

ANTICORRUPTION CODE ZAMET GROUP

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INTRODUCTION

The hereby Anti-Corruption Code is a set of standards designed to eliminate corruption within the Zamet Group and enable its detection. The Code provides answers as to what to do in difficult situations and who to contact for help in resolving problems. All members of the ZAMET GROUP community, regardless of the position held, are obliged to comply with the rules and principles included in this Code. The Organisation aims to build trust and promote ethical attitudes among its employees, associates and business partners.

Establishing and complying with such principles is the foundation of ZAMET GROUP's market position. The Anti-Corruption Code represents a commitment to preventing all forms of corruption that may affect the Organisation's operations – including its business relationships.

Corruption constitutes both a financial and reputation risk. All employees must report any activity that violates or may violate the policies contained herein or is in any way contrary to the generally applicable standards. ZAMET GROUP strives to promote a responsible and conscientious approach to the Code's provisions among all its members and business partners.

As an activity that harms the national economic interests, corruption is considered a crime all around the world and is punishable under both national and international law. We remain committed to quality and reliability in our day-to-day operations, and as such, we do not tolerate any forms of corruption. Under no circumstances will we tolerate any situations in which any of our employees or other third parties representing ZAMET GROUP's interests are involved in any form of corruption. All Organisation employees must comply with all applicable anti-corruption laws in all countries that ZAMET GROUP operates or is otherwise present in. All persons who violate this Code will suffer consequences, including disciplinary action.

ZAMET GROUP continually monitors all its activities and processes to eliminate potential corrupt conduct and take any appropriate countermeasures to prevent it. Multiple measures have already been taken to maximize the level of security through preventive detection of corrupt conduct, as well as education and awareness initiatives.

ZAMET GROUP is committed to remaining in full compliance with both Polish and international laws and standards. Periodic training is provided to ZAMET GROUP employees to improve their corruption prevention and detection knowledge. The training programmes are aimed at ensuring that all employees are aware of the applicable legal regulations and opportunities for counteracting corruption, as well as mindful of the emerging corruption-related risks.

This Code is a guideline, and as such, the list of corrupt activity and conduct presented in it is by no means exhaustive. We encourage you to contact the Management Office¹, which is the first line of support in this regard. If you have any doubts concerning the applicability and interpretation of any relevant laws, please contact the Management Office.

¹ ZAMET SA's Management Office

CORRUPT ACTIVITIES

Corruption is a complex and multidimensional phenomenon. Corrupt activities are primarily considered to be actions related to giving and receiving bribes. However, various forms of corruption exist, including bribery, illegal payments/commissions, paid protection, influence peddling, undeserved rewards and abusing power for personal gain. In some situations, discounts, services and various forms of entertainment may also be deemed corrupt activities. Corruption may involve both legal and private entities, as well as government officials. Accordingly, the following definitions shall be adopted for this Code:

- financial gain shall be deemed to be any type of goods that are capable of satisfying a specific need and whose value can be expressed in monetary terms. Such gain includes not only an increase in someone's wealth, but also any favourable contracts – e.g. receiving a donation, waiving debt, winning a bid, or taking out a loan on favourable terms.
- personal gain is a non-material benefit that improves its recipient's situation (e.g. a promise of a promotion, receiving a medal, acquiring a profession, reducing professional duties, being accepted for an internship or apprenticeship, receiving a scholarship abroad, creating a favourable media image).

Corrupt conduct may take place through:

- actions aimed at convincing someone to act – or refrain from acting – within the scope of their official duties by providing them with material profit in the form of financial gain or valuable objects.
- demanding specific benefits to act or refrain from acting.

Please note that transferring of any benefits via third parties (partners, agents, consultants, etc.) is strictly prohibited and is subject to the same restrictions as transferring such benefits yourself.

ZAMET GROUP has a zero-tolerance approach to corruption, and as such, all employees must refrain from:

- giving, promising and offering gifts, payments, sponsored events or other private financial gains with the expectation or anticipation that doing so will bring an unlawful commercial advantage, or rewarding someone for obtaining any existing or agreed upon commercial advantage,
- accepting gifts, payments, sponsored events and personal benefits, the acceptance of which is known or suspected to be associated with another party's expectations of commercial gain.

