



ANTI-CORRUPTION POLICY

WERNER KENKEL





1. PURPOSE

Werner Kenkel Spółka z o.o. (limited liability company) and Werner Kenkel Bochnia Spółka z o.o. (limited liability company) (hereinafter referred to as Werner Kenkel) wish to ensure that the employees of Werner Kenkel (hereinafter referred to as the Employees) and external entities acting on their behalf shall observe the highest honesty standards while performing their tasks. This anti-corruption procedure explains the notions related to corruption, indicates the practices to be avoided, and sets forth the rules of conduct in the case of suspected corruption incident.

Corruption is contrary to our goal of being a responsible company.

This procedure applies to all Employees, as well as entities acting on behalf of Werner Kenkel.

In its management activities and business relations, Werner Kenkel follows the principles of ethics. What matters greatly to Werner Kenkel is to combat and prevent any form of corruption and to support fair competition on the market. Werner Kenkel requires that all persons to whom this Anti-Corruption Policy applies observe, in their business activities, the national anti-corruption provisions of the law and international conventions, including the anti-corruption conventions of OECD (Organisation for Economic Co-operation and Development).

Werner Kenkel conducted a documented assessment of risk of corruption in the area of its operations.

2. BRIBERY AND CORRUPTION

Corruption is defined as the abuse of power by a person who has been entrusted with it in order to obtain personal benefits. The most common form of corruption is bribery, which involves giving or accepting money, a gift or other benefit as an inducement to commit an act that is dishonest, prohibited or a breach of trust in business dealings.

Bribery is active corruption, an offer, promise or giving (active form) but also soliciting, demanding, agreeing to receive a bribe (passive form) in any form, of any value, which can be considered a case of solicitation of bribery (active or passive), which is contrary to accepted rules of conduct, illegal, bears the hallmarks of corruption, is unethical or violates the law.

3. PERSONAL AND MATERIAL SCOPE

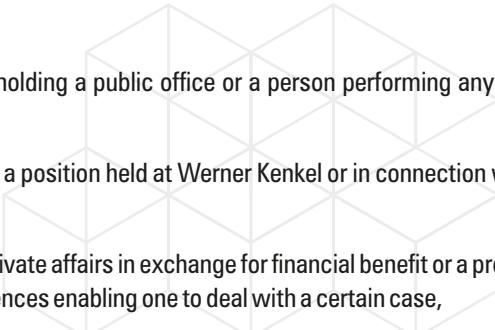
Anti-corruption regulations apply to the cooperation with both public and private entities.

Anti-corruption laws prohibit offering, making or promising to make payment or authorising payment of any money, gift or other thing of value to any public official with a purpose to:

- influence the actions or decisions of such public official,
- encourage the official to commit any act that is in breach of the obligations of such official,
- secure an unfair advantage for oneself or to encourage an official to use their influence in a government agency to secure assistance in obtaining and retaining business or to refer such a business opportunity to another person.

All forms of corruption are prohibited, including:

- giving or promising to give a pecuniary or personal benefit to a person holding a public office or a person performing any other function or holding a position in the private sector,
- accepting or requesting a material or personal benefit in connection with a position held at Werner Kenkel or in connection with a position held,
- paid protection – that is intermediation in dealing with various public or private affairs in exchange for financial benefit or a promise of such benefit, with the simultaneous evocation of actual or alleged influences enabling one to deal with a certain case,
- transactions related to the use of confidential information,





- frauds, extortion, embezzlement,
- money laundering – that is the introduction of funds coming from criminal activity into the financial circuit. All funds obtained as a result of corruption are called “dirty money,”
- fees and facilitation payments for speeding up the course of case examination,
- preventing or hindering public tenders, including bid-rigging.

4. ANTI-CORRUPTION CLAUSES

The anti-corruption policy obliges the Employees, business partners, suppliers and clients to act honestly without any intentions and actions related to corruption, and to observe the principles set forth in this Policy:

- not to offer and give any financial and other benefits,
- cooperate with Werner Kenkel within the scope of elimination of corrupt behaviours,
- take care for the relations with public officials, private persons and other entrepreneurs to be open and transparent so as to exclude the possibility of occurrence of corruption charges and threats,
- avoid conflict of interests that could lead to the risk of corruption.

Werner Kenkel suppliers are required to read and comply with this policy, the content of which is made available at www.wernerkenkel.com.pl (anti-corruption clause).

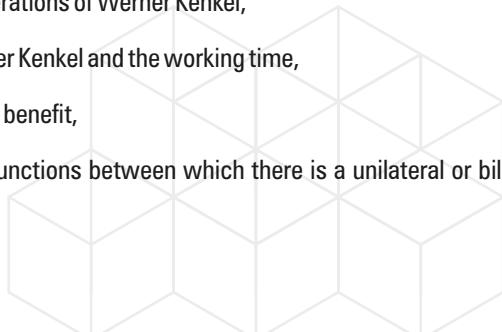
When following the Anti-Corruption Policy, it is agreed that the anti-corruption clause shall be incorporated in purchase agreements and contracts for the provision of services in favour of Werner Kenkel.

