



Re-/Naming Policy

Scope:	Re-/Naming of subsidiaries of HeidelbergCement AG
Owner:	Group Legal & Compliance and Group Communications & IR
Approver	Jon Morrish
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1 Introduction

Following the announced rebranding from HeidelbergCement to Heidelberg Materials, this policy sets-out the general principles for the re-/naming of direct and indirect subsidiaries of HeidelbergCement AG and for the registration of the rebranding related trademark applications.

2 Terms and definitions

Term	Definition
Group Company	HeidelbergCement AG and any legal entity in which HeidelbergCement AG ultimately holds 100 per cent of the shares
Jointly Owned Company	Any legal entity (either consolidated or not consolidated on Group level) in which HeidelbergCement AG ultimately holds less than 100 per cent of the shares

3 Re-/Naming principles for legal entities of Heidelberg Materials Group

3.1 “HeidelbergCement” or “HC” becomes “Heidelberg Materials”

Any Group Company (be it an operating or a holding company) which has “HeidelbergCement” or “HC” in its current name, shall be renamed, so that “HeidelbergCement” or “HC” will be replaced by “Heidelberg Materials”.

Please note the blank in “Heidelberg_Materials”.

Examples: *“HeidelbergCement International Holding GmbH” shall be renamed “Heidelberg Materials International Holding GmbH”.*

“HeidelbergCement Asia Pte Ltd” shall be renamed “Heidelberg Materials Asia Pte Ltd”.

3.2 Main operating Group Companies have “Heidelberg Materials” in the name

Any main operating Group Company shall be renamed with “Heidelberg Materials” in the new name (“Heidelberg Materials ...”).

The aim is to appear uniformly worldwide under the name “Heidelberg Materials”. Therefore, we strongly suggest using “Heidelberg Materials” as part of the company names wherever reasonably possible. However, in order to address concerns regarding excessively long company names in individual cases, the following applies: If the new name consists of four or more words (taking into account the requirements pursuant to this section 3.2 and section 3.3), “Heidelberg Materials” may be replaced by “HM” in the new name, at the discretion of the respective local management. Please note that the legal form (AB, AG, BV, GmbH, Inc., Limited, LLC, SAS, etc.) does not constitute a word for the purpose of this section 3.2.

“Heidelberg Materials” or “HM” shall always be placed first in the new name.

3.3 Main operating Group Companies have the country/region/city in the name

Any main operating Group Company shall be renamed with the relevant country, region or city name in the new name (“Heidelberg Materials [country/region/city] ...”). If several main operating Group Companies exist in one country, it might make sense to use the respective region/city name instead of the country name.

“Heidelberg Materials” or “HM” shall always be placed first in the new company name, followed by the country/region/city name. However, if it is customary in individual countries to position the country/region/city differently, we will grant the appropriate exemptions in accordance with paragraph 2.

The country/region/city name can be either in English or national language.

Examples: *“Lehigh Hanson, Inc.” shall be renamed “Heidelberg Materials US, Inc.”*

“Heidelberger Sand & Kies GmbH” shall be renamed „Heidelberg Materials Deutschland Sand und Kies GmbH“, „Heidelberg Materials Germany Sand und Kies GmbH“, „HM Deutschland Sand und Kies GmbH“ or „HM Germany Sand und Kies GmbH“.

“HC Betons SIA” shall be renamed “Heidelberg Materials Latvia Betons SIA” or “Heidelberg Materials Latvija Betons SIA” or “HM Latvia Betons SIA” or “HM Latvija Betons SIA”.

3.4 Main operating Group Companies are free to have the product line or other components in the name

The product line or other components can be added voluntarily to the new name of main operating Group Companies, in particular if several main operating Group Companies exist in one country/region/city. However, the product line or other component shall not replace the country/region/city in the new name (“Heidelberg Materials [country/region/city] [cement/aggregates/concrete/etc.] ...”).

In any case, “Heidelberg Materials” or “HM” shall always be placed first in the new company name.

