and that they will recover with our collective effort. The international reach of MCH Group, with its successful activities on all continents as well as its leading market position in Switzerland is a unique situation, and together we can make much more of it in future. In addition, I am the longest-serving member of the Management Team and I see myself as representative of our long-standing employees.

My personal values

The most important thing for me is reliability, we should trust each other at all times. In MCH Group culture, this means that we act as one team. Together, we must seek new sources of success for our customers and thus for ourselves, and we should want to be pioneers.

Ties Hendriks, CEO MCH Global

Who I am

I am Ties Hendriks, from The Netherlands. I joined in June 2017 as Managing Director at MCH Global (Dubai, Zurich, Munich, Amsterdam)



What I love

I love to live life to the max, I have traveled around the world, lived in 7 countries, and I would dare to say that life is all about experiencing it all. Experience over things! This results in my interest in outdoor activities such as hiking, skiing and water sports, but also cooking food from around the world and of course pairing it with the right wine.

My personal goals as a member of the Management Team

I have learned in 5 years that experiential marketing has a tremendous future and I have been lucky to talk to some of the biggest brands and organizations globally about what experiential means for them in engaging existing and new audiences. I cannot wait to work with this talented group of people to elevate the experiential landscape to unseen new dimensions.

My personal values

I strongly believe that we learn every day. Not one day do I get up and think I have all the answers. I guess this will be as long as life lasts for me. However, I think we need to be humble enough to admit this, and hungry enough to embrace the challenge to learn and grow.

1) Rob Graven succeeded Frank Marreau as CEO Expomobilia on February 7, 2023

Cultural Change and Corporate Values

To master the challenges of the future, we initiated a far-reaching transformation process last year. In parallel to our economic recovery, our cultural transformation is taking place. At the center of our transformation process are our new corporate values. They describe our personal attitudes, day-to-day interactions, collaboration across team and national boundaries, and our behavior toward ourselves and others. They are the basis of our corporate culture.

In recent months, the MCH Group Management Team has been setting the course to further drive our corporate culture transformation process, which we kicked off in March 2022 with the worldwide launch of our corporate values. Our goal is to grow together as a group, for we can only win or lose together.

Building on our initial successes, we have now made some adjustments in the way we plan to continue our cultural transformation journey.

On behalf of the Group Management Team, Susann Zumstein and Sarah Borrey are leading our MCH Culture Transformation Journey (CTJ). They will be supported by two external specialists. To ensure that we can take as many of our colleagues as possible with us on our transformation journey and carry the cultural change throughout the entire organization, we will be selecting or nominating 30 change agents. The aim is for all MCH employees at all hierarchical levels to be represented and “heard” by the new change agents. The new change agents will be working on the relevant topics relating to cultural change in several workshops from March 2023. The change agents and the members of the Group Management Team will jointly define concrete tasks at the end of their workshops in the summer of 2023 and will carry these tasks throughout the organization.

Sustainability

Entrepreneurial thinking and actions have shaped our group 's more than 100-year history and will also determine the path we follow into a sustainable future.

In 2022, MCH Group undertook significant efforts to develop and advance its sustainability strategy. We wish to play a leading role in the exhibition and event industry. Our strategic aim is to enhance the added value we offer by incorporating ESG factors in our value creation (ESG: Environment, Society, Governance).

Sustainability is becoming the standard and giving rise to new, adapted business models. This means MCH Group has a solid foundation to build on. At the same time, we are working to seize emerging opportunities and meet the new requirements of our markets and stakeholders. Innovations and new or modified business models will play an important role. Our sustainability strategy shall be understood as a guiding principle that determines the actions in the business units.



Expomobilia is the only company in Switzerland offering a sustainable modular booth system based on certified oak wood.

Material topics

To acquire a greater understanding of the significance of sustainability in experience marketing, we conducted a survey in 2022 of more than 200 external and internal stakeholders (customers, partners, employees, shareholders, etc.). Respondents had to rate 30 pre-selected factors according to their actual and potential social, economic and environmental impacts. Based on the survey results, we identified and prioritized the material topics for our sustainability and reporting. The examples below are topics we are addressing or projects in progress.

- Sustainable procurement (Development and application of social and ecological criteria when selecting and working with suppliers)
- Logistics and transport (Concepts for transport to and from our sites, switching to electric vehicles, integral waste concept)
- Diversity, equal opportunities, inclusion (Implementation, living out the values; advancement of the topic in conjunction with HR)
- Initial and further training (Implementation of a training tool for the development of all business units)
- Waste reduction and segregation (Focus on exhibitors: optimizing procurement (minimizing waste), optimizing recycling and waste disposal, signage, individual measures: carpeting, giveaways, etc.)
- Energy management (Using/switching to renewable energy sources, including our own photovoltaic systems, optimizing hall lighting systems through sector-based and dimmable lighting, for example)
- New, sustainable business models (Development of sustainable projects and initiatives)

Focus on Environment

Numerous projects and initiatives are centered on the quality and efficiency of MCH Group 's significant trade fair infrastructures:

- Under the SBTi (Science-Based Targets Initiative), MCH Group has committed to defining a reduction pathway consistent with the Paris Agreement and to specifying emission reduction targets at global level.
- In close cooperation with myclimate, data is currently being recorded for the group 's own exhibitions and art events worldwide. Accompanying this is the introduction of a tool for recording and analyzing ESG data at events (including employee training).
- Logistics and transport concepts are being drawn up in line with the sustainability strategy (exhibitors, suppliers, visitors).
- Expomobilia has received various awards for sustainable booth construction (pavilions at world expos, Schroders etc.) and MC² Europe has been ISO-certified for its energy and quality management.

Focus on Society

Both in-house and externally, sustainability has prompted a new understanding of long-term economic success and responsible corporate action. Sustainability constitutes a challenge across the group as a whole, affecting the entire global team. It will influence corporate culture and business relationships. The projects will have an impact in both directions.

- Workshops planned as part of the Cultural Journey will uphold our corporate values of respectful cooperation and highlight key examples for cultural change.
- The 2022/2023 Management Development Program launched in 2022 aims to provide management employees with a practical basis for leadership commensurate with MCH Group 's strategic alignment and cultural reorientation. The implementation of the new corporate values, presented for the first time at the end of March 2022, forms a key part of the training.
- As co-founders of 'Arcual' we support the first blockchain ecosystem built by the art community for the art community giving due consideration to the artist when works of art are traded.
- In renting out our spaces for guest exhibitions and congresses, we offer sustainable solutions in terms of transport, hall infrastructure, green electricity, catering, and cooperation with local partners.
- Our commitment and quality in sustainability issues is borne out by certificates. These include the ISO 20121 certification awarded to Expomobilia for sustainable events.

- The 2022 Sustainability Report will be published in accordance with the GRI Standard.

Focus on Economics and Ecology

- Platforms with key economic and ecological benefits (trade fairs, exhibitions, events), as they replace many individual activities and journeys.
- Live platforms which generate major economic impacts which benefit a large number of sectors.
- Protection of interests in the group 's locations in the Basel and Zurich regions through the participation of the public sector in the Group and its representation on the Board of Directors.

Sustainability anchored in the organizational structure

With the appointment of the Head of Group Strategy & Sustainability, who is also on the Group Management Team, and the formation of a sustainability team, this strategic topic has been anchored in the organizational structure since 2022. The Board of Directors and Executive Board are the highest decision-making bodies.

Separate Sustainability Report

Our business activities and corporate structure are highly sustainable in economic, environmental and social terms.

Being transparent about the relevant sustainability topics and our sustainability performance is a key aspect of MCH Group 's annual reporting. The 2022 Sustainability Report is being prepared in accordance with the latest Global Reporting Initiative (GRI) standard and will be published as a separate report in May 2023.

Environmental sustainability

At all the Swiss locations – Messe Basel, Messe Zürich and Expomobilia – 100 % of electricity consumed comes from renewable sources. More than 88 % of the overall energy requirements at the Basel and Zurich exhibition sites are met by renewable energies. Photovoltaic systems on the roofs of Messe Basel and Messe Zürich as well as at the Expomobilia location in Effretikon produce solar electricity for around 400 single-family homes with four-person households. Hall 1 South in Messe Basel has been awarded the BS-054 Minergie label.

