

**ANTI-CORRUPTION AND GIFT POLICY
IN THE EKOENERGETYKA – POLSKA CAPITAL GROUP**

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1. DEFINITIONS

- 1.1. Act of Unfair Competition** – an act contrary to the law or good practice if it threatens or infringes the interest of another entrepreneur or client, in particular: misleading designation of an enterprise, false or fraudulent designation of the geographical origin of goods or services, misleading designation of goods or services, violation of business secrets, solicitation of termination or non-performance of an agreement, imitation of products, slander or dishonest praise, obstruction of access to the market, bribery of a Person Holding a Public Office, as well as unfair or prohibited advertising, organisation of a pyramid selling scheme, carrying out or organising activities in a consortium system, as well as unreasonable extensions of payment periods for goods delivered or services performed;
- 1.2. Public Official** - (i) President, (ii) Member of Parliament, Councillor, Member of Senator, (iii) Member of the European Parliament, (iv) Judge, Juror, Public Prosecutor, officer of a financial investigation body or of a body superior to a financial investigation body, notary, bailiff, probation officer, receiver, court supervisor and administrator, a person adjudicating in disciplinary bodies acting under statute, (v) a person who is an employee of a government administration, other state authority or local government, unless they perform exclusively service activities, as well as another person to the extent in which they are authorised to issue administrative decisions, (vi) a person who is an employee of a state or local government supervisory body, unless they perform exclusively service activities, (vii) a person holding a managerial position in another state institution, (viii) an officer of a body established for the protection of public security or an officer of the Prison Service, (ix) a person in active military service, with the exception of stand-by territorial military service, (x) an employee of an international criminal tribunal, unless they perform exclusively service activities;
- 1.3. Corporate Goodie** - A gift bearing the logo of the Group, Company, or a Business Partner, used exclusively for promotional and advertising purposes;
- 1.4. EKOENERGETYKA - POLSKA Group (abbreviated "EEP Group")** – means the Capital Group comprising Ekoenergetyka - Polska S.A. with its registered office in Zielona Góra;
- 1.5. Capital Group** - means the parent company, together with its subsidiaries and entities in which they hold an interest, as well as entities related to each other by one of the relationships referred to in the Member States' legislation issued pursuant to Article 22 of Directive 2013/34/EU of the European Parliament and of the Council of 26 June 2013 on the annual financial statements, consolidated financial statements and related reports of certain types of undertakings, amending Directive 2006/43/EC of the European Parliament and of the Council and repealing Council Directives 78/660/EEC and 83/349/EEC,
- 1.6. Conflict of Interest** – any situation in which an Employed Person's business, financial, family, political, or personal interests may adversely affect, or appear to adversely affect, that Person's judgment, objectivity, or loyalty to the Group or the Company with regard to the conduct of the Group's or the Company's business and the performance of that Person's corporate duties;
- 1.7. Corruption** – activities consisting in promising, offering, giving, demanding, or receiving by any person, directly or indirectly (incitement, accessorial complicity), any undue Material Benefit or Personal Benefit, or accepting the offer or promise of such a benefit, for that person or any other person, in return for an

act or omission to act in line with corporate or official duties, in particular in the course of business or in the performance of a public function;

