

## Material Risks

The Nemetschek Group examines not only the main risks for its business activities but also risks that could have a significant negative impact on the concerns defined for non-financial reporting (HGB section 315c in conjunction with section 289c(3)(3) and (4)). The risk assessment involves recording the gross risk values for the amount of loss and probability of occurrence as far as possible, as well as the net risk positions remaining after risk-mitigating measures.

Similarly to the previous year, no material risks that would very likely have serious effects were identified for 2023 with respect to the topics defined in the non-financial reporting. Consequently, there remained no risks for 2023 that, on a net basis, meet the materiality criteria under section 289c (3)(3) and (4) HGB. This risk assessment was coordinated with the sustainability representatives for the brands during the reporting period.

## Materiality Analysis

The Nemetschek Group performs an extensive materiality analysis every two years in order to align its sustainability activities with the interests of stakeholders. An assessment of the key issues and their validity is conducted in the intervening years. The Group started to carry out a double materiality analysis pursuant to the requirements of the ESRS standards in the 2023 fiscal year, and plans further strategic development of this approach in 2024. Reporting for the 2023 fiscal year was therefore based on the materiality analysis last performed in 2021, which was reviewed in terms of validity, and its key topics used as the basis for the sustainability report in the reporting year.

A variety of external frameworks such as the GRI Standards and various ESG and sustainability ratings were used to assess how current and relevant selected topics in the 2021 materiality analysis were. Then, roughly 850 internal and external stakeholders were consulted to identify material topics and their relevance to the Group's business and to evaluate the impacts on the environment, employees, and society. Weighting the individual results ensured that the overall result was representative. The CR Core Team concluded the process by discussing and validating the ranking of the issues at a final workshop. These results were presented to the Executive Board and subsequently reported to the Supervisory Board.

The following table shows the topics that were identified as material and their allocation to the overarching fields of action and concerns under the CSR-RUG.

### FIELDS OF ACTION AND MATERIAL TOPICS

Field of Action ("concern" under CSR-RUG)	Material Topics at Nemetschek Group
<b>Employees and Society</b> (Social Issues and Employees)	<ul style="list-style-type: none"> <li>» Attracting and retaining employees</li> <li>» Training and education</li> <li>» Employee health</li> <li>» Diversity and inclusion</li> <li>» Client relationships</li> <li>» Partnerships with higher-education institutions</li> </ul>
<b>Environment and Climate</b> (Environment)	<ul style="list-style-type: none"> <li>» Environmental and social effects of products</li> </ul>
<b>Integrity and Compliance</b> (Human Rights and Combating Corruption)	<ul style="list-style-type: none"> <li>» Fair business practices and anticorruption</li> <li>» Antidiscrimination</li> <li>» Data protection and information security</li> </ul>

The Nemetschek Group additionally reports on the subject "Group Energy Consumption and Emissions" in the section [« Environment and Climate »](#) in the Group Non-Financial Report 2023 in light of the future regulatory requirements of the CSRD and resulting mandatory application of the ESRS standards.

## 2.3 Key Non-Financial Issues

### Employees and Society

At the Nemetschek Group, the focus is on employees. The Nemetschek Group believes that satisfied, successful, and healthy employees are crucial to sustainable business development. The Group's management maintains an open dialog with all employees at all levels and has set clear focus areas and objectives for human resources work at the company. The most important goals remain the same, namely, to create the best possible environment, to attract the best talent to the company and retain it, to offer equal opportunities, and to treat everyone with the utmost respect and appreciation. A global incentive system was established for Nemetschek Group managers in the 2023 fiscal year to reinforce these goals. And this social responsibility is not limited to only the employees at the Group. It also applies to clients, partners, and society as a whole. The Nemetschek Group Code of Conduct states the importance of acting responsibly in relation to all our stakeholders.

### Management Approach – Employee Responsibility

In addition to the Nemetschek Group Code of Conduct, the People Letter of Commitment defines basic standards and requirements for key issues affecting employees, including diversity and employee well-being. They include core instruments for employee recruitment and development. Regular employee development conversations between employees and their managers as well as programs for supporting employee health are just two examples from these fields.

A Group-wide Business Enablement initiative was launched in 2023 to develop and harmonize the internal processes and structures of the AEC/O brands. Gaining and retaining employees, education and training, employee health, and diversity and inclusion are focal points of the Business Enablement initiative in the area of People/Human Resources. Owing to regional differences in terms of the labor markets in which the brands are active, the brands are also still free to define brand-specific standards and to develop their own People/HR guidelines that go beyond the minimum requirements stated in the People Letter of Commitment or govern additional topics.

The “People/Human Resources” department of Nemetschek SE supports and advises the HR departments of the individual brands. The Chief People Officer (CPO) is responsible for the “People/Human Resources department” within Nemetschek SE and reports to the CEO. There is a reporting line between the CPO and the HR managers of the individual brands in order to ensure management of the key HR topics throughout the Group. The HR departments within the Nemetschek Group also maintain close cross-brand dialog on current and future HR issues, such as development and support of talent in the company.