In some instances, giving or accepting gifts of nominal value is expected due to the local customs. Any such situations must be reviewed based on the applicable Anti-corruption and Gift Giving Policy, which determines the permissible gift values and principles for exchanging gifts in business relationships. In cases where a gift is meant to positively affect a business relationship, it may only be given if it complies with the above Policy.

Note that any customary gifts must be appropriately priced and be proportionate to the business relationship. If it is determined that a gift that is to be given to another party is not objectively reasonable, you must refrain from giving it to the other party. The following principle should also be observed when there is any doubt regarding a specific gift or the circumstances in which it is given. Any documentation related to the purchase of gifts must always be archived.

GIFTS ANT OTHER BENEFITS

For the purposes of this Code, "a gift" is any form of gratuity, given to or accepted by the Organisation employees in any circumstances, for which the giver/recipient does not pay. Gifts can take many forms, including goods, services, meals, benefits (material or otherwise), prizes and discounts. They may also include entertainment proposals, e.g. invitations on trips with accommodation (vacations, weekends, both in Poland and abroad), tickets to events (sports and cultural alike), flights, travel by expensive cars, hotel stays and others. Gifts may be given in the form of cash or its equivalents, such as stocks, bonds and other securities, shares, gift cards, prepaid cards and checks.

Only expenditures for reasonable gifts shall be deemed acceptable, i.e. for ones that:

- are appropriate to the circumstances,
- have an actual purpose,
- are of reasonable value,
- have been approved by the appropriate organizational units,
- are permitted by the applicable laws and community life principles,
- will not convey a false impression, e.g. by making the recipient believe that they must reciprocate or the recipient expects something in return;

A general and mandatory rule that must be complied with at all times is that giving and accepting cash or its non-monetary equivalents, such as gift cards, vouchers, preferential loans and unjustified discounts is strictly prohibited.

Always ensure that the context is clear to the recipient whenever you give them a gift. Such actions should only be taken in transparent and culturally-justifiable circumstances.

CONTRACTORS

Contractors shall mean clients, business partners, suppliers, parties to civil-law contracts and other entities providing services, delivering goods or performing works for companies from the ZAMET GROUP.

The hereby Code shall apply to both new and existing business relations between companies from the ZAMET GROUP and other entities. Before establishing business relations with new contractors, all such contractors must be screened based on the provisions of this Code, as well as in regard to their business ethics. During the verification process, contractors shall be informed about ZAMET GROUP's Anti-Corruption Code and must submit a statement confirming that they will comply with it.

ZAMET GROUP shall exercise due diligence in selecting its contractors – especially if the given contractor is to act as company's representative. ZAMET GROUP uses transparent approval and verification procedures concerning costs, expenses and working with third parties (including intermediaries, agents, distributors, subcontractors, consortium members and suppliers) to prevent the creation of mechanisms enabling any parties to receive financial gain using its assets.

Any persons responsible for contractor selection should examine the given contractor's integrity and reputation with due diligence. If anything indicates that an entity is engaged in any form of corruption –or suggests corrupt conduct to others – it must be reported to the Board of Directors and the Management Office immediately. Working with entities suspected of corrupt conduct or other unethical activity is prohibited.

The Contractors' activities undertaken on behalf of ZAMET GROUP should be periodically audited. All persons responsible for communicating with a given contractor shall monitor whether such cooperation does not violate the applicable laws and the ZAMET GROUP Company's internal regulations and ensure that it is in line with ethical principles. When working with contractors, always check whether they

use the services of subcontractors. The contractor's entire supply chain should be familiarized with ZAMET GROUP Company's Anti-Corruption Policy.

Maintaining good relationships with contractors is a vital part of ZAMET GROUP's operations. Traditionally, such relationships involve giving gifts and corporate gadgets, as well as having special meals, organizing demonstrations and other events. Nonetheless, all parties involved must always remember that such activities should only be aimed at maintaining good relations with the contractors and not creating any mutual obligations. Any gifts or entertainment provided must be appropriate for the given circumstances and their value must not exceed the established limits. Both giving and accepting gifts that are inappropriate or unreasonably expensive in a given context is strictly prohibited.

In case of refusal to accept a gift, it is recommended that you always explain the reason for such a decision to the contractor. In such situations, you should refer to this Code to indicate that your refusal to accept a particular gift is the result of a gift policy established and enforced by ZAMET GROUP. In cases where the contractor reacts negatively or does not understand the reason for such refusal, please contact the Management Office.