- 1.8. Material Benefit** – any material enhancement in monetary or non-monetary form (e.g. a debt waiver that is not in accordance with the offering party's internal regulations or an objectively economically unjustifiable price reduction for a good or service, free performance of a service, interest cancellation), including in-kind service (including Company Goodies, gifts, expressions of hospitality, invitations to restaurants or entertainment events, tickets, entrance fees, reimbursement of travel and/or stay expenses, etc.) whether for the benefit of the person in question or another person;
- 1.9. Personal Benefit** – any personal favours (e.g. the promise of a recruitment, promotion, reduction in job duties, acceleration of dealing with an issue, national, in-service, or industry honour that may positively affect a person's image, etc.) either for the person in question or for another person;
- 1.10. Abuse** – activities with the characteristics of Corruption, Conflict of Interest, Act of Unfair Competition and other acts contrary to the applicable EEP Group Code of Conduct with the characteristics of a crime or misdemeanour, in particular: theft, misappropriation of property, bid rigging, procedural violations, accounting irregularities, etc.
- 1.11. Breach** – an act or omission which is contrary to the law, internal regulations, or principles of social co-existence, or which is aimed at circumventing any law or regulation, concerning in particular: public procurement, financial services, products and markets, prevention of money laundering and terrorist financing, product safety and compliance, transport safety, environmental protection, radiological protection and nuclear safety, food and feed safety, animal health and welfare, public health, consumer protection, protection of privacy and personal data, security of ICT networks and systems, financial interests of the State Treasury of the Republic of Poland, of a local government entity and of the European Union, the internal market of the European Union, including public competition and state aid rules, and corporate taxation, including Abuse;
- 1.12. Manager** – An Employed Person who manages an area of the Company's business and supervises the Employed Persons in the area, in particular a Director;
- 1.13. Employed Person** – an Employee or Associate;
- 1.14. Person Holding a Public Office** – A Public Official, a member of a local government body, a person employed in an organisational unit disposing of public funds, unless they perform exclusively service activities, and any other person whose powers and duties in respect of public activities are defined or recognised by law or by a binding international agreement,
- 1.15. Business Partner** – natural persons, legal persons, or organisational units without legal personality, operating in the public or private sector, with whom the Group or a company of the Group has any business relationship or plans to enter into such a relationship (in particular suppliers, contractors, subcontractors, consultants, trading partners, agents);
- 1.16. Chief Compliance Officer** – means a person appointed by the relevant bodies of Ekoenergetyka – Polska S.A. with its registered office in Zielona Góra, by way of a resolution, in particular to supervise the Group's compliance risk management process;
- 1.17. Policy** – this Anti-Corruption and Gift Policy of the EKOENERGETYKA - POLSKA Group;

- 1.18. Employee** – means an individual performing work for a company of the Group under an employment contract,
- 1.19. Gift** – means anything of value, including but not limited to: gift baskets, gift vouchers, shopping vouchers, tickets, Company Goodies, entrance fees, prizes, use of another company's vehicles, use of leisure facilities, reimbursement of travel and/or stay expenses, tickets, invitations to lunches, dinners and other events (e.g. conferences), services provided free of charge, an objectively economically unjustifiable reduction in the price of a good or service, debt waiver, interest cancellation, shares and other securities;
- 1.20. Register of Benefits** – a list, kept by the Chief Compliance Officer in documentary form, containing a list of Gifts given to or received by Employed Persons in the Group under the principles of the Policy and the Group's internal regulations;
- 1.21. Company** – any company belonging to the EEP Group,
- 1.22. Foreign Company** – a company belonging to the EEP Group and having its registered office outside the Republic of Poland, and governed by a law other than Polish law;
- 1.23. Whistleblower** – a natural person who reports or publicly discloses non-compliance information obtained in a work-related context or in relation to the provision of services to the EEP Group; A Whistleblower may be an Employed Person, including a job candidate, a former Employee or Service Provider, as well as a volunteer, a temporary employee, a shareholder or partner, a person holding another position in the bodies of a Company and persons providing work to entities with which the EEP Group maintains a business relationship, such as contractors, subcontractors, suppliers of the Company.
- 1.24. Associate** – a person who performs work for the Company on another basis than employment contract, including, but not limited to, a civil law contract (mandate contract, service provision agreement, B2B), appointment, power of attorney, internship or apprenticeship agreement, as well as a person who performs work for Group companies on the basis of an agreement entered into by the Company with another entity;
- 1.25. Management Board** - the managing body of the Company.

2. GENERAL PROVISIONS

- 2.1.** The Policy describes the principles adopted in the EKOENERGETYKA - POLSKA Group for preventing, detecting, and responding to Corruption or practices that may have the characteristics of Corruption. The overarching purpose of the Policy is to implement and maintain good business practices in the Companies, based on ethical, reliable, and honest conduct.
- 2.2.** The Policy is applicable to all EEP Group Companies. Its provisions apply to all Employed Persons in EEP Group, subject to differences arising from local anti-corruption and anti-abuse regulations.
- 2.3. The Policy is an expression of the EKOENERGETYKA - POLSKA Group's sense of responsibility** in terms of **ethics** in its wide sense, in particular in terms of ensuring:
- a) **compliance** with applicable legislation, internal regulations as well as principles of social co-existence;