The Business Enablement initiative identified core processes throughout the employee life cycle in the 2023 fiscal year which can be harmonized and scaled within the Nemetschek Group. Various functional cross-brand expert teams were then formed for a range of core processes, including Talent Acquisition, Talent Management, Total Rewards, People Operations, Business Partnering and People Experience, which are responsible for ongoing development of these areas throughout the Group.

A new human experience management (HXM) cloud solution was introduced in 2023, to which the majority of the group is already connected. The HXM platform links Group-wide core HR processes across the Nemetschek Group and forms the basis for internal and external reporting, assessment, and management of employee-related data.

The Nemetschek Group’s values are characterized by open and transparent communication. This is also maintained at the Group-wide “NEMunplugged” employee events. These quarterly hybrid events introduced new members of the workforce’s management and provided an overview of the current Group-wide activities and of the Group’s strategic direction during the 2023 fiscal year. Moreover, the Executive Board/Executive Leadership Team regu-

larly presents current business development and further data and facts on the Group and its segments. The Nemetschek Management Forum, comprising the top management of Nemetschek SE and the CEOs of the individual brand companies, also holds regular meetings, both virtually and in person, to discuss and pursue matters of strategic relevance.

### Gaining and Retaining Employees

Attracting and retaining highly qualified and highly motivated employees is one of the keys to success for the entire software industry. The shortage of skilled IT workers also affects enterprises like the Nemetschek Group. The AEC/O market and the media and entertainment industry are characterized by a high speed of innovation. When it comes to finding skilled and highly talented workers, the Nemetschek Group must compete with businesses of comparable structures and sizes as well as international corporations.

Attractive working conditions and a positive working environment help attract the best talent to the Nemetschek Group and retain it in the Group. One of the key aims of HR activity is to develop the size of the workforce to enable realization of the Group’s targeted growth potential and to avoid the restrictions of a skilled labor shortage. The Nemetschek Group uses the development of the number of its employees and staff turnover as an indicator of the success of its measures. It plans to also set targets for gaining and retaining employees in the 2024 fiscal year in connection with its ongoing development of sustainability-related activities. In particular, the methods used by the Nemetschek Group’s brands for actively finding employees include social media platforms as well as recommendations from its own employees.

In order to retain skilled employees and managers in the long term, the Nemetschek Group keeps working on maintaining and reinforcing its appeal as an employer. Flexible working time models, which are laid down as a standard in the People Letter of Commitment, contribute to this, too. Some brands have also developed their own additional rules in this area. Across the Group, all brands support remote working, for example, and equip their employees accordingly. The structure of the individual working time models depends on the business model of the respective brand.

In 2023, the number of employees in the Nemetschek Group decreased by 19 or 0.6% compared with the previous year. As at December 31, 2023, the Nemetschek Group employed 3,429 people (previous year: 3,448). Employee turnover, which is defined as non-company-initiated employee departures in relation to the total headcount, was 6.7% in 2023 (2022: 9.1%).

## Education and Training

The Nemetschek Group is committed to ongoing education and training. As a company that uses and promotes digitalization, the Nemetschek Group also offers young people in particular long-term prospects. Talented young people at the company have the ability to develop and gradually take on leadership responsibilities. The overriding aim of the training and education activities is to support Nemetschek Group employees in matters relating to professional and social skills, thereby enabling experts and managers to be developed from among the junior staff. The Nemetschek Group's LinkedIn Learning program provides all brand companies with access to a range of continuing professional development opportunities, in which employees can select training courses to suit their needs from a broad spectrum of subjects. Almost 2,400 Nemetschek Group employees took advantage of this offer in the reporting year. In addition to professional training measures, Themed Learning Challenges are also conducted each month via the intranet with various video content. These included subjects such as "Mindset Matters", "Sustainability in the Workplace" and "Artificial Intelligence and Machine Learning" in 2023. Leadership and expert training sessions are also offered in the individual brand companies of the Nemetschek Group; this year they have been consolidated and harmonized at Group level. The purpose behind them is to create an opportunity for the junior staff to be able to develop into managers as well as for the brands to support and promote career pathways for experts.

Training needs and corresponding initiatives are analyzed and addressed within the respective brands. The People Letter of Commitment describes the minimum requirements for professional development and further education. The individual requirements for professional development and further education are defined in annual development conversations between employees and their managers and then put into practice with targeted measures during the following year. Individual development targets and possibilities as well as specific measures and goals are also discussed. These development conversations took place at all brands in 2023, as in the previous year.

## Employee Health

For the Nemetschek Group, it is of the utmost importance that employees are offered a healthy and safe work environment. This includes minimizing the risk of occupational accidents and work-related illnesses. The company continuously adapts the health-related measures and initiatives to the changing requirements of the working environment.

