

# **The Code of Ethics**

of Bank Ochrony Środowiska S.A.

## Introduction

Being one of the pillars of the environmental financing system in Poland, Bank Ochrony Środowiska S.A. ("the Bank") for over 30 years has been focused on ensuring funding availability for environmental projects. For years, it has consistently lived up to its mission and continued to develop in the area of environmental and climate protection. In its business operations, it follows the law and the principles of honesty, a professional approach, reliability and due diligence. It builds common trust and image by promoting and adhering to ethical standards and good banking practices.

All employees of the Bank, regardless of their position and function, are expected to demonstrate **commitment, cooperation, a professional attitude and respect for others and the environment.**

The Bank, as a company listed on the Warsaw Stock Exchange, is in compliance with the **"Best Practice for WSE Listed Companies 2021."**



## 1. General

Employees are the ambassadors of the Bank's values. The Bank's top management walks the talk with their conduct and public appearances. In promoting its values and ethical behaviour, the Bank conducts periodic training to ensure that its staff is familiar with the Code's requirements.

1. The Code of Ethics of Bank Ochrony Środowiska S.A. ("the Code") sets forth the professional ethics standards applicable in the Bank.
2. Every employee, regardless of their position and responsibilities, shall adhere to the principles set out in the Code.
3. The statement signed by the staff member, a template for which is attached as Schedule 1, shall be kept in the personal file.
4. Compliance with the Code is one of the assessment factors in the Bank's employee evaluation system.
5. Failure to comply with the principles set out in the Code may result in employment termination by the Bank.

## 2. Applicability

1. All members of the Supervisory Board, members of the Management Board and all employees, regardless of their position and form of employment, as well as persons acting for or on behalf of the Bank shall be bound by the Code.
2. Upon employment, new staff members shall become familiar with the Code.
3. Individuals acting on behalf of the Bank are required to be aware of the Code's provisions and to comply with its principles.
4. All employees need to be aware that they represent the Bank by their behaviour, also beyond working hours, if their activity involves representing the Bank, and that their conduct affects both the Bank's reputation and the culture within the organisation.



### **3. Generally applicable laws**

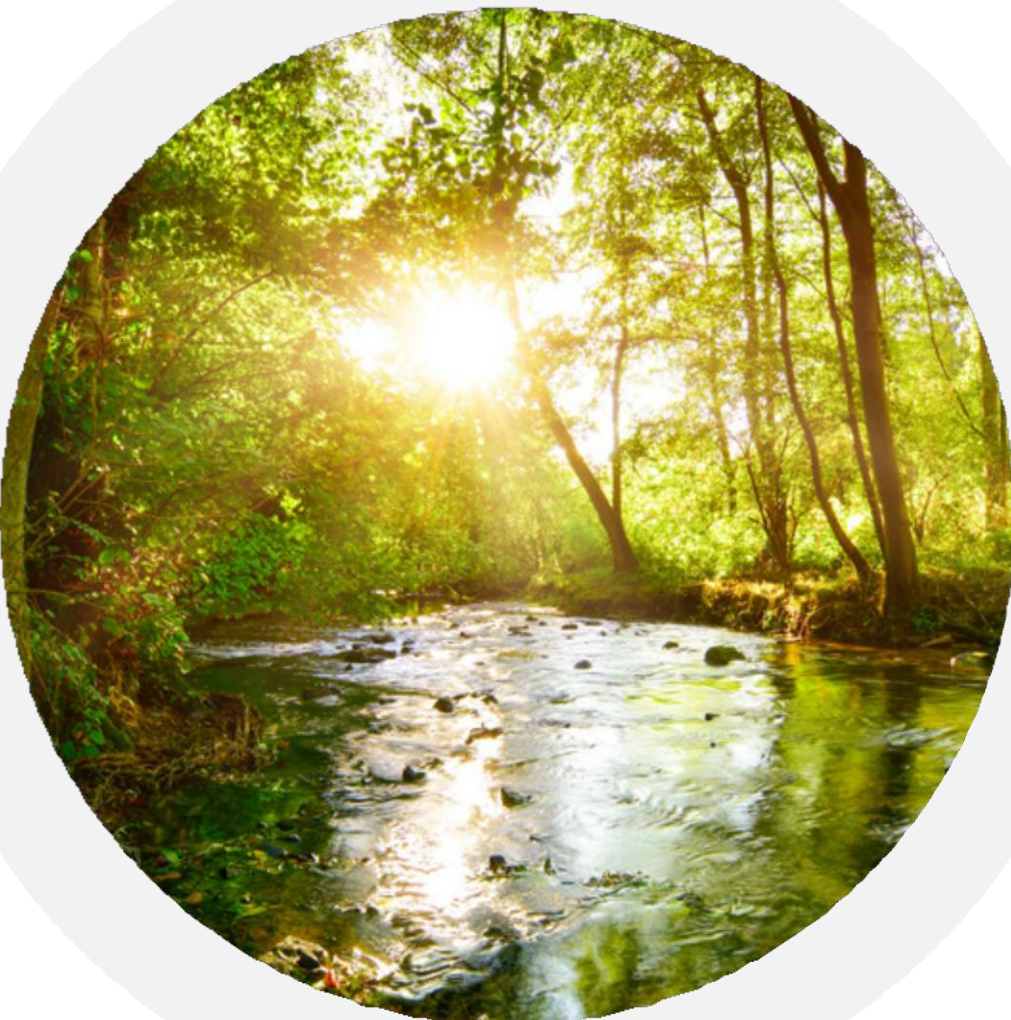
As an institution of public trust, the Bank conducts its business in compliance with generally applicable laws, with due regard to the recommendations and supervisory guidelines issued by the relevant authorities.