- b) that the EEP Group's good reputation is maintained among its stakeholders, including in particular Business Partners;
 - c) that awareness is created among Employed Persons on the damaging effects of Corruption;
 - d) support of the Employed Person in acting ethically.
- 2.4.** By adopting the Policy, each Company confirms its status as a reliable and honest entrepreneur which applies statutory and in-house measures against Abuse, in particular Corruption, Corrupt Practices, Conflicts of Interest, and ensures the protection of competition at the highest possible level.
- 2.5.** The EEP Group follows the principle of *“zero tolerance for any kind of Abuse, in particular behaviour that may show the characteristics of Corruption, Conflicts of Interest, and Acts of Unfair Competition”*. The group strongly believes that the behaviours identified are dysfunctional phenomena that:
- disrupt the proper operation of the organisation,
 - present a risk to human rights,
 - have an impact on the quality of the goods and services offered by the organisation,
 - destabilise the free market economy,
 - affect the Company's interests, up to and including the possibility of financial sanctions.
- 2.6.** The EEP Group is aware that elimination of the risk of Corruption requires measures to both avoid and counteract it. With the above in mind, the following activities were implemented or are pursued in the EEP Group:
- a) the Code of Conduct of the Ekoenergetyka – Polska Group (hereinafter also referred to as: " EEP Group Code of Conduct") was adopted;
 - b) this Policy was adopted to clarify the EEP Group Code of Conduct and supplement it with guidelines on how to proceed in areas prone to Abuse, in particular in the form of Corruption, Conflicts of Interest, or Acts of Unfair Competition;
 - c) awareness is raised and ethical conduct of Employed Persons in the Companies is fostered through communication of the EEP Group Code of Conduct, this Policy, and through periodic training covering, among other things, the aforementioned areas;
 - d) a Chief Compliance Officer has been appointed, in particular to supervise the Group's compliance risk management process, including with regard to countering Corruption;
 - e) appropriate procedures are in place to report Breaches, which include in particular the possibility to report Abuses such as Corruption.
- 2.7.** The terms used in the Policy have the meanings assigned to them in Section 1 of the Policy ("Definitions"). Terms defined in the singular may also be used in the plural and vice versa, depending on the context of the provisions.
- 2.8.** The Policy has been adopted by a resolution of the Management Board of Ekoenergetyka – Polska S.A.. A resolution of the Management Board of Ekoenergetyka – Polska S.A. is also required to change the Policy.
- 2.9.** **Please direct any concerns regarding the application of the Policy to the Group's Chief Compliance Officer at compliance@ekoenergetyka.com.pl.**

2.10. The Policy is subject to periodic review, in accordance with internal procedures to ensure its effectiveness – at least once every 12 months.

3. ANTI-CORRUPTION RESPONSIBILITIES

3.1. Responsibilities of the Companies

- 3.1.1.** The Companies are required to adopt the Policy and to put in place appropriate organisational, human, financial and technical measures, including controls, to ensure that their activities comply with the guidelines contained in the Policy and to minimise the risk of Abuse, while taking into account the differences arising from the local regulations of the country of incorporation of the Foreign Companies.
- 3.1.2.** The Companies are required to publish the content of the Policy on their website.
- 3.1.3.** The Companies are required to conduct a regular assessment of the risk of Abuse. This assessment is conducted and documented in accordance with the EEP Group's internal regulations on risk management and in each case of a significant change in the Company's structure and operations.
- 3.1.4.** When implementing the controls referred to in section 3.1.1 above, the Companies are required to incorporate the results of the Abuse risk assessment, to continuously monitor their effectiveness and, where necessary, to make the appropriate changes.
- 3.1.5.** The Companies **are required to implement appropriate controls mechanisms** in all operational areas where **risks of Corruption or other Abuses are identified**, in particular:
- a) in trade, investment, and contracting activities, including in particular activities in the context of tendering, selection of a supplier or another Business Partner, activities involving the incurring of liabilities or making purchases on behalf of the Company, in relations with Business Partners;
 - b) in activities related to the establishment of cooperation and remuneration of traders, agents, and intermediaries;
 - c) in marketing, promotional, and charitable activities;
 - d) in financial activities of the Company, in particular with regard to documenting transactions, tax settlements, and tax reporting, making payments on behalf of the Company;
 - e) inspections carried out by state authorities or institutions, regulators, or financial audit or other external audits.
- 3.1.6.** The Companies are required to put in place the following **minimum controls**:
- a) implement and apply **internal regulations designed to minimise the risk of Conflicts of Interest** in relations with Business Partners, providing, as a minimum, for an obligation imposed on Employed Persons to inform immediately of the possibility of a Conflict of Interest and to refrain, in such a case, from taking any action as part of the relationship with the Business Partner in question;
 - b) use **anti-corruption clauses in agreements with Business Partners**, stipulating the obligation of the parties to the agreement to comply with certain anti-corruption standards and specifying the communication channel for any breaches of the law in connection with the execution and implementation of the agreement;