In its People Letter of Commitment, the Nemetschek Group defined minimum requirements for Group-wide workplace health initiatives for all brands. Measures that were previously largely managed on a decentralized basis are currently undergoing continuous development by the newly formed expert teams within

the AEC/O brands in a uniform Group-wide manner. One aim of health management is to give our employees the opportunity to participate in and to promote health-related measures offered by the company. The vast majority of brand companies offered their employees initiatives for their health in the reporting year, including preventive measures such as health screenings and subsidies for gyms.

## Diversity and Inclusion

Diversity is part of the corporate culture at the Nemetschek Group. Different cultures and distinct individuality are important drivers for the Group's innovation and should therefore be promoted in a targeted manner. This guiding principle relating to the diverse and inclusive corporate culture can be found on the Nemetschek Group website and has also been communicated via internal channels:

*"We, the Nemetschek Group, are a global organization with employees from nearly 70 nations. For us, diversity, equity, inclusion, and belonging are the keys to unleashing our full potential and driving true innovation.*

*We can provide our clients the best support for influencing the world by having a diverse culture. We aim to treat EVERYONE with respect and appreciation, regardless of their differences. Valuing diverse opinions and creating equal opportunities for all are of the utmost importance for us as an organization, and as individuals."*

The company resolved targets to increase the proportion of women in leadership roles by December 31, 2025, on the Supervisory Board (target 25%), the Executive Board (target 25%) and for the first management tier below the Executive Board (target 28.6%), all of which were achieved in 2023. The share of women on the Supervisory Board was 33.3% as at December 31, 2023 (December 31, 2022: 33.3%). The Supervisory Board appointed a female CFO effective January 1, 2023, which made the proportion of women on the Executive Board 50% as at December 31, 2023 (December 31, 2022: 0%). The first management tier below the Executive Board, which comprises employees who report directly to the Executive Board members, comprised 28.6% women as at December 31, 2023 (December 31, 2022: 25%).

A Group-wide diversity training concept was developed in the 2023 fiscal year for 2024 to further raise awareness about diversity and inclusion issues within the Nemetschek Group.

\* Correction to prior-year figure. The first management tier comprised 16 individuals as of December 31, 2022, of whom 4 were women.

### Management Approach – Clients and Society

Every company in the Nemetschek Group bears social responsibility that extends beyond the mere purpose of its operating activities. Focusing purely on economic financials can increase risks in the long term. Personal communication, including digital communication formats and client contact are particularly important for the Nemetschek Group, and these communication channels are valuable for day-to-day collaboration. Besides the various day-to-day challenges, the Nemetschek Group as a business partner attaches particular importance to long-term client relationships and deep cooperation in the higher-education sector. With this in mind, common goals and thematic focus points are coordinated at the level of Nemetschek SE. A key account management (KAM) program was introduced at Group level in the reporting year as a new strategic pillar to consolidate and increase client satisfaction, particularly among major corporate clients. KAM is a special approach to managing and maintaining relations with our largest cross-brand clients. The KAM strategy comprises dedicated measures to ensure an advantageous long-term partnership for both parties, including personalized relationship management, proactive problem-solving at individual client level, tailor-made solutions and offerings aligned with the specific needs of individual major clients. Continual dialog on alignment with developing needs is a priority for the Nemetschek Group and is intended to offer the clients bespoke and strategic added value.

### Client Relationships

Satisfaction is an important factor for long-term client relationships, which is why all brands (previous year: 12) analyze information that provides an indication of client satisfaction. One overriding objective is to have a high level of transparency across all brands with regard to client wishes and satisfaction and to continuously incorporate the findings into our go-to-market approach. At 9 (previous year: 9) of the brands, there are systematic targets in this field. This issue is currently managed in a decentralized manner so that specific client needs can be addressed with precision. Most brands use defined indicators to measure the satisfaction of their clients, including for example churn rate, net promoter score, and client satisfaction score. The brands regularly perform client surveys for this purpose and we incorporate the results from them into our go-to-market approach.

To achieve high client satisfaction right from the start, the majority of the brand companies in the Nemetschek Group involved their clients in product development at an early stage in the 2023 fiscal year, as in the previous year. Measures designed to contribute to product quality and client satisfaction include joint development projects, client panels, user groups and communities, product previews, beta testing, and workshops.

We also aim to carry out client surveys at Group level in future due to our targeted future revenue growth and our efforts to further increase the benefits for clients from integration between the individual brands. This should provide findings that may further improve collaboration with clients.

### Partnerships with Higher-Education Institutions

The Nemetschek Group has its roots in the university context. Beyond that, it is also a pioneer of digitalization in the construction industry. With this in mind, cooperation with educational institutions is particularly important to the Group. It is our long-term aim to provide support with software solutions to all relevant institutions offering architecture and construction education in its core markets, such as Europe – focusing on German-speaking markets – and the US. In this context, talented young people are approached in a targeted manner at an early stage in order to plan, construct, and manage buildings and infrastructure projects sustainably. Almost all brands engage in networking activities for students and clients, e.g., through specially provided job platforms, various training formats, guest lectures, job fairs at universities, and cooperation with student associations and academic faculties.