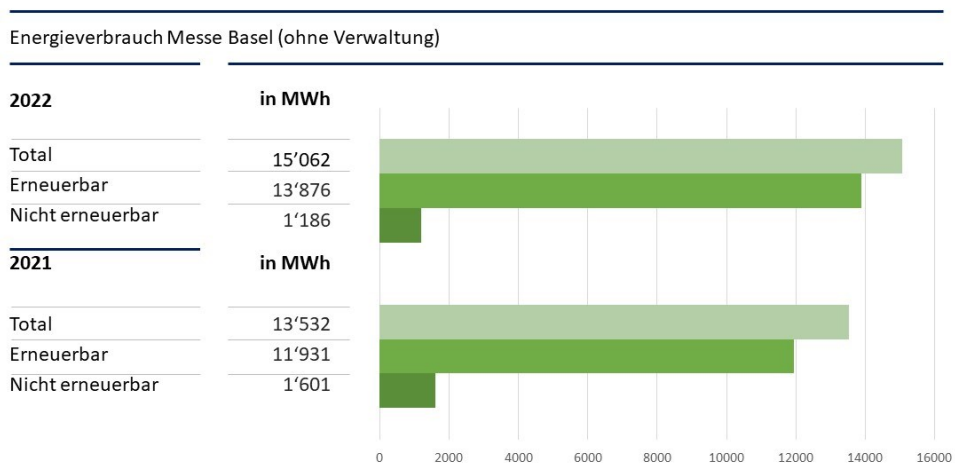


Photovoltaic system on the roof of Messe Basel

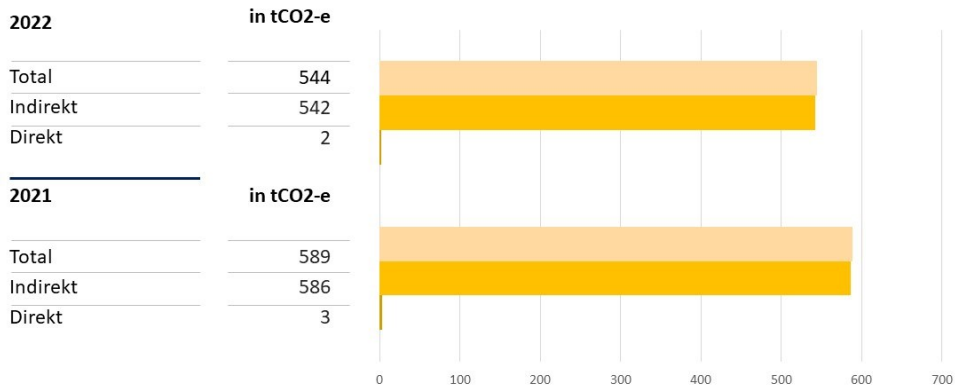
Messe Basel

Messe Basel covers its electricity needs from 100 % renewable energy generated from European wind farms (certificate). The electricity is purchased from the Elektrizitätswerk Zurich (ewz).

12.3 % of the electricity consumed comes from its own photovoltaic system (1,133,247 kWh).



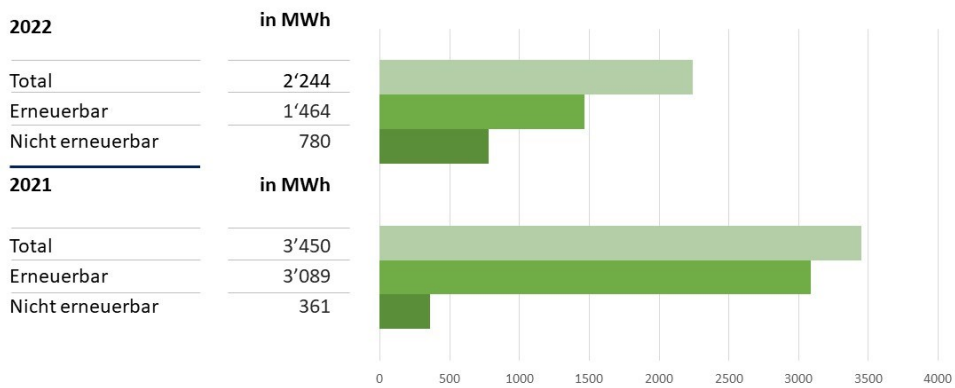
Emissionen Messe Basel (ohne Verwaltung)



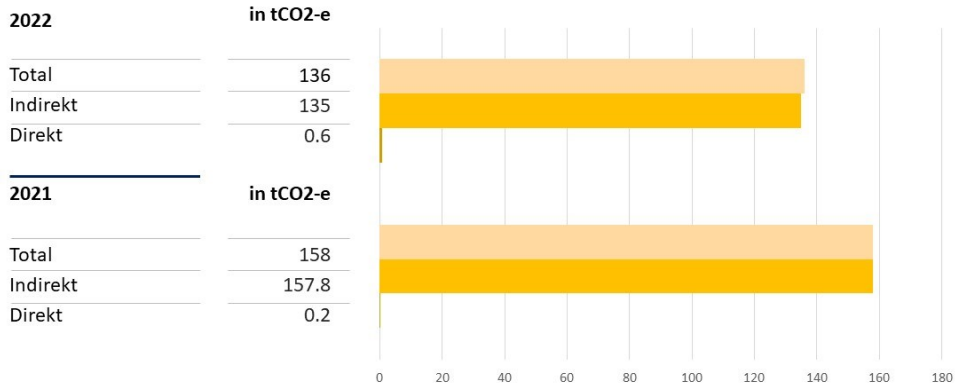
Messe Zurich

Messe Zurich covers its electricity needs from 100 % renewable energy generated from European wind farms. The electricity is purchased from the Elektrizitätswerk Zurich (ewz)

Energieverbrauch Messe Zürich



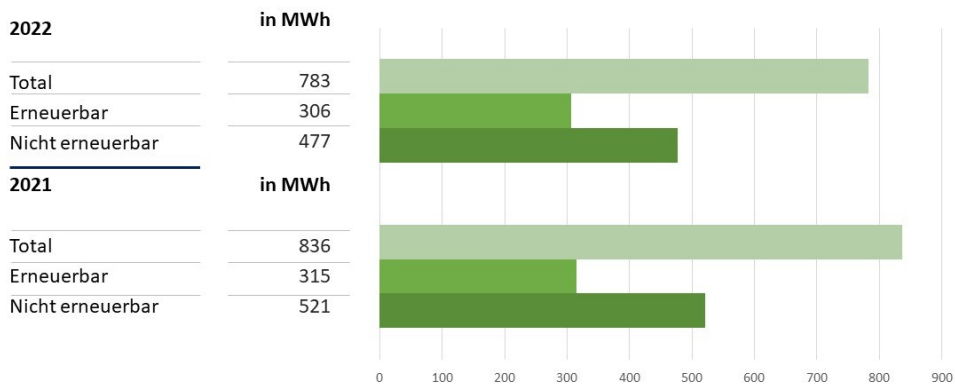
Emissionen Messe Zürich



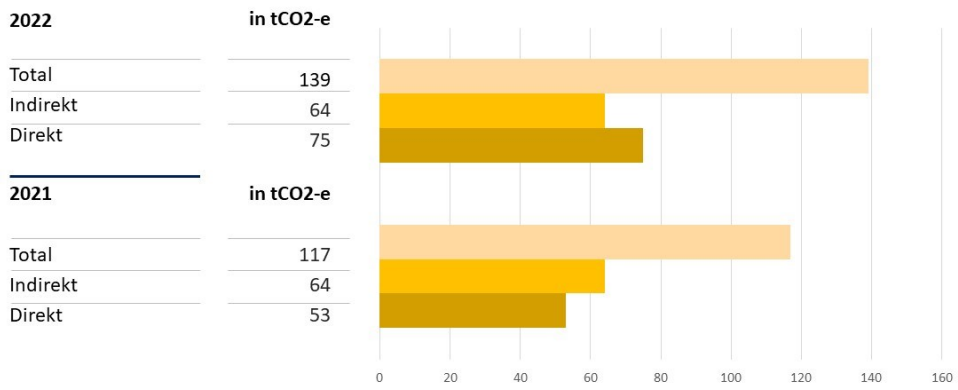
Expomobilia

Expomobilia covers its entire electricity requirements with 100 % Swiss green electricity obtained from FAIR POWER, an independent green electricity specialist

Energieverbrauch Expomobilia



Emissionen Expomobilia



Notices concerning Corporate Governance

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 Articles of Association 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.

MCH Group differs on one key point from many other companies quoted on the SIX Swiss Exchange. Under the terms of its Articles of Association, 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. According to §22 of the Articles of Association of 21.12.2020, the Canton of Basel-Stadt and the Canton and City of Zurich are entitled to delegate a total of three representatives to the Board of Directors.