- c) implement and apply **Business Partner verification procedures**, both prior to establishing a business relationship and as appropriate during cooperation;
- d) **establish and operate a communication channel** for Business Partners to report any breaches of law in connection with the business relationship;
- e) put **internal regulations in place for the Company's charitable activities and sponsorship**, in compliance with applicable legislation and the provisions of the Policy, envisaging that annual plans for such activities are drawn up, taking into account in particular:
 - objectives, expected effectiveness level, and the underlying budget,
 - mechanisms to monitor the use of the funds provided as part of such activities, subject to the right to terminate the agreements and demand reimbursement of any payments made by the Company in the event of a breach committed by the beneficiary, including in particular any Abuse committed by the beneficiary,
- f) implement and apply **procedures to prevent the creation of so-called corruption funds**, including in particular the obligation to conduct an annual financial audit, also by an independent specialised auditing body.

3.1.7. The Companies are required to **run regular training programmes for Employed Persons**, aimed at making them aware of and familiar with:

- a) threats posed by Corruption and other Abuses,
- b) crimes and mechanisms to which Employed Persons may be subjected, including in particular warning signs of Corruption and other Abuses,
- c) preventive measures to be taken to prevent Abuse,
- d) possible consequences of committing an Abuse,
- e) means of communication of suspected or actual cases of Abuse.

3.1.8. The Company's designated Managers of organisational units (in particular line managers of Employed Persons) are required to:

- a) promote ethical behaviour based on respect and compliance with legal requirements within the Company,
- b) supervise, in a diligent manner, the unit under their management, including to ensure the transparency of the processes carried out in the unit and the application of the established controls,
- c) ongoing supervision over subordinate Employed Persons' relationships with the Company's Business Partners,
- d) ongoing identification and reporting of risks of Abuse, including Corruption, to the Chief Compliance Officer,
- e) cooperation during inspections, audits, reviews, or investigations.

3.2. Responsibilities of Employed Persons

3.2.1. Each Employed Person **is required to read the Policy** prior to commencing their assigned duties and to respect the provisions of the Policy in the course of their duties, which the Employed Person

confirms by submitting a statement in accordance with the template attached as Appendix no. 1 to the Policy. To implement the Policy, Employed Persons **are required to prevent Corruption and other Abuses** and, in particular, to respect the principles outlined in the Policy.

