

POLENERGIA GROUP

CODE OF ETHICS

17 JANUARY 2023



– FOREWORD –

Dear All,

Polenergia Group is one of Poland's largest and most rapidly growing energy groups. Our business model covers all elements of the energy value chain, from generation to direct sales to business and individual customers.

Due to such a wide range of our activities, we have a great responsibility, which requires us to follow the highest ethical standards and all applicable laws. Such an approach allows us to build mutual relations based on dialogue, trust and respect, to motivate each other to achieve further success and act in a responsible, reliable and innovative manner.

We at Polenergia Group always operate ethically and legally and implementing corporate social responsibility and sustainable development rules is crucial for us. Our values have always followed the development of our business, and this Code is intended to help bring them together in one place. We wish to emphasise that we do not tolerate bribery, corruption, fraud and other types of illegal business conduct and are committed to acting with integrity towards all customers, suppliers, public officials, contractors and other stakeholders. We will always focus in our business on respecting the principles of safety, non-discrimination, fair competition, respect and environmental protection. As we strive to strengthen our market position and be a leader in the energy market, we are mindful of our role and responsibility to local communities and globally.

The principles of ethical behaviour apply to all of us, regardless of our position, and following them is our duty.

The development of our Group must go hand in hand with respect for the law and ethics, and we hope that the collection of principles contained in the Code will assist all of you in your daily work.

Michał Michalski, PhD

CEO

1. PURPOSE OF THE CODE

The Code is to serve as a practical guide for complying with the law, good customs, standards of behaviour arising from the organisational culture of Polenergia employees and generally accepted good business ethical practices.

The Code sets out a framework and is not intended to be a detailed instruction on how to act in every situation. Such detailed rules of conduct are included in internal policies, procedures and instructions, concluded agreements, or directly derived from applicable legal regulations.

Universally recognised human rights apply at Polenergia Group, in particular those contained in the Universal Declaration of Human Rights, the United Nations Guiding Principles on Business and Human Rights, the United Nations Sustainable Development Goals, the European Commission Recommendation, the Ten Principles of the United Nations Global Compact and the conventions of the International Labour Organisation.

2. SCOPE OF THE CODE

The Code applies to all employees (regardless of the legal basis of employment) and all permanent contractors (regardless of the form or scope of cooperation) of Polenergia S.A. and its subsidiaries (Polenergia Group).

We strive to ensure that our business partners (suppliers, subcontractors, investment partners) are also guided by these values.

3. RESPONSIBILITY FOR THE CODE

The Compliance Officer and the Ethics Committee are responsible for implementing the Code in the Group and overseeing compliance with the Code.

4. IMPLEMENTATION OF DUTIES UNDER THE CODE

The Code consists of the ethical values of the Polenergia Group. Specific duties are derived from these values, and their fulfilment is the responsibility of every person acting on behalf of the Group, regardless of the cooperation basis or role.

Everyone must care for the reputation of Polenergia because the behaviour of even one person can affect the whole Group. If in doubt, do not be afraid to ask.

If you hold a managerial position, remember that the example comes from the top. Your colleagues will model themselves after you, so the higher your position in the organisation, the greater your responsibility!

We declare our support for the described values that allow us to act ethically. We will strive to ensure that positive behaviour above and beyond the Code is rewarded and recognised.

It is your duty to:

- familiarise yourself with the Code and attend training on the Code and avoid any behaviour that is inconsistent with the values and principles described in the Code,
- familiarise yourself with the *Whistleblowing Procedure* and report any irregularities of which you are aware and, if requested, assist those conducting the investigation.

We demand these attitudes not only from our employees and colleagues, but also from our subcontractors, suppliers and business partners. Therefore, we expect them to have equivalent mechanisms for protecting ethical standards and human rights, or we impose those obligations on them to guarantee their compliance.

5. ETHICAL VALUES

5.1 Respecting and promoting human rights and labour standards

In our activities, we respect and comply with international and local standards on the prohibition of all discrimination and labour law, particularly the norms arising from the conventions of the International Labour Organisation.

We guarantee freedom of opinion, conscience, religion, belief and expression. We strive to achieve individual and social goals in the spirit of respect for human rights and concern for the common good.

We firmly enforce the prohibition of all forms of human trafficking, slavery and forced labour (understood as work or services required of a person under the threat of any penalty and to which the person has not volunteered) and the use of children for labour. We want Polenergia to be a safe workplace that respects worker and human rights. Polenergia verifies and monitors its suppliers for compliance with analogous standards in this regard.

We do not tolerate any behaviour directed against employees that involves persistent and prolonged harassment or intimidation (mobbing), as well as any behaviour of a sexual nature that results in the violation of an employee's dignity or humiliation (sexual harassment) or discrimination. Employees are obliged to prevent them and, if they have information that may indicate their use, to inform the relevant persons in accordance with the Group's regulations.

Equally, i.e. without prejudice and irrespective of gender, age, disability, religion, nationality, political beliefs, ethnicity, sexual orientation, and regardless of employment for a definite or indefinite period or full or part-time, we treat all employees with regard to the establishment and termination of the employment relationship, terms and conditions of employment, freedom of association, promotion and access to training to improve professional qualifications. We provide equal opportunities, ensure decent wages in line with qualifications, and create space for development.

We actively care for occupational health and safety and health protection. We continuously strive to improve them, constantly perfecting methods of identifying risks and preventing accidents at work and occupational diseases. We implement solutions to reduce the onerousness of work. We care for the condition and safety of equipment and work with it following operating manuals. We immediately notify our supervisors of an accident or danger to life and health.

5.2 Respect and openness

Our cooperation is based on the principles of understanding, assistance and camaraderie, in particular by sharing knowledge and experiences and creating a friendly working atmosphere.