Reporting

MCH Group bases its corporate governance reporting on the SIX Swiss Exchange's Corporate Governance Directive. References to the explicitly requested information:

1. Group structure and shareholders

- Annual Report | “Corporate Governance” | “Group”
 - Online: [Link](#)
 - Download pdf: Page 56
- Annual Report | “Corporate Governance” | “Shareholders”
 - Online: [Link](#)
 - Download pdf: Page 52
- Financial Report | “Group Account” | “Notes” | “23. Investments in subsidiaries”
 - Online: [Link](#)
 - Download pdf: Page 121

2. Capital structure

- Annual Report | “Corporate Governance” | “Shareholders”
 - Online: [Link](#)
 - Download pdf: Page 52
- Financial Report | “Group Account” | “Consolidated Statement of Changes in Equity”
 - Online: [Link](#)
 - Download pdf: Page 86

3. Board of Directors

- Annual Report | “Corporate Governance” | “Board of Directors”
 - Online: [Link](#)
 - Download pdf: Page 67

4. Executive Board (Management)

- Annual Report | “Corporate Governance” | “Executive Board”
 - Online: [Link](#)
 - Download pdf: Page 76

5. Compensation, shareholdings and loans

- Annual Report | “Corporate Governance” | “Board of Directors” | “Shares held by members of the Board of Directors”
 - Online: [Link](#)
 - Download pdf: Page 74
- Annual Report | “Corporate Governance” | “Executive Board” | “Shares held by members of the Executive Board”
 - Online: [Link](#)
 - Download pdf: Page 76
- Remuneration Report | “Board of Directors”
 - Online: [Link](#)
 - Download pdf: Page 160
- Remuneration Report | “Executive Board”
 - Online: [Link](#)
 - Download pdf: Page 157

6. Shareholder participation rights

- Annual Report | “Corporate Governance” | “Shareholders”
 - Online: [Link](#)
 - Download pdf: Page 52

7. Changes of control and defense measures

- Annual Report | “Corporate Governance” | “Shareholders”
 - Online: [Link](#)
 - Download pdf: Page 52

8. Auditor

- Annual Report | “Corporate Governance” | “Auditor”
 - Online: [Link](#)
 - Download pdf: Page 81

9. Information policy

- Annual Report | “Organization & Management” | “Information Policy”
 - Online: [Link](#)
 - Download pdf: Page 57

10. Blackout periods

- Annual Report | “Organization & Management” | “Blackout periods”
 - Online: [Link](#)
 - Download pdf: Page 57

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”.

On 23.05.2022, the Annual General Meeting approved by a large majority the reduction of the share capital from CHF 148,693,510 to CHF 14,869,351 through the reduction of the nominal value of the registered shares from CHF 10.00 to CHF 1.00.

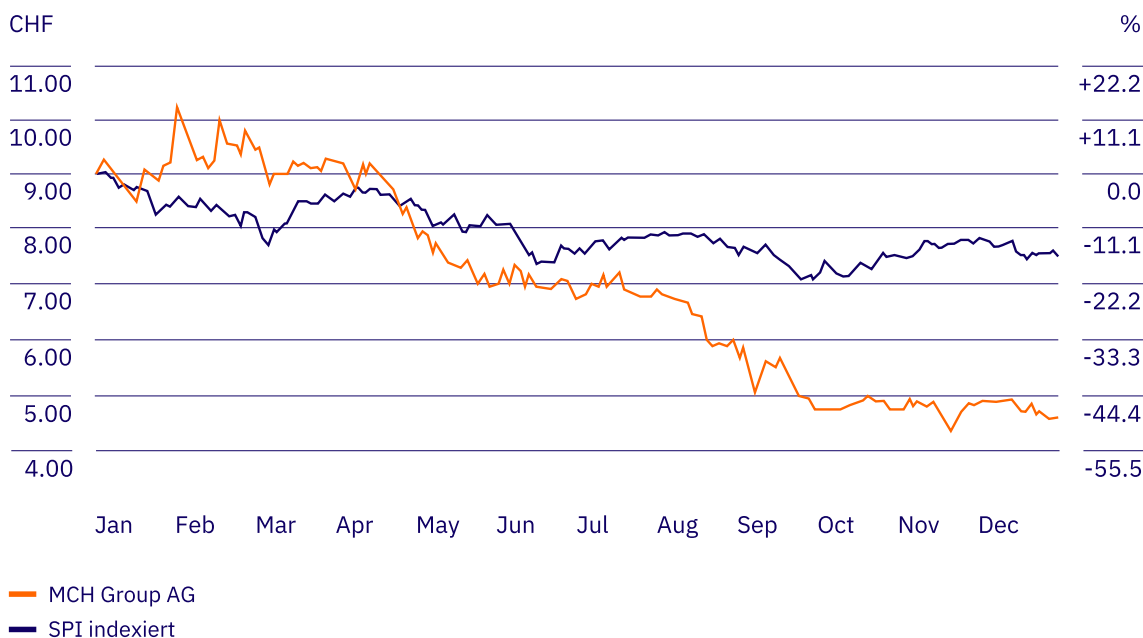
At the Extraordinary General Meeting on 28.09.2022, an increase of the share capital by up to CHF 18,586,688 by issuing up to 18,586,688 registered shares with a par value of CHF 1.00 each was approved by a large majority. The subscription price was set at CHF 4.75. A total of 16,183,796 new registered shares were placed in the rights offering, increasing the number of issued registered shares from 14,869,351 to 31,053,147.

Number of shares quoted: 31 053 147 registered shares with a face value of CHF 1.00		
Number of shareholders on 31.12.2022		2 240
Share price on 01.01.2022 / CHF		9.00
Share price on 31.12.2022 / CHF		4.60
Market capitalization on 31.12.2022 / CHF million		142.84
Key shareholders (> 0.5 %)		
	No. of shares	%
Lupa Investment Holdings LP	11 963 130	38.52
Canton Basel-Stadt	11 650 341	37.52
LLB Swiss Investment AG	650 252	2.09
Canton Zurich	240 000	0.77
City of Zurich	225 000	0.72
Montagsklub Zürich	194 490	0.63
Stock Dispo ¹⁾	2 181 073	7.02
of which MCH Group Ltd.	225 000	0.72

1) Without registered voting rights.

Share price

Share price 1 January 2022 – 31 December 2022



The development of the share price in the reporting year 2022 was strongly influenced by the capital increase announced in April and executed in October. In the two months following the announcement and in the two months preceding the execution of the capital increase, the share price fell by around 20 %. In the other time periods, the share price was relatively stable – in the first four months despite the continuing Covid situation, in the summer months possibly supported by the positive decision of the Canton of Basel-Stadt with regard to the planned capital increase, and in the last quarter at the level of the subscription price for the new shares issued in the course of the capital increase.

Key shareholders

The disclosure of key shareholders or shareholder groups is made via the SIX Swiss Exchange reporting and publication platform. In the reporting year, there were several disclosures by the shareholder group Lupa Investment Trust/Canton of Basel-Stadt/Canton of Zurich/City of Zurich/MCH Group Ltd. in the context of the capital increase. There were no other disclosures by shareholder groups in the reporting year under review.

Details of key shareholders or shareholder groups are posted on the SIX Exchange Regulation website under “Significant Shareholders” | “MCH Group AG”.

– Link: <https://www.ser-ag.com/en/resources/notifications-market-participants/significant-shareholders.html#/>

With the resolutions of the Extraordinary General Meeting of 27.11.2020 and the implementation of the capital increases, the shareholder structure had changed significantly by the end of 2020. The then new anchor investor Lupa Investment Holdings LP (an investment company of Lupa Systems) became the largest single shareholder with a stake of 32.32 %. The public-sector entities – the cantons of Basel-Stadt and Zurich and the city of Zurich – in total owned 33.34 %.

With the resolutions of the Extraordinary General Meeting of 28.09.2022 and the implementation of the further capital increase, the shareholder structure has changed again. The shareholding of Lupa Investment Holdings LP has increased to 38.52 % and that of the Canton of Basel-Stadt to 37.52 %. These two anchor shareholders, who each invested CHF 34 million in the 2022 capital increase, now together hold 76.04 %. The public-sector entities – the cantons of Basel-Stadt and Zurich and the city of Zurich – together hold 39.01 %.

On 27.07.2022, the Swiss Takeover Board had approved the requests of MCH Group Ltd. and its two anchor shareholders in connection with the planned capital increase, in particular regarding an exemption from the obligation to make an offer (restructuring exemption).

In a “Relationship Agreement” concluded between MCH Group, Lupa Systems and the public-sector shareholders dated 26.11.2020, Lupa Systems committed itself to a “lock-up” among other things, whereby it cannot sell its MCH shares at all during the first five years and thereafter only subject to additional conditions. It also undertakes to support the statutory purpose of MCH Group and to act in accordance with this. The agreement also states that, in return for their right to appoint representatives to the Board of Directors of MCH Group, the public-sector shareholders undertake to elect the persons proposed by Lupa Systems for election to the Board of Directors.

Changes of control and defense measures

No specific contractual agreements going beyond §5 and 5a of the Articles of Association exist at MCH Group Ltd. against a hostile takeover. Under the terms of §5a of the Articles of Association of 12.10.2022, Lupa Systems is exempt from the obligation to make a takeover bid if its shareholding is in excess of 33 1/3 % but is not more than 49 %.

Lupa Systems and the Canton of Basel-Stadt have a “blocking minority” on resolutions requiring a two thirds majority.

Shareholder participation rights

At the Annual General Meeting of 04.05.2023, various amendments to the Articles of Association will be proposed, which are necessary due to the new Company Law Regulations having been in force since 01.01.2023 and affecting parts of the shareholders' participation rights.