### **4. Promoting standards of ethics – risk culture**

The Bank's operations involve inherent risk-taking. Fostering the high ethical and professional standards, including understanding the significance of risk in the Bank's activities, is of particular relevance in the risk management.

Sound risk management, a valid and consistent risk culture within the Bank, involving:

1. implementing and adhering to relevant risk policies,
2. setting examples of proper behaviour,
3. communicating objectives and providing risk training to staff,
4. having in place an effective incentive system to encourage appropriate attitudes, is an integral part of effective risk management.



## **5. Equality in treatment**

The Bank's employees shall be treated equally with regard to the entering into and termination of their employment, terms and conditions of employment, promotion and access to training to advance their professional qualifications, in particular regardless of their sex, age, disability, medical condition, race, nationality, ethnic origin, religion, creed, lack of religious beliefs, political beliefs, trade union membership, sexual orientation, gender identity, family status, lifestyle, form of employment and other grounds giving rise to discriminatory behaviour.

## 6. Employees

All employees follow the highest standards of behaviour in carrying out their duties.

### a) Compliance with procedures

All employees shall comply with procedures, regardless of their position, job description or form of employment.

### b) Property protection

The Bank holds many assets that are critical to the continuity of its business operations. All employees shall be responsible for the protection and proper use of assets by taking precautionary measures to protect the Bank's property and the property of third parties in the Bank's possession from loss, theft, damage, misuse and unauthorised use, access or disposition, including the use in an unlawful manner or in any manner deemed inappropriate.

### c) Information protection

Information is a business-critical asset. All employees have a responsibility to maintain the confidentiality, integrity and availability of Bank's information while ensuring compliance with legal and contractual requirements. Confidential information shall be kept strictly confidential in the course of, and after the employment, regardless of the form of employment or the form of the third party's relationship with the Bank. Furthermore, employees are required to comply with applicable standards regarding the handling of confidential information of third parties disclosed to the Bank.

### d) Mutual relations

The Bank provides all employees with a fair, safe, productive workplace, where everyone is recognised for their contribution to the Bank's development. All employees shall ensure that they treat their co-workers, customers, suppliers and visitors with respect and professional attitude.

Employees of the Bank shall:

1. identify with the Bank's values and objectives,
2. feel responsible for achieving the goals,
3. take initiative to meet the goals,
4. share their knowledge with other employees,
5. use their working time effectively.

### e) Mobbing prevention

The Bank prevents any form of mobbing in line with its anti-mobbing policy. The Bank undertakes a number of regular measures to raise awareness about mobbing, its consequences and how to recognise its first indications.



## **7. Relations with clients**

The Bank aims to provide its clients with attractive, green financial products through suitable, efficient distribution channels. While carrying out its operations, the Bank strives to meet the clients' expectations and ensure their satisfaction with its products and services.

The Bank employees are committed to provide its clients with high quality products and services as well as the highest service standards.