The Nemetschek Group is also involved in a large number of industry associations and institutions such as buildingSMART and the German Construction Software Association (Bundesverband Bausoftware – BVBS), and is a member of NIMA, formerly the UK BIM Alliance. The brands are also active individually in many national and international associations and organizations to promote OPEN BIM solutions and workflows.

### Environment and Climate

Sustainable business and healthy ecosystems are the basis of healthy living. The construction industry is one of the most resource-intensive sectors of the economy. The demand for housing is also continuously increasing. As a result, the construction industry is facing the challenge of using raw materials and energy more efficiently in order to plan, build, and manage buildings more sustainably.

As a partner of and provider of solutions to the AEC/O industry, the Nemetschek Group has a major responsibility toward the environment. Our greatest display of commitment to the environment is our offering of software solutions that improve efficient resource usage in the construction industry and building management, help to use materials more conservatively, and also contribute to reducing the energy needed by buildings.

Minimizing the use of energy and level of emissions along the value chain also plays an important role at the Nemetschek Group in making a long-term commitment to mitigating climate change and limiting global warming to a maximum of 1.5 degrees Celsius.

## Management Approach

An important objective of the Nemetschek Group is to help the construction industry to plan, build, and manage more efficiently and thus to do business in a way that consumes fewer resources overall and improves sustainability. To this end, management of the relevant aspects, such as research and development, is the responsibility of the individual brands.

Environmental protection is enshrined in the Nemetschek Group's Code of Conduct. With this central document, all employees are urged to conserve natural resources in the course of their activities and to consider environmental as well as commercial concerns when selecting suppliers, advertising materials, and other external services. The Supplier Code of Conduct also requires suppliers to use resources responsibly and minimize the environmental impact. The Nemetschek Group set out its commitment to environmental protection in its "Group Environmental Guideline", which defines core obligations, including among other things requirements to adhere to all relevant laws and internal policies, integrate environmentally relevant processes into day-to-day operations, and encourage all employees to take responsibility for environmental protection and practice that actively in their workplace. Fulfilling these obligations entails transparency and open communication with all stakeholders on environmentally relevant topics, for example, along with responsible supplier selection and product, material, and service procurement. The Guideline was drawn up by the sustainability team in consultation with the brands and relevant company departments, and coordinated with, and approved by the Executive Board and segment managers. The Group Environmental Guideline was reviewed during the reporting period.

## Group Energy Consumption and Emissions

The Nemetschek Group is currently working hard to ensure uniform tracking of energy consumption and the associated emissions within its own operations throughout the Group to use as a basis for setting its own targets for prevention and reduction in future. The Group uses the internationally recognized Greenhouse Gas (GHG) Protocol standards for orientation in tracking and reporting greenhouse gas emissions. The GHG Protocol categorizes greenhouse gas emissions into Scopes 1, 2, and 3. Direct greenhouse gas emissions (Scope 1) are emissions from sources that are owned or directly controlled by a company. These include emissions from energy sources at the company's sites, such as natural gas and heating oil, as well as emissions from the company's vehicle fleet. Indirect greenhouse gas emissions (Scope 2) are those occurring through the use of purchased energy, such as electricity and district heating/cooling.

The environmental footprint was determined for the first time in the 2022 fiscal year based on the Nemetschek Group's Scope 1 and Scope 2 emissions in 2021\*. The focus in the 2023 fiscal year was on Group-wide tracking of, and improved data availability on energy consumption in order to calculate Scope 1 and Scope 2 emissions for 2022 from the approximately 80 office locations around the world. Energy consumption was recorded at site level; the data was consolidated and Scope 1 and Scope 2 emissions disclosed at Group level. Data collection is particularly challenging given the heterogeneous structure of the Nemetschek Group. Consumption at offices that were unable to report any data to the Group due to renting circumstances was estimated based on their size in order to provide a total consumption figure.

### GREENHOUSE GAS EMISSIONS – SCOPE 1 AND 2

GHG emissions* in t CO2 equivalent	2022
Scope 1	2,997
Scope 2**	1,740
<b>Total Scope 1 &amp; 2</b>	<b>4,737</b>

\* Greenhouse gas emissions calculated pursuant to the GHG Protocol. Scope 1 emissions include emissions from stationary combustion and from the vehicle fleet.

\*\* Scope 2 emissions are calculated based on local carbon emission factors for the sites (market-based). Unavailable data has been replaced with country-specific carbon emission factors.

No new emission reduction targets were set in the reporting year in light of the new regulatory reporting requirements under the CSRD applicable from the 2024 fiscal year. Instead, the company opted to establish a complete and adequate emissions baseline to facilitate target setting in the future.

Indirect greenhouse gas emissions occurring along the upstream and downstream value chains are defined under Scope 3 of the GHG Protocol and account for the majority of companies' greenhouse gas emissions. These include emissions from purchased goods and services, capital goods, waste, business travel, employee commuting and the use of sold products. The first assessment of the relevant Scope 3 categories for the software sector began in 2023, and will be further developed in 2024 by involving central company functions of the Nemetschek Group.