- 3.2.2.** When carrying out their duties, Employed Persons are required to **act with integrity and in an ethical manner and to exercise care, with reason and diligence**, in the best interests of the Group, themselves, and their Business Partners.
- 3.2.3.** The **Employed Persons are not allowed to commit Abuse**, nor are they allowed to assist third persons in or incite third persons to any Abuse.
- 3.2.4.** The Employed Persons are not allowed to request or accept a Material Benefit or a Personal Benefit, or a promise thereof, from a third person in exchange for the Employed Persons abusing their authority or failing to comply with an obligation incumbent on them, which may cause financial damage to the Company or the EEP Group, or which constitutes an Act of Unfair Competition or an unacceptable preference in favour of the acquirer or recipient of a good, service, or performance – such action may be considered as an act of **bribery**.
- 3.2.5.** The Employed Persons are not allowed to give or promise to give a Material Benefit or a Personal Benefit to a third person in exchange for an abuse of the authority granted to the Employed Persons or for a failure to comply with an obligation incumbent on them, which may cause financial damage to the Company or the EEP Group, or which constitutes an Act of Unfair Competition or an unacceptable preference in favour of the acquirer or recipient of a good, service, or performance – such action may be considered an act of **bribery**.
- 3.2.6.** The Employed Persons are not allowed to invoke influence and position in the Company or the Group, or to induce another person to believe, or to persuade another person to believe, that such influence exists, and to undertake to settle an issue in exchange for a Material Benefit or Personal Benefit, or a promise thereof - such action may be considered as **paid protection in business activities**.
- 3.2.7.** The Employed Persons are not allowed to give or promise to give a Material Benefit or a Personal Benefit in exchange for intermediation in the settlement of an issue in a state or local government institution, an international organisation or a domestic or foreign entity disposing of public funds, consisting in unlawful influence on a decision, action, or failure to act by a Person Holding a Public Office function in connection with the performance of that function – such actions may be considered as **paid protection in the activity of public administration**.
- 3.2.8.** **Giving or receiving Gifts** is only allowed to the extent and in the manner provided for in Section 4 of this Policy.
- 3.2.9.** The Employed Persons are not allowed to take any of the following actions:
- a) consisting in **preventing or obstructing a tender or a procurement procedure** by acting to the detriment of the owner of the property, the person or institution in whose favour the tender or procurement procedure is conducted, as well as;
 - b) aimed at **unlawfully influencing the outcome of a tender or of a purchasing procedure** by entering into an agreement with another person or by disseminating information or concealing significant

circumstances where such an action is detrimental to the owner of property, the person or institution for which the tender or the purchasing procedure is conducted, regardless of whether these actions are undertaken to enable the Employed Persons to gain a Material Benefit or a Personal Benefit – such actions may be deemed to constitute an **obstruction of a public tender**.

- 3.2.10.** The Employed Persons **are not allowed to use the funds constituting the EEP Group's or the Companies' assets** for purposes unrelated to the exercise of the duties entrusted to them or to achieve objectives that are prohibited under applicable legislation or the EEP Group's internal regulations, nor are they allowed to take any action that would result in a loss to the Company's assets; in particular, it is unacceptable for the Employed Persons to take actions that bear the characteristics of **theft, misappropriation, destruction of, or damage to the EEP Group's assets**.
- 3.2.11.** The Employed Persons **are required to maintain the Companies' records**, in particular financial records, registers and accounts, in a **reliable, flawless, and verifiable manner** so that these documents reflect appropriately all transactions. It is still forbidden to forge or alter EEP Group documents in order to use them as authentic, as well as to use such documents in any manner whatsoever (**forgery**).
- 3.2.12.** The Employed Persons are not allowed to **misrepresent or omit any transactions in the accounts**, or to create or maintain classified accounts or accounts that are not part of the EEP Group.
- 3.2.13.** The Employed Persons, in particular those authorised to issue documents, are not allowed to **certify untruthful information**, in particular invoices, as regards circumstances of legal significance or as regards facts that could be relevant for the determination of the amount of a public-law receivable or its reimbursement, or the reimbursement of another receivable of a tax nature.
- 3.2.14.** The Employed Persons are not allowed to **be involved in Conflicts of Interest**, as well as to **abuse their position**. The foregoing includes situations where members of one group (e.g. because of family ties or membership of the same organisation or community) support each other in order to gain a Material Benefit or Personal Benefit, not based on an assessment of their professional merits, but on the fact that they are acquainted with each other.
- 3.2.15.** The Employed Persons are required to report immediately any circumstances that **cause or create a potential risk of a Conflict of Interest**, in accordance with the relevant internal regulations of the Company, and to refrain from any activity related to their job in such circumstances until the position of the Manager directly reporting to a member of the Management Board and the Chief Compliance Officer has been obtained.
- 3.2.16.** The Employed Persons are not allowed to take actions that **bear the characteristics of an Act of Unfair Competition**, in particular:
- a) activities that favour a specific Business Partner;
 - b) unauthorised disclosure, use, or acquisition of information constituting trade secrets of a Business Partner or the Group;
 - c) dissemination of false information about the Group or Business Partners;
 - d) use of dumped prices;

- e) participation in so-called price collusions;
- f) use of prohibited or misleading advertising of the services and goods on the Group's offer.