Under no circumstances should you ask contractors to give gifts or sponsor meals or other events, or otherwise suggest that they do so. Giving or accepting cash as a gift is prohibited, irrespective of the circumstances. Giving cash substitutes, e.g. loans or gift cards, is prohibited as well.

All instances of inappropriate behavior by contractors, such as offering financial favours in exchange for specific conduct by Organisation employees, must be reported to the Management Office immediately.

The most vital thing in all business dealings involving giving or accepting gifts is the Organisation employees' awareness of the nature of the given circumstances, as well as their ability to recognize any risky situations. In case of doubts regarding the acceptability of a specific gift, employees should use their subjective judgment based on the contents of this Code, as well as any relevant knowledge gained during training. Remember that giving small gifts to the same person repeatedly can also be perceived negatively – their collective value may prove to be significant.

If a valuable gift is accepted due to justified circumstances, you must contact the Management Office to resolve the matter –e.g. by returning the gift to the giver or donating it to charity.

Due to ZAMET GROUP's business activity, offering excursions, demonstrations and special offers to new contractors is permitted. Such activities are only aimed at promoting the products and solutions offered by ZAMET GROUP's companies. Meal, travel and accommodation expenses may be covered as long as they are related to the above promotional activities.

All expenses incurred for promotional and marketing activities must be properly documented and made only in accordance with the provisions of the applicable gift policy.

Emphasizing its commitment to transparency as part of its anti-corruption efforts, ZAMET GROUP requires all its contractors to comply with this Code.

PUBLIC OFFICIALS AND AUTHORITIES

For purposes of this Code, a "public official" shall be construed as a "person holding public office", as described in art. 115 sec. 19 of the Penal Code:

A person holding public office is a public official who is a member of a local government body, a person employed at an organizational unit that receives public funding – unless he or she performs only service activities on its premises – as well as any other person whose powers and duties concerning public activities are defined or recognized in a legal act or an international agreement binding the Republic of Poland.

The term encompasses both lower-level officials, e.g. municipal officials, as well as politicians, judges, government representatives and international officials. The liability for failing to verify that a given person is a public official rests with the person who establishes contact with them.

Contact with a public official shall be construed as meetings, conversations and other interactions involving Organisation employees.

Suggesting a public official that they may receive any financial benefit to influence their final decision related to the Organisation is strictly prohibited. For example, this includes such matters as tax-and audit-related decisions, favourably resolving disputes and administrative issues, as well as others. The above also applies to any other persons who are not public servants themselves, but who remain in contact with a public official or have a relationship with them that may enable them to influence such an official's decisions. Due caution must be exercised in any dealings involving public officials –including avoiding giving any impression of corrupt conduct. In case of any corruption-related suspicions or other doubts, please contact the Management Office immediately.

In case of any legal proceedings concerning ZAMET GROUP's Company, you must refrain from giving any gifts to the officials handling them – regardless of the form or value of such gifts. Any such action could be perceived as an attempt to influence the final decision.

Giving any gifts or providing any other benefits to persons participating in a tender procedure is prohibited, especially if such gifts or benefits are aimed at affecting the outcome of the procedure.

If it is determined under reasonable circumstances that giving a customary gift to a public official is in order, it is vital to remember that such situations always involve increased risk.

A public official may only be given a customary gift provided that:

- both the gift's price and the reason for giving it are appropriate,
- purchase documentation is retained,
- the given official is not involved in any proceedings concerning the Company
- doing so does not violate any applicable laws.

If you are unsure whether giving gifts to a particular person or in a particular jurisdiction is allowed, please contact the Management Office. The liability for failing to verify whether the specific action is permissible rests with the person who seeks such action and who is directly involved in it (duty of due diligence).

CHARITABLE DONATIONS/SPONSORSHIPS

ZAMET GROUP supports local communities and sustainable development processes by engaging in charitable activities. Such activities may involve donating specific goods and services, as well as direct financial support or sponsorship (festivals, celebrations, conferences and others). Involvement in charitable activities is vital for the Company. Decisions to support a specific charitable organization should be made based on the principles outlined below.

Projects that may receive support include those undertaken by the organization itself, as well as ones undertaken by NGOs, foundations and local government units.