5. CONFLICT OF INTERESTS

A conflict of interests is understood as actions that are beneficial to an Employee or another person or entity towards which an Employee has family, official or business obligations that collide with the interests of Werner Kenkel. A conflict of interests takes place when the private interest of the employee collides or even seems to collide with the interest of Werner Kenkel. The occurrence of an actual or potential conflict of interests does not necessarily mean violation of the Anti-corruption Policy. However, further work at the company at any position or participation in making any decisions associated with the conflict of interest without the disclosure of this fact is a violation.

Conflicts of interest occur, among others, in the following cases:

- having financial ties with Werner Kenkel,
- having ties with the competition, e.g. through employment,
- involvement in the production of goods or services competitive to the operations of Werner Kenkel,
- performance of other work with the use of devices and materials of Werner Kenkel and the working time,
- access to confidential information whose use may bring financial or other benefit,
- combinations of functions or affiliations between persons performing functions between which there is a unilateral or bilateral relationship between Werner Kenkel and external parties.





6. GIFTS, GIFT VOUCHERS AND DISCOUNTS

It is impermissible to offer material benefits in relations with public administration (public officials) and national institutions, as well as current or potential Werner Kenkel Business Partners, with the exception of customary marketing gifts.

It is not permitted for the Employee to accept gifts in the form of cash, gift vouchers, vouchers, gift cards, stocks in relation to their work duties.

Werner Kenkel allows gifts to be accepted if the following criteria are met:

- it does not affect the completed tasks and decisions,
- it does not invoke reciprocity,
- it is an advertising, corporate gift,
- non-acceptance of the gift is considered as tactless or offensive due to the cultural customs present in a given environment.

In the case of receiving gifts whose estimated value exceeds the amount of PLN 200, this fact needs to be reported to the supervisor by electronic means and to the following address: naruszenia.wkk@wernerkenkel.com.pl or naruszenia.wkb@wernerkenkel.com.pl according to the template enclosed as Appendix No. 1.

The gifts with the value exceeding PLN 200 are entered into a separate internal register of Werner Kenkel kept by the Legal Department, and the report on such register is submitted to the Management Board twice a year. An Employee may take advantage of a discount offer for private purchases offered by a Werner Kenkel Supplier only if a similar offer is also extended to other Werner Kenkel Employees and does not affect Werner Kenkel supply prices.

It is prohibited to force or encourage any third parties to offer the employees of Werner Kenkel any favours or gifts, regardless of their value.

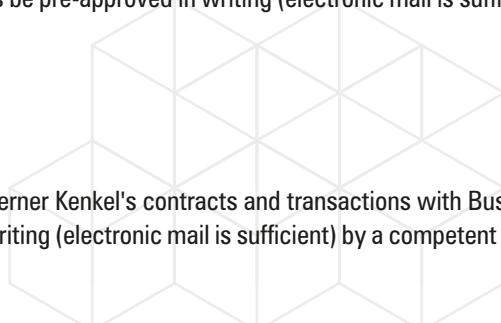
7. BUSINESS MEETINGS, TRIPS, ENTERTAINMENT

It is permissible for an Employee to invite and accept invitations to lunches, dinners, industry events, other meetings or outings when related to the Company's business and for legitimate business purposes and not beyond the business customs of the country in which the business is conducted.

The duration and costs of such meeting must be commensurate to the time necessary to achieve the business goal and must be strictly related to the meeting/ trip. The documentation recording the Employee's expenses incurred as part of such meeting must be clearly and reliably drawn up and described.

The Employee may not participate in entertainment events and informal meetings organised by business partners of Werner Kenkel if it could jeopardise the reputation of the company and have an unfavourable impact on the relations and agreements concluded by Werner Kenkel.

The employee's travel and hotel expenses for meetings or social events should not be paid by customers, partners, suppliers, subcontractors or third parties. Any exceptions from this rule should always be pre-approved in writing (electronic mail is sufficient) by a competent direct supervisor.



8. CONTACTS WITH SUPPLIERS AND CLIENTS

No Employee shall directly or indirectly derive any personal benefit from Werner Kenkel's contracts and transactions with Business Partners. Any exceptions from this rule should always be pre-approved in writing (electronic mail is sufficient) by a competent direct supervisor.



Any situation that could lead to violation should be reported immediately to the immediate Supervisor and the Director of Sustainability or to the Legal Department. If such a report is received, the immediate supervisor is required to notify the Management Board of the report received, in accordance with point 13 Reporting violations.

Any contacts with the Suppliers, Clients and Collaborators of Werner Kenkel should take place only for business purposes via email correspondence (only with the company domain), by mail, company phones and direct meetings in the registered office of Werner Kenkel or the registered office of the Client, subject to the provisions of point 7.

9. COMPETITION AND ANTI-TRUST MEASURES

The Employees and Collaborators of Werner Kenkel are obliged to follow the applicable provisions of the law on competition protection and countering monopolistic practices.