3.2.17. The **Group's charitable and sponsorship activities** may be undertaken in support of the development of local communities and must comply with applicable legislation and the Group's internal procedures. However, the Employed Persons are not allowed to make any contributions to national or foreign political parties, political movements, or organisations of supporters of the aforementioned groups.

3.2.18. If an Employed Person acts to comply with the provisions of the Policy, there will be no negative consequences for the Companies of the EEP Group where, as a result of complying with the Policy, the Employed Person has not succeeded in acquiring a client, selling a product or service, or otherwise benefiting the EEP Group.

4. RULES ON GIVING AND RECEIVING GIFTS

4.1. General rules

4.1.1. Receiving or giving a Gift by the Employed Persons is allowed where it has been determined that it is appropriate in the circumstances and is in accordance with applicable rules of ethics, standards of business conduct, the law, and the provisions of this Policy, in particular **Section 4.2. of the Policy ("Catalogue of Prohibited Gifts")**.

4.1.2. **Receiving or giving a Gift** should always be preceded by an analysis considering in particular:

- a) compliance with applicable legislation, principles of this Policy, good practices and standards;
- b) the reasons for receiving or giving the Gift, including in particular the value of the Gift and the frequency at which it is received or given;
- c) the intention underlying the giving or receiving of the Gift – e.g.: *are the circumstances or the context of giving or receiving the Gift intended to influence or appear to influence in any way the impartiality or objectivity of the receiving party's decision-making?*
- d) the principle of transparency – e.g. *whether, if the Gift is given in accordance with the giver's intention, the recipient might feel embarrassed about receiving the Gift if another person (e.g. the recipient's colleagues or line manager) were to know about it?*
- e) the principle of proportionality – e.g.: *is the Gift given or received proportionate to the situation or position of the person receiving it?*

4.1.3. **When giving and receiving Gifts, the Employed Person is required to comply with the following rules** (see also Table 1 below):

- a) for Gifts whose **unit value** does not exceed **PLN 100 gross** (or its equivalent in a foreign currency) and for single Gifts whose **total value in a given calendar year for that Employed Person in relations with the same entity does not exceed PLN 1,000 gross** (or its equivalent in a foreign currency) –
 - The Employed Person must satisfy themselves as to the acceptability of giving or receiving a Gift in accordance with the provisions of Sections 4.1.1. and 4.1.2. of the Policy;

- b) for Gifts whose unit value exceeds **PLN 100 gross** (or its equivalent in foreign currency), but does not exceed **PLN 200 gross** (or its equivalent in foreign currency) and for single Gifts whose **total value in a given calendar year for this Employed Person in relations with the same entity does not exceed PLN 1,000 gross** (or its equivalent in foreign currency) –
- The Employed Person must satisfy themselves as to the acceptability of giving or receiving a Gift in accordance with the provisions of Sections 4.1.1. and 4.1.2. of the Policy;
 - The Employed Person must report the receiving or giving of the Gift to the Manager directly supervising the Employed Person and to the Chief Compliance Officer within 7 calendar days of receiving or giving the Gift;
- c) for Gifts whose unit value exceeds **PLN 200 gross** (or its equivalent in foreign and for single Gifts whose **total value in a given calendar year for this Employed Person in relations with the same entity exceeds PLN 1,000 gross** (or its equivalent in foreign currency) –
- The Employed Person must satisfy themselves as to the acceptability of giving or receiving a Gift in accordance with the provisions of Sections 4.1.1. and 4.1.2. of the Policy;
 - The intention to receive or give the Gift must be reported by the Employed Person to the Manager directly supervising the Employed Person and to the Chief Compliance Officer within 7 calendar days of communicating the offer to receive the Gift to the Employed Person or conceiving the intention to give the Gift by the Employed Person;
 - The Employed Person is required to obtain **written or electronic consent from the Manager** directly supervising the Employed Person (hereinafter referred to as the “**Decision Maker**”), **to receive or give the Gift**, and in respect of giving, prior consent is required, granted before the action is taken;
 - The Employed Person must report the receiving or giving of the Gift to the Manager directly supervising the Employed Person and to the Chief Compliance Officer within 7 calendar days of receiving or giving the Gift