The shareholder participation rights summarized below are based on the Articles of Association of MCH Group Ltd. that have been in force since 12.10.2022. The Articles of Association are posted on the MCH Group website under “Investors” | “Governance”:

– Link: <https://www.mch-group.com/en/investors/governance/>

Purchasers of registered shares are, upon request, entered in the share register as shareholders with voting rights and are entitled to vote at the General Meeting if they have been entered in the share register by the relevant date for participation in the General Meeting. Each share entitles the holder to one vote. For purposes of exercising their voting rights, registered shareholders with voting rights may be represented by other registered shareholders with voting rights, by the independent voting representative or by a legal representative.

Shareholders with voting rights who are present at the General Meeting are entitled to comment on matters on the agenda and propose motions, whereby resolutions can only be passed on motions relating to items announced on the agenda. They are similarly entitled to request information from the Board of

Directors on company matters and to request information from the auditors on the performance and outcome of their audit. This information cannot be refused if it is necessary to allow the shareholders to exercise their rights.

The ordinary Annual General Meeting is held annually within six months of the end of the financial year. The Board of Directors may convene extraordinary General Meetings as required. One or more shareholders may request that a General Meeting be convened if, together, they represent at least ten percent of the share capital.

The Board of Directors specifies the items on the agenda and the relevant date by which shareholders must have been entered in the share register in order to participate in the General Meeting. A General Meeting must be convened at least 20 days prior to the date of the meeting.

The General Meeting has the following non-transferable powers inter alia:

- adoption and amendment of the Articles of Association;
- election of the members of the Board of Directors insofar as they are not delegates of the Canton of Basel-Stadt or the Canton and City of Zurich;
- election of the chairperson of the Board of Directors;
- election of the members of the Governance, Nomination and Compensation Committee (GNCC);
- election of an independent voting representative;
- election of the statutory auditors;
- approval of the Annual Report and the Financial Report and the resolution on the appropriation of the balance sheet profit;
- approval of the remuneration of the Board of Directors and the Executive Board (management);
- discharge of the members of the Board of Directors.

The term of office for members of the Board of Directors elected by the General Meeting, the Chairperson of the Board of Directors, the members of the Governance, Nomination and Compensation Committee (GNCC), the statutory auditors and the independent voting representative is limited to one year.

The General Meeting passes resolutions and conducts elections with an absolute majority of the share votes cast. An amendment of the Articles of Association 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.

The minutes of the General Meetings are posted on MCH Group 's website a few days after the General Meeting under "Investors" | "General Meeting".

– Link: <https://www.mch-group.com/en/investors/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.

MCH Group has its roots in the “Schweizer Mustermesse” (Swiss Samples Fair) which was established in Basel in 1916 and in the Schweizer Mustermesse Cooperative that was founded in Basel in 1920 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

The most important companies for the group 's business activity are set out below (as per 31.12.2022):

Companies and stakes held directly by MCH Group Ltd.

- MCH Swiss Exhibition (Basel) Ltd. – since 2001 | 100 %
- MCH Swiss Exhibition (Zurich) Ltd. – since 2001 | 100 %
- MCH Beaulieu Lausanne SA – since 2011 | 100 %
(acquisition of the majority of shares in Beaulieu Exploitation SA in 2010)
- MCH Live Marketing Solutions AG – since 2007 | 100 %
(formerly Expomobilia AG)
- MCH US Corp. – since 2017 | 100 %
(with MC² Group)
- Arcual AG – since 2022 | 67.5 %

In 2022, Digital Festival AG (since 2021, 100 %) has been merged with MCH Swiss Exhibition (Zurich) Ltd. and deleted from the commercial register.

Subsidiaries of MCH Swiss Exhibition (Basel) Ltd.

- MCH Group Asia Ltd. – since 2011 | 100 %
(until 2014 60 %; formerly Asian Art Fairs Limited)
- Art Basel U.S. Corp. – since 2013 | 100 %
- Masterpiece London Limited – since 2017 | 100 %
(until 2022 67.5 %; with Masterpiece Asia Limited)
- Design Commerce Technologies, Inc. – since 2020 | 4.75 %
- Art Events Singapore PTE Ltd. – since 2022 | 15 %

Subsidiaries of MCH Live Marketing Solutions AG

- Expomobilia MCH Global Shanghai Ltd. – since 2016 | 100 %
- Expomobilia MCH Global ME Live Marketing LLC – since 2018 | 49 %

An overview of all the companies and holdings may be found in the Financial Report in the “Group balance sheet” section, under “Notes” | “23. Investments in subsidiaries”.

– Online: [Link](#)

– Download pdf: Page 121

Organization & Management

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

Board of Directors

The Board of Directors has – among others – the following non-transferable and inalienable duties:

- the ultimate management of the Company; the definition of the corporate strategy and the organization, and the determination of the accounting system, the financial controls and the financial planning;
- the appointment and dismissal of persons entrusted with the management (the members of the Executive Board) and the supervision of them, namely with regard to compliance with the law, the Articles of Association, regulations and directives
- the issuance of regulations for the management (organizational regulations);
- the preparation of the Annual General Meeting, the submission of proposals concerning the business on which the Annual General Meeting has to decide, and the execution of its resolutions;
- the preparation of the Business Report with the Annual Report (Activities and Corporate Governance), the Financial Report and the Remuneration Report.

Composition of the Board of Directors

Under the terms of §22 of the Articles of Association of 12.10.2022, the Board of Directors comprises a maximum of nine members. It is made up of three representatives of the public-sector entities and three representatives of Lupa Systems, as well as three additional, independent members. In accordance with the Articles of Association, two members are appointed by the government of the Canton of Basel-Stadt and one member is appointed jointly by the government of the Canton of Zurich and the Zurich City Council. The remaining members are elected by the General Meeting.

The Board of Directors intends to reduce the number of members and to redefine the composition of the Board of Directors accordingly. A revision of the Articles of Association in this regard is expected to be submitted to the Annual General Meeting 2024.

The members of the Board of Directors are generally non-executive members, as per the SIX Swiss Exchange Directive. With the exception of two temporary transitional arrangements in 2018 and 2019, the members of the Board of Directors have never belonged to the operational management of the MCH Group. The members of the Board of Directors do not have any significant business relationships with the MCH Group. The relationships of the representatives of the public-law entities with the company are rooted in the institutional relationship between these entities and the MCH Group.

The Board of Directors constitutes itself unless the General Meeting has the power to constitute the Board (election of the Chairperson and the members of the Governance, Nomination and Compensation Committee (GNCC)).

The Board of Directors' meetings are generally also attended by the members of the Executive Board – without the right to vote – and, if required for individual transactions, by other members of the management and external experts.

Committees of the Board of Directors

The Board of Directors has appointed various committees to deal in depth with the areas of responsibility of the Board of Directors and to prepare the topics to be treated by the Board of Directors:

- the Governance, Nomination and Compensation Committee (GNCC) in the areas of corporate governance, the composition of the Board of Directors and management, the organization of the Company and the remuneration policy, as well as the remuneration of the Board of Directors and the Executive Board;
- the Audit Committee (AC) in the areas of finance and accounting – planning, budgeting, forecasting, closing, reporting, controlling – as well as risk management, compliance and internal audit;
- the Strategy Committee (SC) in the areas of reviewing and defining corporate strategy and strategic initiatives and monitoring their implementation.

The committees act in a preparatory and advisory capacity and have no decision-making authority. However, the Board of Directors may authorize them to make a final judgment and decision on a specific matter. The committees provide information on their activities at the meetings of the Board of Directors and submit their corresponding recommendations and proposals. In addition to the committee members appointed by the Board of Directors (in the case of the GNCC elected by the Annual General Meeting), the meetings of the specialist committees are attended by the Group CEO and the Group CFO and, if required, other members of management, representatives of the statutory auditors and external advisors.

In the reporting year 2022, the Board of Directors established a Steering Committee and a Pricing Committee for the preparation and implementation of the capital increase, which supported and supervised the responsible project management and continuously informed the Board of Directors about the current status.

Information on the members of the Board of Directors, their permitted activities and participation in MCH Group Ltd., as well as the composition of the specialist committees and the meetings held in the business year 2022 may be found in the “Corporate Governance” section of the Annual Report under “Board of Directors”.

– Online: [Link](#)

– Download pdf: Page 67

Executive Board

The Executive Board appointed by the Board of Directors manages the business of MCH Group in accordance with the law, the Articles of Association, the Organizational Regulations and other guidelines and instructions issued by the Board of Directors. It is responsible for all key business transactions and matters which are significant for or impact the group as a whole and which are not reserved for the Board of Directors or the General Meeting by law or through the internal regulations.

Information on the members of the Executive Board, their permitted activities and participation in MCH Group Ltd. may be found in the “Corporate Governance” section of the Annual Report under “Executive Board”.