When committing to help charity organisations and making donations, a due diligence procedure must be conducted to screen the entity that is to receive donations. Special attention should be paid to such issues as:

- the purpose of the donation,
- the recipient organisation's statutory activities,
- the donation's compliance with the applicable laws,
- the recipient organisation's potential affiliations with any government officials,
- the possibility of the donation ultimately being transferred for private use
- whether the recipient organisation's activities are regulated,
- the identity of the actual beneficiary.

When making donations, one must have certainty that they will not be used to further the private interest of a public official – either directly or indirectly. Should any government official ask you to support a

charity, you must forward their request to the Management Office for a proper review. Donations for any specific entities must be approved in writing by the Board of Directors.

It must be evident that all donations made are transparent and properly recorded. Projects that have received funding or other donations shall be monitored to verify how they use such funding or donations. Be sure to never promise any form of support if doing so may be misconstrued by its potential recipient or may influence their actions. Making any donation or sponsorship requests to ZAMET GROUP contractors is prohibited as well.

Note that in no way should the hereby provisions discourage anyone associated with the Organisation from making personal contributions to worthy causes. Taking such action is most commendable. However, you must always make sure that such contributions are entirely private and are not made on behalf of the company.

ZAMET GROUP avoids supporting any political factions. Therefore, making contributions to political parties, candidates and their representatives on behalf of the Organisation is prohibited. Any employees and associates making such contributions shall make them solely on their behalf and never on behalf of ZAMET GROUP.

Due to the seriousness of the subject of donations and sponsoring, detailed guidelines concerning it are included in ZAMET GROUP's internal documentation.

PROHIBITION OF RETALIATION

We strive to create an environment where all employees and associates feel comfortable and free to raise any concerns. We have built a system based on a constant supervisor-employee dialogue. We gather feedback on topics vital to employees and continue to address any issues raised – requests for guidance never go unanswered.

We do not condone any forms of retaliation against anyone who expresses dissenting views or reports violations in good faith. Taking any hostile action against any person who provides information about violations of the law, the Anti-Corruption Code or other applicable regulations is prohibited.

Retaliation is any negative behavior directed at a person who reported violations in good faith. Unacceptable retaliation includes, but is not limited to, demotion (being transferred to a lower position, being reassigned to another position), termination of employment, as well as pay reduction. Using any forms of verbal aggression towards employees and associates reporting violations is prohibited. Individuals who engage in any forms of retaliation will be subject to disciplinary action.

Anyone who feels that they have been the victim of retaliation, or knows of anyone at the Organisation who has been retaliated against in any way, should report it to their supervisor or the Management Office.

ZAMET GROUP's Companies will not take any measures against any person who reported irregularities, provided that such a report was made in good faith. Reports can be made anonymously as well.

Please note that submitting false or hurtful information through anonymous reporting channels will not be tolerated. The reliability and truthfulness of all reports submitted shall be verified to prevent retaliation.

SANCTIONS

ZAMET GROUP's ensures transparency in its business operations. Corruption incidents can result in many negative consequences, such as exclusion from tender procedures, financial penalties, as well as imprisonment of the perpetrators of any corrupt activities. Violations of the applicable anti-corruption laws may result not only in disciplinary penalties but also in financial and criminal liability.

Upon receiving information about corrupt activities, a dedicated team will be established to investigate the circumstances of such an incident. Any actions taken will respect the rights and guarantees afforded

to all employees. Disciplinary sanctions will depend on the value, violation severity and the scale of participation of the given employee in the irregularities. It is irrelevant whether such an incident was reported by anyone or discovered by the Organisation on its own as part of an inspection or audit.

RAISING CONCERNS

Corruption is illegal and has serious consequences. Having the ZAMET GROUP's Companies best interests in mind, each employee is required to report any corrupt conduct or behaviour. Reporting undesirable attitudes and events is an essential element of corruption prevention. The obligation to take action whenever you become aware of corruption applies to all employees and associates – regardless of any personal relationships. Any suspected or alleged violation of this Code must also be reported. Reports can be made directly to a supervisor, Management Office or board member, or through the available channels:

e-mail: zamet@zametsa.com

If you have any questions about the applicable laws, any proposals or suggestions that you have received, improper conduct by others or activities that violate this Code, please contact the Legal Department for assistance. In such cases, no action should be taken until a credible and substantive legal opinion has been issued.

All reports received will be handled fairly, carefully and discretely.