Driven by the principles of honesty and fairness, the Bank employees provide its clients with comprehensive information to enable them making an informed choice of a specific product or service. The Bank employees are required to inform its clients about the benefits and risks resulting from the use of individual products and services offered by the Bank.

The Bank strives to provide all information, documents and letters addressed to its clients in a clear and comprehensible manner. The Bank

timely notifies its clients about internal regulations changes and provides them with relevant documents and confirmations of transactions performed.

The Bank ensures that its marketing communications are understandable, do not raise any doubts and do not mislead its clients.

Complaints and claims are handled carefully and thoroughly in a timely manner. Requests and opinions submitted by the clients aim to facilitate the Bank's operations and improve the quality of service.

For the benefit and safety of its clients, as well as being aware of the significance of the information it holds, the Bank strictly adheres to the principles of information confidentiality and banking secrecy.

## **8. Relations with business partners and suppliers**

The Bank pursues a responsible purchasing policy and expects its business partners or suppliers to have in place measures in order to ensure respecting ethical principles and working conditions, as well as satisfying social and environmental requirements.

The Bank uses broadly defined personal and material criteria when selecting its business partners or suppliers, which include environmental, social and quality factors in addition to experience, skills, quality, timeliness, delivery terms and financial capacity.

The Bank requires its business partners or suppliers to comply with the "Standards of Conduct for Suppliers of Bank Ochrony Środowiska S.A.," which include ethical principles, respecting working conditions and compliance with social and environmental factors. These Standards also contain provisions on control measures that the Bank may take to verify their compliance, as well as further steps in the possible identification of violations.

Every prospective business partner or supplier shall declare its compliance with the Standards, by submitting a relevant statement with its offer.

## **9. Maintaining confidentiality**

As an institution of public trust, the Bank deems it critical to maintain banking and commercial secrecy and to protect confidential information and personal data.

The Bank processes its clients' personal data in compliance with the laws and in good faith.

Employees shall protect personal data, specifically by not disclosing them to unauthorised third parties and by preventing their misuse.

The Bank adheres to the principle of not allowing personal transactions to be carried out using confidential information.



## 10. Preventing conflicts of interest

Employees shall avoid any activity or relationship that interferes or appears to interfere with the best interests of the Bank.

The Bank prevents conflicts of interest related to its business, defined as any circumstances which may lead to a conflict between the interests of the Bank or the Bank's employees and the interests of its client, and a conflict between the Bank's employee and the Bank.

The Bank employees may not take decisions or actions which could result in a conflict or contradict to the Bank's interests, in particular, to engage in activities competing with the Bank.

Should a conflict of interest occur, or circumstances arise which could result in such a conflict, in connection with the performance of additional roles and engaging in ancillary activities, as well as in case of doubt, the Bank employees shall report it to their line manager and the Compliance Department.

## 11. Competition

The Bank fully complies with all anti-trust and pro-competitive laws.

The Bank encourages the Polish banking system development by participating in initiatives and programmes for the development of banks, infrastructure improving their operations' quality and educational programmes dedicated for clients.

## 12. Communication

The Bank maintains open, straightforward and effective communication in its internal and external relations.

## 13. Reliable advertising and promotion

The Bank performs its marketing activities in compliance with applicable laws, ethical principles and best market practices.

## 14. Preventing money laundering and terrorist financing

With regard to the AML/CFT, the Bank employs adequate control measures in compliance with the applicable laws. The Bank duly performs its regulatory obligations, including those related to client identification, risk assessment, transaction monitoring. The Bank provides periodic training to employees involved in the performance of its AML/CFT obligations.

## 15. Relations with governmental agencies, authorities, public institutions and political parties

The Bank conducts its relations with governmental institutions, public authorities and public institutions in accordance with applicable laws and ethical principles. The Bank remains politically neutral. The Bank does not provide financing to political parties.

## **16. Preventing corruption, transferring and accepting benefits (bribery)**

The Bank adheres to the highest standards of integrity, honesty and fairness with regard to all its internal and external activities. The Bank pursues a policy whereby members of its Management Board and Supervisory Board, as well as its officers, employees and agents, may not directly or indirectly give, propose, promise, approve, demand or accept any financial gains or anything else of value in connection with their work for the Bank, that is bribes

(including gifts or gratuities, with the exception of low value items which are generally acceptable, also in an international context, permitted by applicable laws and compliant with this Code and relevant regulations in force at the Bank).