## Environmental and Social Effects of Products

According to the Global Status Report 2022 published by the Global Alliance for Building and Construction, buildings were responsible for 37% of energy-related carbon emissions in 2021. According to the report, emissions will have to be reduced by more than 98% compared with the 2020 level in order to achieve net zero by 2050.

\* Due to improved data transparency and changes in the calculation methodology, the Scope 1 and Scope 2 emissions for 2022 are not fully comparable with the previous year 2021. The previous year's figures will be published in the << [Sustainability Report 2023](#) >>.

The environmental and social effects of the Nemetschek Group's solutions mainly relate to two areas: the specified benefits during the life cycle of a building and the incorporation of sustainability-related considerations into software development. For the latter area, the BIM (building information modeling) digital working method and open standards known as OPEN BIM form the basis of software development. BIM enables buildings to be planned and built more precisely and efficiently, reducing errors and the need for reconstruction throughout the construction life cycle. The Nemetschek Group divides this construction life cycle into three phases: design, build and manage.

### Design Phase

Using the software developed by the Nemetschek Group, users can plan with greater foresight and precision and avoid reconstruction. Moreover, buildings are optimized from as early as the planning stage – also in terms of energy efficiency. For example, using Vectorworks' solutions, the position of the sun and its angle of incidence can be simulated with digital solutions, making it possible to plan windows optimally. In addition, the improved planning offered by Allplan-brand software optimizes steel connections and reduces the consumption of connecting materials by 25%. Vectorworks' Embodied Carbon Calculator is a software solution that provides an integrated modeling and carbon assessment workflow that allows designers and architects to quickly measure the impact of their material and product choices on their project's carbon footprint. Energos, also from Vectorworks, allows architects to control their project's energy consumption during the design phase, meaning they can perform an initial energy analysis during the design phase without much extra work. Graphisoft's EcoDesigner STAR enables architects to design energy-efficient buildings by combining 3D models with climate data and operational profiles. This allows the energy performance of buildings to be evaluated under a wide range of conditions.

### Build Phase

Solutions from the Build segment enable savings and optimizations to be made during the build phase. For example, the Planbar planning tool from Allplan can help minimize material use in production and reduce scrap during the prefabrication of concrete constructions. On construction sites, the use of Bluebeam Revu can reduce paper consumption by up to 90%. It is also possible to efficiently calculate the carbon footprint during the build phase. Allplan Precast offers a plug-in for this purpose as well as solutions in cooperation with Built-Heat.

### Manage Phase

Roughly 80% of the costs of a building are incurred during the utilization phase, with a large share of this expenditure going toward energy consumption.

Spacewell Energy from subsidiary DEXMA Sensors S.L. (DEXMA) provides data-driven "energy intelligence" via a software-as-a-service (SaaS) solution. The solution reports energy consumption, analyzes usage patterns and inefficiencies, and detects anomalies in real time. Spacewell Energy enables organizations to automate energy data management in order to minimize energy consumption in their facilities. In addition, integrated workplace management systems from Spacewell enable optimum management of heating, ventilation, and lighting. They can also be used to plan and use the available office space efficiently because they show how much space is actually required, enabling resources to be conserved.

The Nemetschek Group also brought the data-driven dTwin platform to the market in the reporting year, enabling building owners to create a digital image of the actual building, which they can use to manage it more efficiently and sustainably or to remodel it if required.

Furthermore, seamless virtual documentation enables simple and targeted modifications to the buildings, even years after their construction. At the moment, it is not generally known which materials were used when buildings are converted or demolished decades later. The resulting uncertainty costs time, money, and resources. With the exact recording, documentation, and archiving using Nemetschek Group software products, modernization projects are much simpler to calculate and plan. If the construction materials used are already known before the start of any demolition work, demolition measures can be deployed in a targeted manner to obtain raw materials through recycling.

The Nemetschek Group's Sustainability Report presents further specific examples of implementation in our clients' projects; see [<< Sustainability Report 2023 >>](#).

## Integrity and Compliance

Both the regulatory environment of Nemetschek SE, which is listed on the German MDAX and TecDAX, and the international focus of the Nemetschek Group are complex and highly regulated. The Group-wide compliance risk analysis completed in 2022 highlighted gross risk potential in areas including anticorruption, antitrust law, data protection and information security, and export and sanctions. Any violation of the regulatory requirements and provisions could have negative effects on the company's assets, finances, earnings, share price or reputation.

The Nemetschek Group is therefore fully committed to fair competition and firmly rejects corruption and bribery in particular. This is based on its conviction that long-term business success can be achieved only by acting in a legally compliant and responsible manner, and that these efforts will also have a positive payoff for our stakeholders' satisfaction. An open corporate culture and an established compliance management system (CMS) are key in the fight against corruption and bribery and to mitigate other material risk areas.

Actual or suspected violations of applicable laws, internal regulations, or ethical standards could have negative financial consequences. Accordingly, the Group's primary objective is to avoid compliance incidents comprehensively and systematically. To this end, the Nemetschek Group takes a preventive, risk-based, and tailored compliance approach and fosters a corporate culture in which all employees are sensitized to the issue and receive appropriate training.