– Online: [Link](#)

– Download pdf: Page 76

Management and control instruments

The duties and competences of the Board of Directors and the Executive Board are governed by the Articles of Association, the Organizational Regulations and the Regulations of the specialist committees. Data on the current and expected course of business is continuously recorded 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, the Executive Board compiles a written monthly 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.

Articles of Association and regulations

The Articles of Association of MCH Group Ltd. were approved by the shareholders of the then Schweizer Mustermesse AG on 14.05.2001, with a view to the merger of Schweizer Mustermesse AG and Messe Zürich AG for international trade fairs and special exhibitions. Subsequently, the General Assembly approved the following amendments to the Articles of Association:

- 08.05.2009: Change of the name of MCH Swiss Exhibition (Holding) Ltd. to MCH Group Ltd.
- 17.05.2010: Approved share capital. Subsequent increase of the share capital to CHF 60,065,750.
- 22.05.2014: Adjustments in accordance with the Ordinance against Excessive Compensation in Listed Stock Corporations (OaEC); update of the purpose article; deletion of the article on approved share capital.
- 27.11.2020: Introduction of a formally selective opting up clause for Lupa Systems LLC; change of the composition of the Board of Directors with a maximum of nine members; lifting of the restrictions on voting rights and the amendment of the registration restrictions; increase of the share capital in two tranches by a total of up to CHF 94,500,00. Subsequent increase of the share capital to CHF 148,693,510 and entry in the Articles of Association as of 21.12.2020.
- 23.05.2022: Adjustments regarding the remuneration of the Board of Directors and the Executive Board as a prerequisite for the introduction of new remuneration models; reduction of the share capital to CHF 14,869,351 by nominal value reduction from CHF 10.00 to CHF 1.00 per share. Subsequent reduction of the share capital and entry in the Articles of Association as of 02.08.2022.
- 28.09.2022: Increase of share capital by up to CHF 18,586,688. Subsequent increase of share capital to CHF 31,053,147 and entry in the Articles of Association as of 12.10.2022.

In addition to the legal regulations and the Articles of Association of MCH Group Ltd., the organization and management are defined in several internal regulations, namely the Organizational Regulations and the Regulations of the Audit Committee (AC) and the Governance, Nomination and Compensation Committee (GNCC).

At the Annual General Meeting of 04.05.2023, various amendments to the Articles of Association will be proposed, which are necessary due to the new Company Law Regulations having been in force since 01.01.2023. In addition, the organizational regulations will be revised in the current business year.

The Articles of Association (in German and English) and the Organizational Regulations and the Regulations governing the specialist committees (in German) are posted on the MCH Group website under “Investors” | “Governance”.

– Link: <https://www.mch-group.com/en/investors/governance/>

Risk Management and Internal Control System

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, in the further development of the internal control system (ICS) and the further building up of the compliance management system. Over the past business year, corporate risk management has conducted various strategic, financial, operational and regulatory examinations.

The MCH Group’s 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 continually aligns its ICS to the effectiveness of its business processes and to 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.

The MCH Group’s risk management deals with strategic, financial, operational and also regulatory risks. In the reporting year, the different business risks were identified in group workshops and individual interviews and assessed in terms of their potential level of impact and the probability of their occurrence. During subsequent consolidation, the most important risks for the group are identified and evaluated. These risks are then reduced to an acceptable level through targeted measures and, where addressable, are integrated in the company’s strategy and operating business. The risk assessment was verified by the Audit Committee (AC) and adopted by the Board of Directors.

In the reporting year, numerous additional risk assessments were performed in addition to the regular risk management process, which is repeated at least once a year. Particular weight was attached to risk management in the decisions taken regarding events and economic and geopolitical developments. Risk management was actively included in the preparations and ongoing situation analyses on a permanent basis.

The most important risks for MCH Group are described below for the individual risk categories. MCH Group continues to regard the impact of geopolitical and economic developments on its business activities as the most significant risks for the group. MCH Group recognizes the overarching interaction with other identified risks, which could also affect the group’s course of business in the near future.

Strategic risks

The opportunities identified include the growth of leading international exhibitions and platforms, the strengthening of the existing event portfolio in Switzerland, and the expansion of the global offering of services in the field of experience marketing. The ongoing implementation of the corporate strategy is decisive in countering the risks arising from such developments. By integrating risk management in its strategic projects, the company is endeavoring to optimize the sustainability and value retention of the investments made.

Financial risks

The partly far-reaching effects of the war in Ukraine and the resulting uncertainties and uneven developments in the global economy will continue to determine MCH Group's business performance in the near future. MCH Group expects the pandemic to have a positive impact on the course of business again once it is over.

The economic situation and the respective industry development have a direct influence on the creditworthiness of customers, the level of marketing investments and foreign currency fluctuations. The MCH Group constantly implements appropriate measures to manage risks at both the strategic, financial and operational levels.

Operational risks

MCH Group continues to adhere to its objective of ensuring operational excellence in all respects in order to achieve maximum security and satisfaction for its customers in particular. With the ongoing implementation of its corporate strategy, MCH Group is gearing itself to the ever more rapidly changing market conditions.

Regulatory risks

The increasing regulatory requirements and framework conditions, together with the international development of MCH Group and its products, are increasing both the complexity of the different issues and the group's exposure. MCH Group is thus continually adapting its organization and processes to this end so as to ensure that potential regulatory risks can be identified at an early stage and the required measures triggered in good time.

Compliance and Internal Audit

The Corporate Compliance function supports the management and the company in ensuring compliance with regulations and guidelines. In implementing the compliance framework, the regulations and guidelines are updated and trained in a targeted manner.

In the 2022 reporting year, the Code of Conduct introduced in 2018 was again trained throughout the company. In the current year, its application will be continuously extended to partners and suppliers. It is planned to introduce an independent reporting office in the current year for reporting violations of the applicable regulations and guidelines.

The task of the Internal Auditor is to provide independent and objective auditing services to ensure that MCH Group complies with the applicable laws and internal guidelines and procedures. In the 2022 reporting year, internal audits were carried out in the areas of "Facility & Asset Management / Safety & Health" and "General Compliance" at two subsidiaries outside Switzerland. In the current year, further audit procedures will be planned and carried out in consultation with the Audit Committee.

The findings and recommendations of the Internal Auditor are recorded in a detailed report for the attention of the Audit Committee and the Board of Directors. The implementation of necessary measures is systematically monitored.

Information policy

MCH Group pursues a policy of open and objective communication as a matter of principle. It complies with the rules of the SIX Swiss Exchange as far as its information practice is concerned. It maintains regular contact with the investors and the media, including via investor conference calls and media talks on important topics such as the annual and half-year financial statements. The invitation to the General Meeting and the documents are sent out by letter. All the key information may be found on the MCH Group website:

- Ad hoc announcements under “Investors” | “Ad hoc publications”
 - Link: <https://www.mch-group.com/en/investors/ad-hoc-announcements/>
- Registration for the push service for ad hoc announcements under “Investors” | “Ad hoc announcements”
 - Link: <https://www.mch-group.com/en/investors/ad-hoc-announcements/>
- Media releases under “News”
 - Link: <https://www.mch-group.com/en/news/>
- Annual reports and half-year reports under “Investors” | “Reports”
 - Link: <https://www.mch-group.com/en/investors/reports/>
- Agenda and contact under “Investors” | “Agenda & Contact”
 - Link: <https://www.mch-group.com/en/investors/agenda-contact/>

Blackout periods

MCH Group has set out the regulations governing blackout periods in its Insider & Ad hoc Regulations. The following blackout periods apply for all members of the Board of Directors and the Executive Board as well as for other permanent insiders (employees in the areas of Corporate Finance, Corporate Communications, Management Office, etc.) and, where appropriate, for insiders working on special projects:

- from 15 July up to the ad hoc communication of the half-year results
- from 15 January up to the ad hoc communication of the annual results
- Decisions are taken on additional blackout periods if an event or a project is subjected to the insider and ad hoc rules. An additional blackout period requires the agreement of the Governance, Nomination and Compensation Committee (GNCC).

In the business year 2022, blackout periods for members of the Board of Directors and the Executive Board as well as for other insiders applied from 15.01.2022 to 29.03.2022 (year-end closing 2021) and from 10.06.2022 to 29.09.2022 (capital increase). The usual blackout period in the context of the half-year closing was overlapped in time by the extraordinary blackout period in connection with the capital increase.

Management Structure

MCH Group Ltd.

Board of Directors and Executive Board of the holding company MCH Group Ltd. and of the Group (31.12.2022):

Board of Directors

- Andrea Zappia, Chairman
- Marco Gadola, Vice-Chairman
- Markus Breitenmoser
- Christoph Brutschin
- Dr. Balz Hösly
- Dr. Dagmar Maria Kamber Borens
- Eleni Lionaki
- James R. Murdoch
- Jeffrey Palker

Information on the members of the Board of Directors, the composition of the committees, the meetings of the Board of Directors and the committees in the 2022 business year, as well as the permitted activities of the members of the Board of Directors and their shareholdings in MCH Group Ltd. may be found in the “Corporate Governance” section of the Annual Report under “Board of Directors”.

