



## **WHISTLEBLOWER POLICY STATEMENT**

### **(Approved by IAEE Board of Directors 18 September 2004)**

#### **Purpose and Statement of Policy**

It is the policy of the International Association of Exhibitions and Events ("IAEE") to encourage its employees and other persons to notify IAEE's Audit Committee of any complaints or concerns regarding accounting, internal accounting controls or auditing matters, including any complaints regarding financial irregularities, questionable accounting or auditing matters (hereinafter, "Accounting Concerns") involving IAEE.

It is also the policy of IAEE to comply with all applicable laws, regulations, rules and corporate policies, and to require its employees to report known or suspected violations of laws, rules, regulations or corporate policies (hereinafter, "Required Reporting") to IAEE's designated Compliance Officer, Cathy Breden.

It is also the policy of IAEE to strictly prohibit all IAEE personnel and agents from retaliating in any manner against any IAEE employee or other person for lawfully (a) submitting communications to IAEE's Audit Committee regarding Accounting Concerns, (b) engaging in Required Reporting, (c) providing truthful information relating to the violation or possible violation of any law, regulation, rule or corporate policy, in either case to (1) any IAEE personnel, or (2) any state or federal regulatory or law enforcement agency (such retaliation being referred to as "Prohibited Retaliation").

#### **Procedures**

1. **Accounting Concerns:** All communications regarding Accounting Concerns shall be directed to the Chair of the Audit Committee. Communications may be directed via e-mail, confidentially and/or anonymously to the Chairman of the Board at [compliance@IAEE.com](mailto:compliance@IAEE.com), and the Chairman shall promptly share this information with the Chair of the Audit Committee for investigation and resolution. This is a password protected e-mail account to which only the Chairman of the Board has access. Please be advised that sending a message from your business computer may not necessarily protect your anonymity. Use of a non-identifiable e-mail address such as Hotmail may be preferable if anonymity is desired.
  
2. **Required Reporting:** For all Required Reporting (i.e., compliance issues other than Accounting Concerns), the Board of Directors of IAEE has appointed Cathy Breden to serve as IAEE's Compliance Officer. All communications regarding Required Reporting shall be directed to the Compliance Officer in writing or via e-mail. Please be advised that sending a message from your business computer may not necessarily protect your anonymity. Use of a non-identifiable e-mail address such as Hotmail may be preferable if anonymity is desired.

Such communications may be submitted confidentially and/or anonymously, at the election of the submitting party, to the Compliance Officer at the mailing and e-mail addresses set forth below:

Ms. Cathy Breden  
Compliance Officer  
IAEE  
12700 Park Central Dr  
Dallas, Texas 75251  
[cbreden@IAEE.com](mailto:cbreden@IAEE.com)

If the Compliance Officer is alleged to have been involved in the matters giving rise to the Accounting Concern or Required Reporting, communications may be directed via e-mail, confidentially and/or anonymously to the Chairman of the Board at [compliance@IAEE.com](mailto:compliance@IAEE.com), and the Chairman shall be responsible for investigation and resolution of this issue in consultation with IAEE's legal counsel. This is a password protected e-mail account to which only the Chairman of the Board has access. Please be advised that sending a message from your business computer may not necessarily protect your anonymity. Use of a non-identifiable e-mail address such as Hotmail may be preferable if anonymity is desired.

3. **Handling of Communications and Investigation:** All communications regarding Accounting Concerns shall be forwarded immediately by the initial recipient thereof to the Audit Committee in the form received and in the manner directed by the Audit Committee. Such communications may be preceded, accompanied or followed by summaries or commentaries prepared by the initial recipient thereof or by the Compliance Officer as directed by the Audit Committee. The Audit Committee shall take or cause to be taken such investigative, remedial or other actions in response to any communication as the Audit Committee, in the exercise of its business judgment, deems appropriate.

All communications regarding Required Reporting shall be directed to the Compliance Officer, who shall, in conjunction with IAEE's General Counsel, take or cause to be taken such investigative, remedial or other actions in response to any communication as are deemed necessary and report such actions to the Board of Directors.

4. **Document Retention:** The Compliance Officer will retain any communication regarding Accounting Concerns or Required Reporting, together with such other materials as may be appropriate, for a period of three years or such other period as the Audit Committee may deem appropriate.