## Management Approach

Compliance-related activities, which are based on the Group-wide risk analysis completed in 2022, are closely integrated with risk management and the internal control system. Corporate Legal & Compliance controls compliance activities across the Group. The focus of these activities is on creating suitable structures and processes as well as on supporting the efficient realization of targeted, risk-based compliance measures (including the implementation of Group policies and processes, awareness-raising and communication initiatives, and training). Corporate Legal & Compliance is also the point of contact for any individual questions that may arise from within the organization. There is a direct reporting line to the Executive Board member and CFO of the Nemetschek Group. Internal Audit regularly performs internal audits to assess compliance with internal guidelines and legal requirements.

As an international organization, the Nemetschek Group has a corporate responsibility toward society and the environment. The commitment and objective of the Nemetschek Group in the area of Corporate Legal & Compliance is to comply with the applicable laws everywhere and at all times, to respect fundamental ethical values, and to act in a sustainable manner. This applies not just to employees, but also to suppliers and business partners.

Our employees are expected to treat each other and third parties fairly and respectfully. The Group-wide Code of Conduct includes the key issues of human rights, and environment and climate. The Code of Conduct is transparent and available to view at any time, in both German and English, on the intranet and the Group website. It has been publicized throughout the Group and is binding for all employees regardless of their position in the company. The Nemetschek Group is also active outside its own companies and is committed to strengthening human rights, and combating modern slavery and human trafficking in its supply chains. Our official statements on the UK Modern Slavery Act and the Norwegian Transparency Act disclose our initiatives on these topics and are available in full transparency on the Group's website. We have also prepared a statement on the Australian Modern Slavery Act, which we will publish along with updated versions of the other statements in early 2024.

The Nemetschek Group's public image is also shaped by its suppliers and business partners. In order to promote trusting and long-term business relationships, the Nemetschek Group focuses on transparent and lawful execution of all transactions. The Nemetschek Group expects its suppliers and business partners to do the same. The Supplier Code of Conduct communicated Group-wide for this purpose can also be viewed on the Group's website and is mandatory for our suppliers and business partners. The Nemetschek Group employs a risk-based approach which provides for case-by-case integration of the Supplier Code of Conduct based on the potential risk exposure identified in a specific business partner integrity check performed in advance and by applying special contractual and communicative measures (e.g., explanations and information by referring to the website and by using targeted, risk-based compliance clauses, etc.). This Code of Conduct requires suppliers and business partners to take corporate responsibility in relation to issues such as human rights, antidiscrimination, and the environment and climate. It also addresses topics such as ensuring transparent business relationships, fair market behavior, and data and information protection. Furthermore, suppliers and business partners are expected to comply with the principles of the UN Global Compact and the fundamental principles of the International Labour Organization (ILO).

The Group-wide compliance management system (CMS) forms the basis of the preventive compliance approach. The practical implementation of this system in the subsidiaries is carried out by the local executive bodies and compliance coordinators of the individual brands of the Nemetschek Group and by the Group-wide compliance network. Videoconferences were held in March, July, and December 2023 in this area, and provided the opportunity for participants to discuss and receive training on key compliance issues, in some cases relating to the current situation. Reports on potential compliance incidents are also prepared four times a year. The results in 2023 were consolidated for the Group and reviewed by Corporate Legal & Compliance before being reported directly to the CFO of the Nemetschek Group. Ad hoc

compliance reports are also prepared as required as part of an applied due diligence process. The Executive Board, Audit Committee, and Supervisory Board are updated at least four times per year about compliance-related matters, and at least once per year about the expansion of compliance structures and compliance-related initiatives that have been performed and are still planned.

The preventive compliance approach also included an initial online self-assessment of the Nemetschek Group CMS offered by the German Institute for Corporate Governance (ICG), which was performed by Corporate Legal & Compliance. The assessment contains control questions on “formal requirements”, “basic values”, “compliance”, “commitment” and “communication and monitoring”. The result showed that the Nemetschek Group CMS meets all key requirements, which was comprehensively and transparently reported to the Executive Board and Audit Committee.

The basis of the preventive compliance approach also includes Group-wide regulations in the form of policies on various topics. There are Group policies on the topics of money laundering and terrorist financing, data protection, antitrust law, anticorruption, risk management, and internal control. Corporate Legal & Compliance regularly develops dedicated compliance guidelines for further specific topics and communicates them Group-wide. An important goal is to provide our employees with up-to-date and comprehensible regulations and information on matters relevant to the company and also to offer appropriate training. In the last reporting period, these included policies on supply chain compliance and human rights, and the crisis management process. On a day-to-day basis, these policies and guidelines are complemented with additional, current Compliance Communication Papers which are distributed through the compliance network. They provide information about a variety of matters such as anti-corruption, antitrust law, combating money laundering and terrorist financing, conflicts of interest, export control and sanction monitoring, supply chain compliance, whistleblowing, dawn raids and search warrants, and data protection.