– Online: [Link](#)

– Download pdf: Page 67

Executive Board

- Florian Faber, Group Chief Executive Officer (Group CEO)
- Michael Hüsler, Group Chief Financial Officer (Group CFO)

Information on the members of the Executive Board, their permitted activities and their shareholdings in MCH Group Ltd. may be found in the “Corporate Governance” section of the Annual Report under “Executive Board”.

– Online: [Link](#)

– Download pdf: Page 76

Subsidiaries

Board of Directors and Management of the companies in which the MCH Group has a 100 % or major holding (31.12.2022):

MCH Swiss Exhibition (Basel) Ltd.

Board of Directors

- Florian Faber, Chairman
- Michael Hüsler, Vice-Chairman

Management

- Florian Faber, Group Chief Executive Officer (Group CEO)
- Michael Hüsler, Group Chief Financial Officer (Group CFO)

MCH Swiss Exhibition (Zurich) Ltd.

Board of Directors

- Florian Faber, Chairman
- Michael Hüsler, Vice-Chairman

Management

- Florian Faber, Group Chief Executive Officer (Group CEO)
- Michael Hüsler, Group Chief Financial Officer (Group CFO)

MCH Beaulieu Lausanne SA

Board of Directors

- Florian Faber, Chairman
- Michael Hüsler, Vice-Chairman
- Jonas Scharf

Management

- Florian Faber, Group Chief Executive Officer (Group CEO)
- Michael Hüsler, Group Chief Financial Officer (Group CFO)

MCH Live Marketing Solutions AG

Board of Directors

- Florian Faber, Chairman & Delegate
- Michael Hüsler

Management

- Frank Marreau, Chief Executive Officer (CEO) Expomobilia (since 07.02.2023 Rob Graven)
- Ties Hendriks, Chief Executive Officer (CEO) MCH Global
- Andreas Hartmann, Chief Financial Officer (CFO)
- Natalie Bernoulli, Head HR & People Lead

MC² Group

Board of Directors

- Florian Faber, Chairman
- Michael Hüsler

Management

- Don Lee, CEO Chief Executive Officer (CEO)
- Paul Chartier, Chief Financial Officer (CFO)

Arcual AG

Board of Directors

- Florian Faber, Chairman
- Ben FitzGerald (since March 2023)
- Noah Horowitz
- Michael Hüsler (since March 2023)
- Urs Rahne
- Aleksandar Vukajlovic Filistorf

Management

- Bernadine Bröcker Wieder, Chief Executive Officer (CEO)
- Rodrigo Esmela, Chief Product Officer (CPO)
- Christopher Jukes, Director of Finance and Operations
- Michael Schuller, Chief Technology Officer (CTO)

Group Management Team

The operational leadership team appointed by the Executive Board (31.12.2022):

- Florian Faber
Group Chief Executive Officer (Group CEO)
Member of the Executive Board
- Michael Hüsler
Group Chief Financial Officer (Group CFO)
Member of the Executive Board
Corporate Finance | Corporate Services | Building & Operation
- Susann Zumstein
Chief People Officer (CPO)
- Noah Horowitz
CEO Art Basel
Art Basel | Paris+ par Art Basel | Digital Platforms
- Roman Imgrüth
CEO MCH Exhibitions & Events
Own Events | Guest Events
- Jonas Scharf
Deputy CEO MCH Exhibitions & Events
- Frank Marreau (since 07.02.2023 Rob Graven)
CEO Expomobilia
Building Experiences
- Ties Hendriks
CEO MCH Global
Next-generation Experiential Marketing

- Don Lee
CEO MC²
Brand Experience Solutions
- Sarah Borrey
Head of Group Strategy & Sustainability
- Jonathan Isenring
Head of Group Business Development & Innovation
- (vacant)
Head of Corporate Development

Board of Directors

The members of the Board of Directors of MCH Group Ltd. (31.12.2022)



Andrea Zappia

Chairman

Andrea Zappia is Executive Vice President and Chief Executive Officer New Markets and Business of Sky Group. He is Chairman of SkyShowtime (a Joint Venture of Sky and Paramount Global). He is a member of the Board of Directors and Chairman of the Nomination and Compensation Committee (NNC) of EssilorLuxottica. Andrea Zappia started his career at the multinational Procter&Gamble company, where he held the post of European Group Marketing Manager. From 1996 to 2001, he was Global Sales and Marketing Director for Ferrari and Maserati. In 2003, he joined Sky Italia, where he held various executive positions before holding the post of CEO from 2011 to 2019 and moving to the management of Sky Group. Andrea Zappia is an Italian citizen. He was born in Tripoli and grew up in Bologna, where he graduated in Economics.

- Place of residence: Milan (Italy)
- Date of birth: 24.09.1963
- Nationality: IT
- BD member since 2021
- Elected annually by the AGM



Marco Gadola

Vice-Chairman

Marco Gadola is currently, among other things, Chairman of the Board of Directors of DKSH Holding AG and Medartis and a member of the Board of Directors of various Basel-based firms, including Straumann and Tally Weijl, as well as other companies. From 2006 to 2008 he was CFO and EVP Operations and, from 2013 to 2019, CEO of the Straumann Group. Between these posts he was Chief Financial Officer and Regional CEO Asia/Pacific at Panalpina Management AG. Prior to his initial period at Straumann, he held different managerial posts at Hero AG, Hilti, Sandoz International Ltd. and Swiss Bank Corporation. Marco Gadola studied economics in Basel, followed by other courses of study in London and Lausanne.

- Place of residence: Engelberg (Switzerland)
- Date of birth: 23.09.1963
- Nationality: CH / FR
- BD member from 2016 to 2019 and since 2021
- Elected annually by the AGM



Markus Breitenmoser

Markus Breitenmoser has been active internationally for more than 30 years as a Board member, investor, manager and consultant in various industries, including the financial industry, where he has worked especially in the field of corporate restructuring and repositioning. He holds an MBA from the University of St. Gallen. He started his career with Ascom Holding AG before moving to Credit Suisse First Boston and Actienbank and was then a partner and director at Arthur D. Little Central Europe and Helbling Business Advisory AG, where he provided consultancy services to numerous corporate customers from different sectors. He subsequently held Board of Directors' mandates at the stock-exchange-listed and internationally operating companies of Precious Woods Holding AG and Lifewatch AG, and the innovation analytics company Alpora AG, where he was also a founding partner. Today he is a shareholder and partner of consultancy firm Breitenmoser & Partner GmbH and Chairman of the Central American forestry company Novelteak AG and its subsidiaries as well as MCBM Beteiligungen AG.

- Place of residence: Jona (Switzerland)
- Date of birth: 12.01.1963
- Nationality: CH
- BD member since 2019
- Elected annually by the AGM



Christoph Brutschin

Christoph Brutschin was a member of the cantonal government and Head of the Economic, Social Affairs and Environment Department of the Canton of Basel-Stadt from 2009 until January 2021. He is, among other things, Chairman of "Schweizerischen Vereinigung für Schiffart" (Swiss Shipping Association) and a member of the Board of Directors of Grande Dixence SA. Christoph Brutschin 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 (Switzerland)
- Date of birth: 21.02.1958
- Nationality: CH
- BD member since 2009
- Delegate of the Canton of Basel-Stadt



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 in 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 organization Osec (now Switzerland – Global Enterprise). He is a lecturer at the University of Zurich and the ZfU Business School in Thalwil. He is Chairman of the Board of Directors of Greater Zurich Area AG and the AG Hallenstadion Zürich as well as a member of the Board of Directors of Showwerk AG in Aegeri and Alstom (Schweiz) AG in Zurich.

- Place of residence: Zurich (Switzerland)
- Date of birth: 08.03.1958
- Nationality: CH
- BD member since 2018
- Delegate of the Canton and City of Zurich



Dr. Dagmar Maria Kamber Borens

Dr. Dagmar Maria Kamber Borens is a member of the Executive Board of State Street Bank International GmbH and responsible for Switzerland, Austria, the Netherlands, Scandinavia and the custodian bank Germany. She has more than twenty years of experience in the banking industry. Among others, she has worked for UBS for over 17 years in various management positions in Zurich, London and Singapore, most recently as Group CFO for the Asia Pacific region. Furthermore, she was COO and a member of the Executive Board of Swiss Universal Bank of Credit Suisse (Switzerland). Dagmar Kamber Borens studied law at the University of Basel and holds a PhD.

