

A modern glass building with a large blue circle overlay. The building features a prominent glass facade and a white overhang. The blue circle is positioned in the lower right quadrant of the image. The background is a light blue sky with a white ground area.

# CONFLICT OF INTEREST POLICY

## **1. PURPOSE AND SCOPE**

### **1.1 PURPOSE**

This Policy aims to set out the main lines that all company personnel should follow on matters of conflict of interest that affect or may affect the interests of the company and its affiliated companies, as well as its customers, suppliers, and partners.

### **1.2 SCOPE**

The whole Company

## **2. PERSONS INVOLVED – LIABILITIES**

All employees

## **3. DEFINITIONS - ABBREVIATIONS**

### **Conflict of interest**

Any situation which could improperly influence, due to personal interest or personal gain, a person's ability to assess a situation or make a decision independently and impartially, and which is likely to put at risk the interests of the company or the Group, as well as the interests of its customers, partners and suppliers.

### **Persons who have a close personal relationship**

- The spouse of the person covered, or the partner of the person covered who is equivalent to a spouse, in accordance with the legislation in force.
- The dependent children and dependent stepchildren of the person covered.
- Other relatives of the person covered (parents and siblings) who, on the date in question, have been residing, for at least one year, in a common family residence with the person covered.
- A legal person, trust or partnership, the managerial duties of which are exercised by a person exercising managerial duties or by a person referred to above, or which is controlled, directly or indirectly, by such a person, which was established for the benefit of such a person, or whose financial interests are substantially identical to the financial interests of such a person.

Politically Exposed Persons (PEPs): natural persons who are or have been entrusted with prominent public functions, such as:

- heads of state, heads of government, ministers, deputy ministers and assistant ministers;
- members of parliaments or equivalent legislative bodies;
- members of the governing bodies of political parties;
- members of supreme courts, constitutional courts or other high-level judicial bodies the decisions of which are not subject to further appeal, except in exceptional circumstances;
- members of courts of auditors;
- members of the boards of central banks;
- ambassadors and chargé d'affaires;
- high-ranking officers in the armed forces;
- members of the administrative, management or supervisory bodies of state-owned enterprises;
- directors, deputy directors and members of the board or equivalent function of international organisations;

None of the above public functions shall be understood as covering middle ranking or more junior officials.

Close relatives of PEPs: close relatives of politically exposed persons include:

- spouses or persons equivalent to spouses, in accordance with national law, such as those with whom a civil partnership has been concluded, in accordance with Greek law;
- their children and spouses or persons equivalent to the latter, in accordance with national law;
- parents.

Close associates of PEPs: persons known to be close associates of the persons falling under the PEPs, in which the following are included:

- natural persons who are known to be joint beneficial owners of a legal entity or legal arrangement or any other close business relations, with a politically exposed person;
- natural persons who are the sole beneficial owners of a legal entity or legal arrangement known to be established in fact for the benefit of a politically exposed person.

#### **4. REFERENCES**

Due Diligence Procedure

## 5. POLICY DEVELOPMENT

### Objectives

The Policy aims to:

- Identify potential conflict of interest situations between personnel and the company.
- Define the rules that should be followed by all personnel, with a view to managing these situations effectively, when they occur.
- Assign roles and responsibilities for the implementation of the Policy.
- Ensure compliance with the institutional and supervisory framework.

### Personnel obligations

The personnel must avoid and not pursue activities that may give rise to conflict of interest situations with customers, partners, suppliers, competitors, public authorities and Politically Exposed Persons (PEPs).

If such issues arise, they must immediately inform the Regulatory Compliance Officer both at the time of their recruitment, and during the performance of their duties if they arise during the course of their employment.

### Obligations of Board members

There is a specific provision in Article 97 of Law 4548/2018 regarding the Board members and any third person, to which its responsibilities have been delegated. The aforementioned persons shall be required to disclose to the other Board members, in a timely and adequate manner, their own interests, that may arise from transactions of the Company, as well as any conflict between their interests with those of the Company or related companies. They must also disclose any conflict of interest between the interests of the Company and the interests of the persons referred to in Article 99 paragraph 2 of Law 4548/2018. The same obligation shall also apply to the shareholders falling within the scope of this policy through their representatives on the BoD.

Board members should limit their professional commitments/obligations that are not related to their participation in the BoD. In particular, their participation in the boards of directors of other companies should be notified to the Company and limited, if they hinder the performance of their duties as Board members.

In particular, the participation of Board members in the boards of directors of companies that are competitors of the Company, and the Group shall be prohibited.

In any case, Board members shall bear non-compete obligation, they should not compete or negatively affect the company and the Group with their business activities.

### **Direct or indirect financial interest**

The personnel, in any case where they consider that they will have direct or indirect financial benefit from company transactions, should not take part and should not try to influence in any way the decision making or the business transactions of the company with customers, suppliers, partners, public authorities. In any case, they should inform the Regulatory Compliance Officer. The information shall refer to relationships that may arise with an existing or future customer, partner, supplier, competitor, or public authority.

### **Loans and guarantees**

The personnel shall be required:

- not to receive loans from existing or future customers or suppliers or partners of the company;
- not to grant loans to existing or future customers or suppliers or partners of the company;
- not to act as a guarantor on behalf of existing or future customers, or suppliers, or partners of the company.

### **Preventive measures – Compliance commitments**

In order to achieve the above objectives, the company shall take appropriate preventive measures and shall be committed to the following:

1. Awareness and training of personnel and Board members on the Code of Conduct and the applied Policies and Procedures so that they understand the importance of reporting issues of conflict of interest for the company's reputation, prestige, and transparency.
2. Establishment of control mechanisms and preventive measures in order to identify in a timely manner and manage conflict of interest management issues accordingly. The purpose of the mechanism is to ensure that all personnel and Board members shall act impartially in the interests of the company.
3. Implementation of the information security procedures implemented by the company in order to safeguard and properly manage confidential and privileged information.

Access to such information shall be performed in a controlled manner and only to specific persons who, following assessment, have been found to need it in order to perform their duties.

The company has taken appropriate technical and organisational measures to ensure the access to, integrity and retention of such information to prevent leakage, alteration and access by unauthorized personnel.

In addition, the company shall ensure the organisational and spatial separation of the units, so that the persons employed in each unit shall not be involved in the services and activities of another unit and shall not have direct physical access to records and information relating to the scope of work of another unit.

The company, in compliance with the provisions of Regulation 596/2014 (EU) on privileged information, as well as the instructions of the Hellenic Capital Market Commission for the preparation of lists of persons holding privileged information, has established detailed respective procedures.

4. Control of transactions through the Internal Audit Unit (IAU). The Unit shall supervise, on a regular basis (annually), the transactions of the persons covered in Company's financial instruments, in order to identify potential transactions that run counter to the Company's interests, and/or cases of potential misuse of privileged information.

## **6. RECORD KEEPING**

As described in the Management System.