In particular, the Bank prevents any action designed to approve, or expedite the consideration of, any matter or application in return for a benefit.



#### a) Gifts

To the extent permitted by law and in compliance with the Bank's relevant anti-corruption procedures, any gifts or facilitation payments provided to representatives of government or public institutions or to entities co-operating with the Bank shall be modest and proportionate to the permitted business purpose and must not create the appearance of gaining or attempting to gain an unfair advantage for the Bank. In this regard:

1. courtesy gifts shall not be given or accepted in situations that might influence the Bank's decision,
2. invitations to events (e.g. business meals, training sessions, cultural, scientific, sporting events, leisure or integration trips, etc.) shall not be given or accepted, to the extent that they do not conform to generally accepted standards of hospitality given the nature of the business relationship or may influence the decision of the recipient,
3. gifts, including invitations, shall not be given in interactions with public officials or persons holding public posts, in situations that may give the appearance of providing a bribery-related financial benefit,
4. under no circumstances shall money (cash or cash equivalents) or invitations to lavish events be given or accepted,
5. persons responsible for the suppliers' selection, in particular for purchasing, shall not be allowed to receive gifts or any facilitation payments from entities submitting cooperation offers to the Bank,
6. the maximum value limits for gifts offered or received are set forth by the Bank in the "Rules for receiving and offering gifts at Bank Ochrony Środowiska S.A."

7. The Bank maintains a detailed register of all gifts, including invitations, given or received by employees. The register is kept by the Compliance Department. Employees and associates acting on behalf of the Bank are required to report the following information: the circumstances under which the gift has been given or received, a description of the gift and its approximate value, the date and, in the case of invitations, the functions of the event's participants and the name of the entity they represent.

The Bank continually reviews the scope of activities carried out with respect to persons and entities, relations with whom have a high degree of bribery risk (in line with the risk assessment results) in conjunction with the Compliance Unit.

#### b) Sponsoring

Bearing in mind its corporate social responsibility, the Bank pursues a sponsorship policy with a view to preserve long-term economic and financial stability and achieve measurable outcomes that contribute to a positive image and brand promotion of the Bank.

The co-operation within the sponsored event scope as well as all rights and obligations shall always be included in the sponsorship agreement or purchase order between the co-operating parties.

## 17. Sustainability

The Bank operates in a socially responsible manner and in line with sustainability practices, which involve a conscious and properly structured balance between economic growth, environmental protection and human health..

## 18. Environmental Protection

The Bank strives to mitigate its negative impact on natural resources and the global environment by engaging in funding projects under the ESG Strategy of Bank Ochrony Środowiska S.A. The Bank is committed to continuously improve the environmental performance of its business.

## 19. Reporting violations

All employees who have information or reasonably suspect that there has been a violation of the applicable laws, procedures or ethical standards are required to report it immediately in compliance with the Bank's internal regulations.

The Bank provides an anonymous channel for reporting violations, ensures the confidentiality of all reports, and does not take any action against any person who in good faith reports information regarding potential violations of applicable laws and procedures or ethical standards.

## 20. Undesirable behaviour

Undesirable behaviour includes, but is not limited to:

1. directly or indirectly violating applicable laws or the Code,
2. assisting anyone to violate applicable laws or the Code,
3. providing false or misleading information or intentionally withholding material information at any time, including in the course of investigating a violation of applicable laws or the Code,
4. inadequate supervision of employees,
5. failure to act on a known or suspected violation of applicable laws or the Code,
6. deliberately disregarding information within the assigned responsibility scope that would have made it possible to gain knowledge of a known or suspected violation of applicable laws or the Code,
7. retaliating against any person who has reported suspected unlawful conduct or unethical behaviour,
8. deliberately raising false suspicions of unlawful conduct or unethical behaviour.

## 21. Updating the Code

The Code is subject to a review, taking into account, for example, comments and suggestions submitted by the Management Board members, the Bank employees and third parties, changes in legal regulations or best practices, as well as experience gained in the Code's application. At least once a year the Management Board of the Bank shall notify the Supervisory Board of the review and evaluation results.

## 22. Final provisions

1. In case of any questions or doubts concerning the handling of violations of the applicable laws and the Bank's procedures and ethical standards, you should contact the Compliance Department.
2. Any matters not covered by the Code shall be governed by the applicable laws.