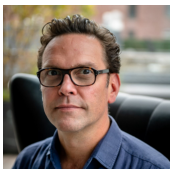
- Place of residence: Basel (Switzerland)
- Date of birth: 28.09.1972
- Nationality: CH
- BD member since 2019
- Delegate of the Canton of Basel-Stadt



Eleni Lionaki

Eleni Lionaki is a Managing Director at Liberty Global plc. She previously acted as a partner of Lupa Systems LLC and then a Strategic Advisor from 2019 until 2022. Prior to her time at Lupa, she headed 21st Century Fox's corporate office in Europe and was in charge of Mergers & Acquisitions activity in the region. Before that, she held senior positions in investment banking at Deutsche Bank and Goldman Sachs. She was previously on the boards of Endemol Shine, Moby Group and Tribeca Enterprises and is currently a member on the Board of Directors of All3 Media Group.

- Place of residence: London (UK)
- Date of birth: 17.09.1977
- Nationality: GR / GB
- BD member since 2020 (21.12.)
- Elected annually by the AGM



James R. Murdoch

James Murdoch is an investor and philanthropist. After more than two decades of global leadership in the media and technology industries, James Murdoch founded LUPA Systems as a private holding company. He most recently served as CEO of 21st Century Fox from 2015 to 2019; previously he served as 21st Century Fox Co-COO, Chairman and CEO for Europe and Asia. Prior to his time at 21st Century Fox, he was the CEO and Chairman of Sky, and CEO of STAR TV. James Murdoch is member of the Board of Directors of Tesla and the Dia Art Foundation, Vice-Chairman of the Center for New American Security, and a member of the Council for Foreign Relations. James and his wife, Kathryn Murdoch, are founders of Quadrivium, a foundation that invests in democracy reform, technology and society, scientific awareness, and climate and ocean health issues.

- Place of residence: New York, N.Y. (USA)
- Date of birth: 13.12.1972
- Nationality: US
- BD member since 2020 (21.12.)
- Elected annually by the AGM



Jeffrey Palker

Jeffrey Palker joined Lupa Systems LLC as Managing Partner and General Counsel in April 2019. Previously, he worked at 21st Century Fox, where he served as Executive Vice President, Deputy General Counsel and Deputy Chief Compliance Officer. Owing to his extensive international experience, he was previously also General Counsel for Europe and Asia at 21st Century Fox. Jeffrey Palker has extensive experience as a member of Boards of Directors. He was previously on the Board of Endemol Shine and is currently a member of the Board of Directors of Tribeca Enterprises and AWA studios.

- Place of residence: Short Hills, N.J. (USA)
- Date of birth: 30.10.1973
- Nationality: US
- BD member since 2020 (21.12.)
- Elected annually by the AGM

Committees of the Board of Directors

Governance, Nomination and Compensation Committee (GNCC)

- Christoph Brutschin, Chairman
- Marco Gadola
- Jeffrey Palker
- Andrea Zappia

Audit Committee (AC)

- Dr. Dagmar Maria Kamber Borens, Chairwoman
- Markus Breitenmoser
- Christoph Brutschin
- Eleni Lionaki (since 01.01.2023 Jeffrey Palker)

Strategy Committee (SC)

- James R. Murdoch, Chairman
- Marco Gadola
- Dr. Balz Hösly
- Eleni Lionaki
- Andrea Zappia

Special Committees Capital Increase

Steering Committee:

- Christoph Brutschin
- Eleni Lionaki

Pricing Committee:

- Christoph Brutschin
- Eleni Lionaki
- Marco Gadola

Meetings of the Board of Directors and the committees

In the 2022 business year, the meetings of the Board of Directors were held either in hybrid form (physical presence in the facilities of Messe Basel and participation via video conference) or solely as video conferences.

Board of Directors

- Number of meetings: 9
- Meeting calendar: February, March, April, May, June, August, September, November, December
- Total meeting duration: 25 hours
- Attendance of members: 95 %

Governance, Nomination and Compensation Committee (GNCC)

- Number of meetings: 15
- Meeting calendar: January (4), February, March (2), April (2), June, July, August, November (3)
- Total meeting duration: 32 hours
- Attendance of members: 93 %

Audit Committee (AC)

- Number of meetings: 7
- Meeting calendar: January, February, March, June, August, November, December
- Total meeting duration: 18 hours
- Attendance of members: 97 %

Strategy Committee (SC)

- Number of meetings: 3
- Meeting calendar: January, March, June
- Total meeting duration: 7 hours
- Attendance of members: 100 %

Special Committees Capital Increase

- Number of meetings (all virtual): 24
- Meeting calendar: April (4), May (4), June (4), July (2), August (3), September (6), October
- Total meeting duration: 17 hours
- Attendance of members: 100 %

Main areas of activity in 2022

During the 2022 reporting year, the Board of Directors addressed the following main topics, among others :

- Year-end closing 2021, half-year closing 2022 (2)
- Quarterly financial reports / forecasts 2022 (2)
- Mid-term plan 2022-2027 (2 / 3)
- Budget 2023 (2)
- Bond refinancing / capital increase (2 / 4)
- Capital reduction / nominal value reduction (2 / 4)
- Review corporate strategy (3)
- Monitoring strategy implementation (3)
- Risk management & compliance (2)
- Internal Audits
- Reorganization management level 1 and 2 (1)
- Recruiting Group CEO (1)
- Remuneration models Board of Directors / management / employees (1)
- Salary policy 2023 (1)
- Preparation / execution of Annual General Meeting and Extraordinary General Meeting

Preparation

1 Governance, Nomination and Compensation Committee (GNCC)

2 Audit Committee (AC)

3 Strategy Committee (SC)

4 Steering Committee / Pricing Committee

Permitted activities of the members of the Board of Directors

Permitted activities as per §23 of the Articles of Association of MCH Group Ltd.

- a) in the case of corporations pursuant to Articles 620-673 of the Swiss Code of Obligations or comparable foreign legal entities whose shares are listed on a stock exchange in Switzerland or abroad: 5;
- b) in the case of other legal entities registered in the Commercial Register or in a corresponding foreign register, insofar as not included in litera c): 15 minus the activities pursuant to litera a);
- c) in the case of charitable legal entities registered in the Commercial Register or in a corresponding foreign register, which pursue public or charitable purposes: 10.

Shares held by members of the Board of Directors

	Number of shares CHF 1.00 and percentage of voting rights 31.12.2022		Number of shares CHF 1.00 and percentage of voting rights 31.12.2021	
Andrea Zappia, Chairman ¹⁾	86 409	0.3%	38 409	0.3%
Marco Gadola, Vice Chairman	35 000	0.1%	-	-
Christoph Brutschin	-	-	-	-
Markus Breitenmoser	26 657	0.1%	9 000	0.1%
Dr. Balz Hösly	-	-	-	-
Dr. Dagmar Maria Kamber Borens	-	-	-	-
Eleni Lionaki	-	-	-	-
James R. Murdoch	-	-	-	-
Jeffrey Palker	-	-	-	-
Total	148 066	0.5%	47 409	0.3%
Shares held by related parties				
of Markus Breitenmoser ²⁾	-	-	2 847	0.0%
of James R. Murdoch ³⁾	11 963 130	38.5%	4 805 238	32.3%

1) Registered with voting rights 38 409

2) MCBM Beteiligungen AG

3) Lupa Investment Holdings LP

Changes in the composition of the Board of Directors

There were no personnel changes on the Board of Directors in business year 2022.

At the Annual General Meeting on 04.05.2023, Christoph Brutschin will step down as a member of the Board of Directors. He has been a member of the Board of Directors since 2009 as Delegate of the Canton of Basel-Stadt – with numerous additional functions: 2016 to 2021 Vice Chairman, 2009 to 2023 member of the Audit Committee (AC) and 2020 to 2023 member of the Governance, Nomination and Compensation Committee (GNCC, since 2021 Chairman).

At the Annual General Meeting on 04.05.2023, Dr. Balz Hösly will step down as a member of the Board of Directors. He has been a member of the Board of Directors since 2018, until 2020 as delegate of the City of Zurich, since December 2020 as delegate of the Canton and the City of Zurich. He was a member of the Governance, Nomination and Compensation Committee (GNCC) from 2018 to 2022 and has been since 2019 a member of the Strategy Committee (SC), which was established at that time.

At the Annual General Meeting on 04.05.2023, Eleni Lionaki will step down as a member of the Board of Directors. She has been a member of the Board of Directors as well as of the Audit Committee (AC) and the Strategy Committee (SC) as a representative of Lupa Systems since December 2020. She has left Lupa Systems as of the end of 2022 to take up a new professional challenge.

The Executive Council of the Canton of Basel-Stadt has appointed Raphael Wyniger, an entrepreneur and hotelier from Basel, as delegate of the Canton of Basel-Stadt and successor of Christoph Brutschin as a member of the Board of Directors as of the date of the Annual General Meeting on 04.05.2023. Raphael Wyniger has an extensive know-how from the hospitality and event industry. With his knowledge and experience, will be able to make an outstanding contribution to the development of the MCH Group and Basel as an exhibition venue

The Board of Directors intends to reduce the number of members of the Board of Directors from nine to seven. For this reason, at the time of the Annual General Meeting on 04.05.2023, the Canton and the City of Zurich are waiving the appointment of a delegate to which they would be entitled under the MCH Group's Articles of Association. In addition, Lupa Systems will limit itself to the nomination of two members at the Annual General Meeting and will waive a third election proposal to succeed Eleni Lionaki.