The addition of the product name can be either in English or national language.

Example: *“Hanson Aggregates Midwest, Inc.” shall be renamed „Heidelberg Materials Midwest Aggregates, Inc.“ or „HM Midwest Aggregates, Inc.“.*

3.5 Discretionary renaming of other Group Companies

The renaming of other operating or holding Group Companies beyond the above regulations is at the discretion of the respective local management. If a renaming using “Heidelberg Materials” or “HM” takes place, the above provisions apply.

3.6 No renaming of Group Companies involved in Project OLS

Any Group Company which forms part of Project OLS – Optimization Legal Structure (goal of the project is to simplify the corporate structure of Heidelberg Materials Group) shall not be renamed due to ongoing corporate restructuring.

Example: *“HeidelbergCement Miljö AB” shall not be renamed.*

3.7 Renaming of Jointly Owned Companies to be aligned

Jointly Owned Companies do not have to be renamed per se. Only if a Jointly Owned Company has “HeidelbergCement” or “HC” in its name, it shall be worked towards a renaming in order to replace “HeidelbergCement” or “HC” by “Heidelberg Materials”.

Renaming of any other Jointly Owned Company with adding “Heidelberg Materials” to the new name is discretionary and shall be aligned between the shareholders of the Jointly Owned Company if desired.

In any case, if “Heidelberg Materials” is used in a Jointly Owned Company’s name, it shall be placed first in the new name.

Example: *“Traino Group Australia Pty Ltd” does not need to be renamed.*

3.8 Exceptions require approval

Any exception to the above regulations requires the approval of both the Director Group Legal & Compliance and the Director Group Communications & IR.

3.9 Reservation of local law

The above requirements are to be implemented only to the extent permitted by the respective local law.

3.10 Timing

New legal entity names should be reserved or adopted as soon as possible to prevent naming piracy. However, each renaming needs to be aligned with the roll-out of the rebranding in the individual country.

4 Trademark registration

HeidelbergCement AG has applied for trademark protection with the European Union Intellectual Property Office (EUIPO) and the German Patent and Trademark Office for classes 1, 9, 19 and 42. Priority date is September 14, 2022. The German trademark has been registered on September 28, 2022. This application has been extended to those member states of the Madrid Agreement Concerning the International Registration of Marks (Madrid Agreement) that are relevant for the Group, using the same priority (i.e., September 14, 2022). In relevant countries that are not covered by the Madrid Agreement, local applications can be filed. In addition, a separate trademark for further product/service classes is in preparation.

In any case, trademark owner will be HeidelbergCement AG. The process will be managed by the Group. Please do not register “Heidelberg Materials” as a trademark individually on country level.

Internal licensing requirements are currently under review by Group Tax. Until further notice, no action is required in this regard.

5 Further selected legal aspects

5.1 Reporting

Please note that the rebranding and renaming of a Group Company might have an impact on your reporting and it should be considered to make mention of it in the annual report or other corporate/finance documents, in particular in case of public listed companies.

5.2 Information obligations

Please check under local law if information to the local finance/tax/corporate/regulatory authorities of the renaming or change in details of the ultimate holding company is required. However, please note that the name of HeidelbergCement AG has not changed yet.

Further, contracts between a renamed Group Company and third parties may contain a notification obligation to the other party in case of a change in the name. Moreover, such contracts may contain a change of control clause. Although rebranding/renaming is of course not within the usual contemplation of such clauses, it may depend on how the clause is worded, and whether “any” change in the identity of the ultimate shareholder would trigger the exercise of such a clause.

5.3 Update legal documentation, letterheads, etc.

At the same time as the re-/naming takes effect, certain legal documentation of the Group Company needs to be updated. Therefore, please check in advance and align with your communication department

the documentation which requires an update, inter alia letterheads, terms and conditions, credit applications, purchase order terms, policies as well as references to the Group Company's name on websites etc.

6 Contact and further information

For more information please contact:

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7 Version history

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