To keep employees aware of the current compliance rules, regular employee information is required. Mandatory Group-wide e-learning training on compliance (including anticorruption) and data protection and information security, and regular individual refresher courses on compliance topics ensure that the relevant rules are an integral part of everyday working life. Corporate Legal & Compliance also held special workshops tailored to the needs of individual subsidiaries during the reporting year to accelerate the implementation of important policies and processes and to provide information and specific training on key issues (e.g., compliance, anticorruption, antitrust law and IT dawn raids).

The Nemetschek Group is aware of its overall responsibility in the way its brands work together. Due to the heterogeneous nature of the individual brands, they are generally required to take responsibility for individually rolling out Group policies and conducting in-house training on compliance topics. This individual, risk-based compliance approach enables Group guidelines to be adapted to specific local requirements. Accordingly, there are uniform, binding Group guidelines that are supplemented on an individual basis to create structures and processes that function locally in the relevant organizations.

The Nemetschek Group demands and promotes an open “speak-up” culture. It encourages its employees to report behavior that may violate its Code of Conduct, which they can do by contacting their superiors, the relevant HR manager, or Corporate Legal & Compliance directly.

Moreover, there is a digital, Group-wide whistleblowing system that can also be used anonymously if desired, which is proactively communicated by Corporate Legal & Compliance throughout the Group on an annual basis. This digital system has also been open to third parties since the end of 2022, with the option to use it in a range of languages to submit tip-offs. To this end, the whistleblowing system has been made transparent and accessible to all on the Group’s website. This conscious decision to open up the whistleblower system outside the company achieved further development and professionalism aims in the areas of supply chain due diligence. In this system, tip-offs can be submitted digitally in German or English to the provider Legaltegrity using the whistleblowing tool or via telephone.

In order to meet the requirement for overall responsibility under corporate group law, Corporate Legal & Compliance also functions as an independent internal reporting office to assess tip-offs received as part of the investigation process and to delegate tasks appropriately. The process to be adhered to for processing tip-offs received is set out in writing, and applies in particular to any tips-offs relating to Corporate Legal & Compliance itself or Executive Board members. No substantial compliance violations were reported during the 2023 fiscal year or the previous year.

### **Fair Business Practices and Anticorruption**

The Group-wide Code of Conduct incorporates considerations relating to fair business practices and anticorruption extensively. For example, the Code of Conduct clearly states that corruption, bribery, and other forms of illegally granting and accepting benefits – including in relation to officials and elected representatives – are not tolerated in the Nemetschek Group. In its Code of Conduct, the Nemetschek Group is also fully committed to competition by fair means and strict compliance with antitrust and export control law. All employees of the Group must act in accordance with the applicable competition laws. In addition, the Code of Conduct defines the rules on the separation of private and Group interests and the handling of company and business secrets.

### **Antidiscrimination**

On the subject of discrimination, the Code of Conduct clearly states:

*“The Nemetschek Group does not tolerate any form of discrimination or harassment within the Group, whether based on origin, gender, disability, religion, age, sexual orientation, political views, or trade union activities.”*

Any employees who are subjected to or observe any form of discrimination or inappropriate behavior are encouraged to report this through the reporting channels described. All incidents of possible discrimination that were reported or otherwise became known were reviewed accordingly during the reporting period. There were no incidents that would have necessitated steps of a disciplinary or legal nature during the 2023 fiscal year, as was the case the year before.

### **Human Rights**

Respecting and strengthening human rights and combatting modern slavery and child labor are essential components of our responsible supply chain compliance. Both the Supplier Code of Conduct and our official statements on the UK Modern Slavery Act and the Norwegian Transparency Act underscore our Group-wide approach. The Nemetschek Group also published statements for 2023 which are intended to provide more transparency about the Nemetschek Group’s supply chain. The statements outline the steps that were taken in 2023 to prevent modern slavery and human trafficking in business and supply chains. The Code of Conduct also lays out clear specifications for the upholding of all human rights and for compliance at business partners so that responsibility is taken consciously when choosing suppliers and business partners right from the initiation stage of a business relationship. The same applies to business partners who are informed and contractually obliged to comply through risk-based and specially drawn up compliance and human rights clauses. A practical guide to the issue of supply chain compliance, based on the requirements of the German Supply Chain Due Diligence Act (Lieferkettensorgfaltspflichtengesetz, LkSG), and regular general

training on these matters within the compliance network and compliance workshops raised general awareness about these important topics during the reporting period.

### **Data Protection and Information Security**

The Nemetschek Group is at the vanguard of the digital transformation of the AEC/O and media/entertainment industries and covers the entire life cycles of construction and infrastructure projects. The software products are mainly installed in clients’ IT systems; the risks in terms of data protection and information security are therefore considered to be limited. Nevertheless, the Nemetschek Group takes responsibility and is committed to handling the data of employees, clients, and partners with care across the Group. These employees, clients, and partners can rely on their data being protected in line with the latest technical standards at the Nemetschek Group and being processed in compliance with relevant regulations.