Board of Directors ' Office

- Christian Jecker, Secretary of the Board of Directors

Executive Board

Members of the Executive Board (31.12.2022)



Florian Faber

Group Chief Executive Officer (Group CEO)

Florian Faber was appointed Group Chief Executive Officer (Group CEO) by the Board of Directors with effect from 01.07.2022. He joined MCH's company Expomobilia in 2009 as New Business Manager, where he took on the role of Head of Sales as a member of the Management in 2011. In summer 2014, he became Managing Director of Expomobilia, which was renamed MCH Live Marketing Solutions AG in November 2018. In January 2019, Florian Faber took over the management of the Live Marketing Solutions Division as a member of the Executive Board of MCH Group and was responsible for the repositioning and growth strategy of the brands MCH Global (Experiential Marketing Agency), MC² (Brand Experience Solutions Provider) and Expomobilia (General Contractor Building Experiences). Before joining MCH Group, Florian Faber was responsible for Live Marketing Communication & Interactive Marketing in Europe at the Nissan car group. Florian Faber holds an Executive Master of Business Administration (MBA) degree from the University of Zurich.

- Place of residence: Nürensdorf (Switzerland)
- Date of birth: 22.05.1979
- Nationality: DE / CH
- EB member since 14.01.2019



Michael Hüsler

Group Chief Financial Officer (Group CFO)

Michael Hüsler was appointed Group Chief Financial Officer (Group CFO) of MCH Group on 15.01.2021. He has extensive leadership experience at senior management level, especially in the areas of investor relations, M&A transactions and restructuring. Michael Hüsler studied economic sciences in Basel and qualified as an IFRS Accountant at the Controller Akademie Zurich. He began his professional career in auditing at PriceWaterhouseCoopers and then became Head Corporate Controlling at Straumann Holding AG. In 2005, he switched to Bachem Holding AG as Group CFO. From 2009 to 2017, he was Group CFO of Siegfried Holding AG then, as of 2017, Group CFO of Habasit International AG, where, in his function as CFO, his responsibilities included the Legal and IT departments. As Group CFO of MCH Group, Michael Hüsler is responsible for Corporate Finance, various Corporate Services (ICT, Legal, Risk & Compliance, Procurement) and the Building & Operation department of Messe Basel and Messe Zürich.

- Place of residence: Arlesheim (Switzerland)
- Date of birth: 28.04.1972
- Nationality: CH
- EB member since 15.01.2021

Changes in the composition of the Executive Board

The Board of Directors appointed Florian Faber as Group Chief Executive Officer (Group CEO) and thus as Chairman of the Executive Board as of 01.07.2022. At that time, he was CEO of the Live Marketing Solutions division and a member of the Executive Board.

As Group CEO, Florian Faber succeeded Beat Zwahlen, who had exercised this function for an interim period since 15.01.2022 and stepped down from the Executive Board on 30.06.2022. Beat Zwahlen is leaving MCH Group on 31.03.2023.

Andreas Eggimann, Chief Digital & Information Officer (CDIO), left the Executive Board on 31.07.2022, having decided to leave MCH Group. The employment relationship ends on 31.03.2023.

Marc Spiegler, Global Director Art Basel, resigned from the Executive Board on 26.10.2022, having decided to leave MCH Group. The employment relationship ends on 31.10.2023.

In the course of the personnel changes on the Executive Board and of a restructuring of the operational leadership of MCH Group, the composition of the Executive Board has been reduced to the Group CEO and the Group CFO. The Executive Board has appointed a new Management Team as the second management level, which represents and networks all business areas and services.

There have been no further changes in the composition of the Executive Board between January 2022 and the publication of this Annual Report at the end of March 2023.

Permitted activities of the members of the Executive Board

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

- a) in the case of stock-exchange listed legal entities registered in the Commercial Register or in a corresponding foreign register: 1;
- b) in the case of unlisted legal entities registered in the Commercial Register or in a corresponding foreign register, insofar as not included in litera c): 5;
- c) in the case of charitable legal entities registered in the Commercial Register or in a corresponding foreign register, which pursue public or charitable purposes: 5.

Shares held by members of the Executive Board

	Number of shares CHF 1.00 and percentage of voting rights 31.12.2022		Number of shares CHF 1.00 and percentage of voting rights 31.12.2021	
Florian Faber	-	0.0%	-	0.0%
Michael Hüsler	20 000	0.1%	6 000	0.0%
Andreas Eggimann ¹⁾			1 000	0.0%
Marc Spiegler ²⁾			-	0.0%

Beat Zwahlen ³⁾			-	0.0%
Total	20 000	0.1%	7 000	0.0%
Shares held by related parties				
of Beat Zwahlen ⁴⁾			5 000	0.0%

1) Member of the Executive Board up to 31.07.2022

2) Member of the Executive Board up to 26.10.2022

3) Member of the Executive Board up to 30.06.2022

4) CORxpert AG

Personnel

The details set out below include all the companies in which the MCH Group Ltd. has a 100 % or major holding.

At the end of the 2022 reporting year, MCH Group had a total of 794 employees on permanent contracts occupying 761.8 full-time equivalents. The group's workforce thus increased in the 2022 reporting year by 132 permanent employees (19.9 %) and 134.5 full-time equivalents (21.4 %).

For the provision of various services, additional temporary staff are employed. As of 31.12.2022, there were an additional 526 temporary employees with 202.5 full-time equivalents.

Employees on permanent contracts by company (without minority stakeholdings)	Male	Female	31.12.2022 Total	Male	Female	31.12.2021 Total
MCH Group Ltd.	13	8	21	13	8	21
MCH Swiss Exhibition (Basel) Ltd. ¹⁾	127	172	299	112	144	256
MCH Swiss Exhibition (Zurich) Ltd.	12	10	22	10	14	24
MCH Beaulieu Lausanne SA	1	1	2	1	2	3
MCH Live Marketing Solutions AG ²⁾	82	58	140	73	44	117
MC ² Group ³⁾	194	94	288	171	70	241
Arcual AG ⁴⁾	12	10	22	-	-	-
Total	441	353	794	380	282	662

Hierarchy levels/Gender	Male	Female	31.12.2022 Total	Male	Female	31.12.2021 Total
Board of Directors MCH Group	7	2	9	7	2	9
Executive Board MCH Group	2	0	2	5	0	5
Management ⁵⁾	8	3	11	4	1	5
Managerial staff	73	40	113	57	33	90
Employees	358	310	668	314	248	562
Total	448	355	803	387	284	671

Nationalities/Gender	Male	Female	31.12.2022 Total	Male	Female	31.12.2021 Total
Switzerland	138	93	231	135	97	232
Germany	62	57	119	48	47	95
France	14	19	33	9	8	17
Italy	9	4	13	5	1	6
Austria	1	2	3	-	4	4
Great Britain	4	12	16	5	8	13
USA	181	108	289	160	78	238
Hong Kong	2	13	15	1	9	10

China (Mainland)	2	7	9	2	4	6
Other	28	38	66	15	26	41
Total	441	353	794	380	282	662

1) With subsidiaries Art Basel U.S. Corp., MCH Group Asia Limited, Masterpiece London Ltd., Digital Festival AG, MCH Group France SAS

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

3) MC ² USA and MC ² Europe

4) Joint Venture, holding 67.5%

5) MCH Live Marketing Solutions AG, MC2 Group, Arcual AG. The Executive Board is also the management of MCH Swiss Exhibition (Basel) Ltd., MCH Swiss Exhibition (Zurich) Ltd. and MCH Beaulieu Lausanne SA.

Statutory Auditors

The Annual General Meeting of MCH Group Ltd. on 23.05.2021 elected KPMG AG, Basel, as the statutory auditors for the group for the 2022 business year.

KPMG AG, Basel has invoiced the MCH Group for services relating to the 2022 business year as follows:

Services (in CHF, excl. VAT)	2022	2021
Audit fees	612 000	589 875
Additional fees ¹⁾	502 000	218 000
Total	1 114 000	807 875

1) 2021: tax consultancy (VAT and Corporate Tax). 2022: Services in relation to the capital increase and tax consultancy (VAT and Corporate Tax)

The auditing services cover all engagements in connection with the auditing of the annual accounts for the business year in question. Other consulting comprises mainly services in connection with the capital increase as well as tax consulting.

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 two Audit Committee meetings.

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. KPMG AG, Basel has held this mandate since being elected by the General Meeting on 07.05.2012. Claudio Boller has been the lead auditor since the 2018 business year.



Icons of Porsche, Dubai,
November 2022

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The Reports 2022 of
MCH Group are available
in German and English.
The German version is
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