Letter	Value of Gifts for a given Employed Person (gross PLN amount or its foreign currency equivalent)			Duties of the Employed Person (in accordance with the provisions of the Policy)			Requirement to register the Gift report
	Unit value	or	Annual value (sum of unit values of Gifts from/to the same entity)	Verification of the admissibility of giving or receiving the Gift in accordance with the provisions of Sections 4.1.1. and 4.1.2. of the Policy	Requirement to report the intention to receive or give a Gift to the Manager and the Chief Compliance Officer	Requirement of obtaining the consent of the Manager who directly supervises the Employed Person	
a)	up to 100	or	up to 1,000	YES	NO	NO	NO
b)	more than 100 and up to 200	or	up to 1,000	YES	YES	NO	YES
c)	more than 200	or	more than 1,000	YES	YES	YES	YES

Table 1. Rules applicable to the giving and receiving of Gifts (excluding the Gifts referred to in Section 4.1.4. of the Policy)

4.1.4. The requirement to report the receiving or giving of Gifts or the intention to receive or give a Gift does not apply to:

- a) flowers, Company Goodies, small occasional gifts (e.g. on the occasion of birthdays, name days, promotions, anniversaries), food products and prizes related to the Employed Person's participation in competitions, tournaments, sports competitions in which they have officially represented the Group or the Company;
- b) meals consumed in the context of business meetings, whose market value does not exceed the reasonable limits customary in business relations.

4.1.5. Any report concerning Gifts received or given by the Employed Person or the intention to receive or give a Gift must be documented in the **Register of Benefits**.

4.1.6. The report is made on a form whose template constitutes **Appendix No. 2** to the Policy, as follows:

- a) report to the Chief Compliance Officer must be made by the Employed Person to the following email address: compliance@ekoenergetyka.com.pl,
- b) report to the Manager who directly supervises the Employed Person must be made to that Manager's e-mail address.

- 4.1.7.** Where the Decision Maker refuses to give their consent to receiving the Gift, the Employed Person must immediately return the Gift to the giver or, if return proves impossible, the Employed Person is expected to donate the Gift to **charity** in accordance with the Group's charity and sponsorship policy. The foregoing does not apply to Gifts which are subject to restrictions on trading under applicable legislation.
- 4.1.8.** The Employed Person determines the market value of the Gift by determining the estimated market price of the same or a similar item or service, excluding auction portals. The manner in which the market value is determined by the Employed Person must be declared in the report referred to in Section 4.1.5. of the Procedure.
- 4.1.9.** Where the Employed Person receives a Gift of a value specified in the applicable legislation (in particular tax legislation), this will generate certain obligations for that Employed Person as specified in such legislation, in particular the obligation to duly account for the Gift received in accordance with such legislation.

4.2 Catalogue of Prohibited Gifts

- 4.2.1.** Notwithstanding the provisions of Section 4.1. of the Policy, it is prohibited in the EKOENERGETYKA-POLSKA Group:
- a) for the Employed Person to give or receive, either personally or through intermediaries, any Gift where the Employed Person knows that the Gift will be transferred, in whole or in part, directly or indirectly to a person who is involved in the decision-making process relating to a specific matter, in connection with that person's function or official position **during the decision-making process relating to that matter** (e.g. the transfer of a Gift to a decision-maker at the time of an ongoing procurement or tendering process);
 - b) for the Employed Person to receive or give a Gift in circumstances where such receiving or giving could be construed as related or likely to relate to the performance of official duties for the EEP Group by that Employed Person (i.e. the giving of the Gift should be irrelevant to the performance of their official duties);
 - c) for the Employed Person to give or receive, in connection with the exercise of their duties, a Gift which constitutes a Personal Benefit and which is not given on the basis of objective, clear, and transparent criteria;
 - d) to give or receive Gifts that satisfy one or more of the conditions indicated below or occur in one or more of the situations indicated below:
 - the Gift would be given to Persons Holding a Public Office in a situation where this creates or is likely to create the impression of corrupt activities,
 - the Gift may be construed as having an obscene or inappropriate character or would otherwise be detrimental to the good name of the EEP Group or any of its Companies, or any third persons,