The Group follows a largely decentralized approach for this in accordance with its organizational structure. It allows for central guidelines, monitoring processes, and assistance but primarily allocates responsibility to the brands. Maintaining data protection and information security is a task shared by all employees at the Nemetschek Group. To this end, all brands have committed to the Code of Conduct.

### **Data Protection**

The international requirements for compliance, data retention, data security, and the protection of personal data are continually increasing. A comprehensive, Group-wide set of regulations therefore provides the basis for effective data protection. These regulations comprise a comprehensive Group Data Protection Guideline, as well as further extensive tools which are available in German and English on the Group intranet and are updated as and when required. These regulations must be observed and adhered to by all brands in the Group. Regional obligations and provisions such as those of the European Union’s General Data Protection Regulation (GDPR) must be complied with.

Adherence to the data protection requirements and processes is regularly checked by various parties, including Internal Audit as part of audits in cooperation with Corporate Legal & Compliance and Corporate IT. Data protection officers – both internal and external – are appointed at the companies where required by law. All employees are encouraged reporting any violations of data protection regulations or internal company policies. Any indication of possible violations of data protection regulations is taken seriously and followed up on as quickly as possible.

In addition, employees receive training and communication measures are carried out. New employees are notified of confidentiality requirements relating to the handling of sensitive and personal data and are required by their contracts to maintain secrecy. Furthermore, all employees – and not just those in Europe – are

required to participate in data protection training at regular intervals of at least every two to three years and to provide documented evidence of this training. An e-learning course set up specifically to deal with the issue of data protection is offered across the Group in both German and English. Corporate Legal & Compliance designed an update training course on this subject in the 2023 fiscal year, which will be offered to all subsidiaries to meet their local training obligations from 2024.

### Information Security

Information security is a particularly fast growing division of the Nemetschek Group. This growth has been driven by both the significant rise in cyber attacks – including on the Nemetschek Group – and the increasing security-related requirements our clients have of our products coupled with increasing statutory and regulatory requirements on our company and our software solutions.

Group Information Security manages Group-wide information security activities with the aim of ensuring appropriate organizational and technical measures are in place at all times at both at Group and individual brand level. The Corporate Information Security Officer (CISO) is responsible for the department and reports directly to the Executive Board member and CFO of the Nemetschek Group. Information security is organized via a Group-wide information security management system (ISMS) used in the respective brand companies. The ISMS is based on the internationally recognized information security standard ISO 27001 and governs responsibilities in the Group and the brand companies and the cooperation between all functions relevant to information security. In addition to other initiatives resolved by the Executive Board in 2023, preparations were also made for ISO 27001 certification of the ISMS, which is due to be completed in the 2024 fiscal year.

Company-specific requirements are governed in the Group-wide information security policy, which is signed by the Executive Board and updated at least once a year. These include the Group Information Security Guideline and the Group Information Security Policies. These comprise guidelines for the organization of information security, for the integration of management, and for the necessary technical and organizational measures that serve the implementation and monitoring of information security. The scope of this information security policy, which is binding for all Group units, covers the protection of all IT systems, the data stored in them, and the security of our products, employees, and offices.

The information security measures in place at the Nemetschek Group aim to prevent security incidents, detect them in their root stages, and ensure a prompt and appropriate response if they do occur. The most important measures are also continually monitored and reviewed at regular intervals by independent bodies as well as by Internal Audit and Information Security.

A standardized Group-wide information security architecture comprising various state-of-the-art information security systems was developed and established in the brand companies and their IT systems in 2023. Centralized monitoring of these components, assessment of all identified security events and the reaction to them is provided via the newly created Security Operation Center (SOC), which also includes a 24/7 detection function for attacks on employees or IT systems. All attacks detected or reported that are not fully automatically repelled by the security architecture are recorded by the SOC employees and transferred to the defined security incident response process.

Additional focal points of information security are included in regular training for all employees, through online courses, e-mail phishing simulations, ad hoc communication, and the inclusion of information security measures in daily workflows. The mandatory Group-wide e-learning training on information security is also updated on an annual basis.

The Nemetschek Group also has Group-wide cyber security insurance to provide additional protection against information security risks. This will be renewed for the 2024 fiscal year following an audit of the information security architecture by the insurance provider in 2023.

## 2.4 EU Taxonomy

As of fiscal year 2021, companies required to prepare non-financial consolidated financial statements in accordance with Section 315b HGB must comply with the requirements of the EU taxonomy, more specifically Regulation (EU) 2020/852 of the European Parliament and of the Council of 18 June 2020 on the establishment of a framework to facilitate sustainable investment, and amending Regulation (EU) 2019/2088 (EU Taxonomy Regulation).

The EU taxonomy provides a uniform classification system for the environmental sustainability of economic activities. The purpose of this system is to make companies' sustainability activities easier to compare and to implement the European Green Deal, which aims to achieve climate neutrality in the EU in line with the Paris Climate Agreement by 2050.