It is not permitted to participate in, consent to or tolerate any violations of the above-mentioned provisions of the law, particularly those prohibiting any prohibited practices that limit competition. Werner Kenkel employees are absolutely prohibited from engaging in activities that restrict free competition, including entering into agreements with representatives of competitors in the field of:

- common fixing of prices or terms and conditions of sale,
- common fixing of the applied mark-ups,
- determination of the share of each of the represented companies in the sales markets,
- division of clients or areas of operation,
- imposing restrictions on the area of sales and supported clients, unless such restrictions stem from objective circumstances (e.g. need to have a licence with specific wording and for a specific area).

In the case of meeting with the representatives of competition, the Employee always has to make a note, as shown in Appendix No. 2, and submit it to the Legal Department.

10. DONATIONS FOR POLITICAL CAUSES

It is forbidden to make donations to a political party or organisation, or to a person engaged in political activities in any countries and without regard to justification.

11. DONATIONS FOR CHARITY AND SOCIAL CAUSES

Donations for charity are defined as payments or goods provided in favour of the community. Typical areas for such donations are education, health, sports, culture, support for non-governmental organisations and other social help programmes. Such payments are made without any demands or expectations of return on activities, but they may boost the reputation of Werner Kenkel.

Werner Kenkel supports local educational and philanthropic campaigns as far as it is financially able, and especially those where company employees or their families are involved in fundraising. All donations or sponsorship payments must be approved by the President of the Management Board. Donations must not be given to obtain business benefits from third parties that might not otherwise occur. Any donations for charity should be clearly noted in the accounting records kept by Werner Kenkel.





12. ROLES AND OBLIGATIONS

All Employees and other persons acting on behalf of Werner Kenkel shall observe this policy. We and all those working under our supervision are obliged to prevent, detect and report any cases of bribery and other forms of corruption. If in doubt about how to solve a particular problem, the Employee should contact their immediate supervisor and ask for guidance. The management of Werner Kenkel is expected to actively follow, promote and implement the Anti-corruption Policy of Werner Kenkel and be a role model.

13. REPORTING VIOLATIONS

All Werner Kenkel employees are obliged to avoid any action that could lead to a violation of this Policy. If you suspect that such a violation has occurred or may occur in the future you should report it as soon as possible to your supervisor and to naruszenia.wkk@wernerkenkel.com.pl or naruszenia.wkb@wernerkenkel.com.pl (with the annotation saying corruption violation).

External stakeholders can use dedicated communication channels (email: naruszenia.wkk@wernerkenkel.com.pl or naruszenia.wkb@wernerkenkel.com.pl). The reporting party should provide at least the following information: who the report refers to, potential subject of corruption, short description of the event.

Werner Kenkel employees may raise their concerns or seek advice in any case of suspected violation of the Anti-Corruption Policy or other laws, without fear of repressions, acts of discrimination or disciplinary action, to their immediate supervisor and to the Director of Sustainability or the Legal Department.

The reports are treated confidentially and examined with due care. The Legal Department keeps the Register of Reports of Legal Violations under the Werner Kenkel Group's Anti-Corruption Policy a report on which is submitted to the Management Board twice a year, on a 6-month basis. The Register contains reports of violations and situations (cases) that could lead to violation.

14. SANCTIONS

In addition to criminal liability, both individuals and companies that engage in corruption face the risk of lawsuits and third-party liability towards other individuals or companies that may have suffered losses as a result of the corrupt event.

Every Employee of Werner Kenkel is obliged to read this document and strictly follow its provisions.

Any violation of the rules of this policy may result in legal liability and employee disciplinary action, including the penalty of warning, reprimand, as well as termination of the employment contract through the fault of the Employee.

We act honestly, try to act in a modern, dynamic and friendly manner, and care for the openness and transparency of our actions. With this approach, we want our clients to see us as a responsible company that can be trusted. We act in accordance with the applicable provisions of the law and the values of Werner Kenkel.

We wish to guarantee that a person who reports the suspected violation or refuses to participate in bribery or corruption shall not face negative consequences for their decision.





15. FINAL PROVISIONS

The Management Board of Werner Kenkel is responsible for the implementation and functioning of the procedure.

Every Employee is obliged to read the procedure and strictly follow it. Werner Kenkel implements the anti-corruption policy by:

- training sessions for Employees in order to eliminate the risk of occurrence of corrupt acts and violations,
- encouraging Employees to report violations of the Anti-Corruption Policy,
- supporting fair market competition of Werner Kenkel,
- raising awareness of Collaborators and Contractors of Werner Kenkel by sharing this procedure,
- promoting good practices by encouraging other entities to implement the anti-corruption policy,
- conducting regular internal audits at Werner Kenkel to verify and monitor compliance with the Anti-Corruption Policy and to promote fair market competition and other procedures, codes and regulations.

In the case of occurrence of corrupt acts or other violations, the Management Board is obliged to undertake remedies to prevent similar events in the future.

The provisions of this procedure do not violate any provisions of the generally applicable acts.

As of the effective date of this Anti-Corruption Policy, the previous Anti-Corruption Policy dated 15 April 2024 is repealed.

**President
of the Management Board**

Rafał Grochowczak

**Vice-President
for Financial Affairs**

Krzysztof Giera

Krzycko Wielkie, 25 February 2025