- the Gift does not comply with the applicable anti-corruption legislation,
- the Gift does not comply with the applicable internal regulations of a Business Partner, insofar as they have been communicated to the Company,
- the frequency of giving or receiving Gifts goes beyond the customary practice and rules accepted in business relationships,
- the Gift is given or received in connection with an arrangement that, by way of reciprocity, the recipient undertakes to do something or to refrain from doing something,
- to give or receive a Gift where this could lead to a Conflict of Interest.
- the Gift is given in the form of cash or an equivalent e.g. prepaid payment cards, vouchers,
- there are any doubts as to the legitimacy of giving or receiving the Gift based on the analysis carried out in accordance with Section 4.1.1. of the Policy.

4.2.2. In the situations specified in Section 4.2.1. of the Policy, **the Employed Person is required to refrain from giving or receiving the Gift** and to inform the Manager directly reporting to a member of the Management Board and the Chief Compliance Officer of the situation.

4.3 Guidelines for the maintenance of the Register of Benefits

4.3.1. The Register of Benefits is maintained in the EEP Group by the Chief Compliance Officer.

4.3.2. The Register of Benefits is maintained separately for each Company.

4.3.3. The detailed rules for the maintenance of the Register of Benefits, the archiving and retention of the data contained therein, and the granting of authorisations to access the Register of Benefits are specified in the relevant internal procedures.

5. CONDUCT IN CASE OF DETECTION OF CORRUPTION OR OTHER ABUSES

5.1. Any suspected or actual Abuse must be reported by Employed Persons, Business Partners or other third persons under the EEP Group's Breach reporting and whistleblowing system, in accordance with the procedures and rules set out in the relevant EEP Group regulations.

5.2. The report by the Whistleblower may be made in writing and in documentary form, also in an anonymous manner and with due protection of the confidentiality of the information provided.

5.3. When making a report in good faith, the Whistleblower is protected in accordance with and under the terms and conditions set out in the EEP Group's relevant internal regulations.

6. BREACH OF THE POLICY

6.1. Failure by an Employed Person to comply with the provisions of the Policy represents a gross breach of the Employed Person's duties and may result in disciplinary consequences under the Workplace Regulations, the Labour Code, the civil law agreement in place, or other applicable legislation, as appropriate, including termination of the agreement between the Company and the Employed Person or termination of the Company's relationship with the Employed Person by other means.

- 6.2.** Where Business Partners fail to comply with the provisions of the Policy, the Group will take appropriate action up to immediate termination of the relationship.
- 6.3.** The effects of non-compliance with the provisions of this Policy, as specified in paragraphs 1 and 2 above, are independent of any liability under generally applicable law.
- 6.4.** Where the Group becomes aware of a Breach amounting to Corruption or other Abuse, the Group will notify the relevant law enforcement authorities.

7. RELATED DOCUMENTS

- 7.1.** *Code of Conduct of the Ekoenergetyka – Polska Group (reference: GK-EKO-KD-001)*
- 7.2.** *Whistleblowing and whistleblower protection procedure (reference: EKO-PRO-026)*

8. APPENDICES

- 1)** Template of a statement on reading the Anti-Corruption Policy
- 2)** GK-EKO-FOR-001 Gift report template

**Appendix No. 1 –
Template of a statement on reading the Anti-Corruption Policy**

_____, on _____

(full name)

(position/function)

(Company's Department)

/name and address of the Company/

**STATEMENT ON HAVING READ THE CONTENTS OF
THE EEP GROUP ANTI – CORRUPTION POLICY**

I hereby represent that:

- 1) I have read the Anti-Corruption and Gift Policy of the Ekoenergetyka - Polska Group, reference: GK-EKO-POL-002 v.1 (hereinafter: "*EEP Group Anti-Corruption Policy*"), I accept its contents and undertake to comply with the principles expressed therein,
- 2) I am aware that any action taken by me contrary to or otherwise in violation of the principles arising from the aforementioned EEP Group Anti-Corruption Policy will constitute a *breach of employment duties and a failure to respect the established organisation and order at work / breach of the civil law agreement on which my employment is based.

(signature of the Person making the statement)

*delete as appropriate