In our activities, we are guided by the principles of openness and honesty. We create the conditions for a smooth and safe exchange of opinions so that everyone can deepen their knowledge and experience and make new contacts.

We are not afraid to speak up; we create an environment of open and direct communication about all events that may affect our business.

We follow rules of communication to make it understandable and transparent to the recipient. We exercise particular care and restraint in our communications with public officials. We treat our colleagues and partners with respect. Everyone's behaviour is Polenergia's calling card and should build a positive image of the Group.

We promote teamwork and collaborate on tasks. We identify with the Group by interacting with others. We set ambitious goals for ourselves and others, bearing in mind sustainability and the need to be innovative.

5.3 Environmental protection. Dialogue and cooperation with local communities

We conduct our business with the environment in mind by developing clean, environmentally friendly energy in compliance with the law. We are committed to sustainable development and see it as the most important criterion of the Company's social responsibility. We strive to apply the highest standards in environmental protection and care for preserving and restoring biodiversity.

We build our approach in line with the UN Sustainable Development Goals, the Paris Agreement and the principles of the European Union taxonomy. Environmental safety and the satisfaction of our customers are priorities in our operations.

Environmental impact is continuously assessed, optimised and periodically revised within the framework of the ESG Strategy. Environmental responsibility is one of its main pillars, but we also care for the other ESG pillars: social responsibility and corporate governance.

We also care about the well-being of local communities. We understand their needs and try to support them in activities that align with our values. This is because the concern for our surroundings, the development of local communities, the inclusion of excluded groups, the building of trust and ongoing dialogue during the development, construction and operation of facilities should be essential aspects of our actions.

5.4 Integrity

We absolutely respect the principle of integrity in our activity. We are firmly opposed to any form of corruption and are not afraid to speak out about it and to make efforts to counteract it. We follow the principles of fair competition.

Accepting or offering undue financial advantages (e.g. bribes), personal advantages (e.g. promises of employment) or other illegal benefits, in particular to public officials, political party representatives, business partners and customers, is strictly prohibited under the *Anti-Corruption Policy*.

Promising or giving financial or personal advantages is a criminal offence and conduct we absolutely do not condone.

We must avoid conflicts of interest that could lead to individual interests being actually or potentially put over the Group's business interests. We inform the Compliance Officer or superiors of such situations and resolve them through respectful dialogue.

Accepting or offering gifts and expressions of hospitality, such as sponsored travel, meals, accommodation or entertainment, should be appropriate to the business relationship, infrequent and reasonable in value and not create the appearance of impropriety.

Nor can we take or assist in taking any advantage from using information or a position held at Polenergia. We act transparently and do not mislead governmental authorities, business partners and customers.

We verify and select contractors in the best interest of the Group, applying ethical, honest and transparent principles, having regard to competence, quality of products and services, and terms of cooperation offered under the procedures in force. We require respect for the values and human rights vital to the Group.

5.5 Responsibility and commitment

We are actively, responsibly and creatively involved in our tasks and are responsible for their proper performance. We are obliged to comply with the law, internal policies, procedures and instructions, and the principles of community life and good business practice, which guarantee our safety and are designed to ensure efficiency. We demonstrate professionalism and strive to provide the highest quality and timeliness of our work. In case of doubt, uncertainty or difficulty in interpretation, we consult our supervisors or the Compliance Officer.

We use our working time appropriately and act cost-effectively. We must care for the Group's assets. We ensure the accuracy of management and financial data.

We do not disclose confidential information and take care to protect company secrets and information security. In particular, we are mindful that we are a public company to which the MAR Regulation applies, so we are obliged to take the utmost care to protect confidential information within the Group. We use company equipment in a manner consistent with internal procedures and instructions.

We protect the personal data we process in connection with performing our work. We inform the relevant persons of any incidents that could imply irregularities, such as the processing of personal data without a legal basis or data leakage (also as a result of a cyber security incident).

We counter money laundering and terrorist financing. We identify risks in cooperation and apply adequate security measures to mitigate AML/CFT risks. We fulfil the obligations incumbent on companies that are obliged institutions.

Aiming to be experts in our field, we develop our competencies and cooperate in achieving the Group's common goals. We actively participate in training and share information, knowledge and experience, particularly during onboarding training to present the Group's values and principles.

6. WHISTLEBLOWING

We are committed to building a culture of speaking up and openness. That is why we have created a dedicated system for reporting irregularities, crimes and malpractice, which guarantees your security, confidentiality of reports and protection of your identity if you make a report. Using the system is not only your right but also your duty. We expect you to report all actual and potential breaches. We guarantee protection against the consequences of reports made in good faith.

The system is operated by the independent Ethics Committee, which upholds ethical standards throughout the Group. The Committee members review the system regularly and take immediate action if a report is received. The Ethics Committee exercises due care to clarify a matter, follow up and protect the whistleblower.

7. CODE MONITORING AND AMENDMENT

The Code is publicly available on Polenergia's website in two languages, Polish and English.

Conclusions on the application of the principles of the Code should be the subject of an annual report on the operation of the compliance system in the Polenergia Group in accordance with the internal regulations in force in this regard.

The Ethics Committee and the Compliance Officer monitor the validity of the Code provisions on an ongoing basis. The Code is periodically reviewed and updated at least once every two years. If any new risks and issues are identified that need to be addressed in the Code, it should be revised more frequently in response to an identified need.

Information on a material amendment to the Code is communicated to employees within seven days after its updated versions are posted on the website.

In case of doubt, uncertainty or difficulty in interpreting or applying any internal regulation, it is necessary to consult the Compliance Officer.

If you become aware of a violation of this or any other internal regulation, you should make a report at: Polenergia.zglaszam.to