



# CARD OF ETHICS

CRÉDIT AGRICOLE GROUP

# CODE OF ETHICS

OF CREDIT AGRICOLE BANK POLSKA S.A.



CRÉDIT AGRICOLE



Dear Colleagues,

Crédit Agricole has adopted the new **Charter of Ethics**, which will be a single, common document for the entire CA Group worldwide. I am placing in your hands the Polish language version of the Charter.

Our Group operates in over 50 countries in various business areas. We work on a global market, where regulatory, social, cultural and environmental challenges are becoming bigger and bigger, and their impact on us is becoming stronger and stronger. That is why we have to rely on the Group's fundamental values, which are proximity, responsibility and solidarity. This is exactly those values that have ensured our development, and they guarantee our future growth and long-term profitability.

The Ethics Charter sets the principles reflecting the Group's values, which we apply vis-a-vis our Customers, Employees, Shareholders, Partners and our market environment.

Placing the Charter in your hands, I would like to remind you about the **Code of Ethics of Credit Agricole Bank Polska S.A.**, which is consistent with the values of the Group. It has just been refreshed, and together with the new Group Charter it constitutes a single document that is binding for us.

I do count on each and every one of you that you will comply with the shared principles and values, respect them and promote them as part of our operations. I believe that it will allow us build together a strong, ethical foundation for balanced growth of the entire Crédit Agricole Group.

Kind regards,

Bernard Muselet  
I Vice President of the Management Board



## CARD OF ETHICS



CRÉDIT AGRICOLE GROUP



# OUR COMMITMENTS

**This new code of ethics expresses Crédit Agricole Group's commitment to behaviour that reflects all its values and principles of action vis-à-vis its customers, mutual shareholders, shareholders, as well as its suppliers and all stakeholders with whom it engages. It acts as a responsible employer.**

It is the responsibility of Directors and executives to respect the values set out in this Code and to set an example. Executives must ensure that these values are applied and shared by all Crédit Agricole Group employees, regardless of their level of responsibility, business line or place of work.

**Our Code of ethics, beyond merely applying all the legal, regulatory and industry rules governing our various businesses, reflects our desire to do even more to better serve our customers, who have been our raison d'être since day one.**

All Directors and employees are made aware of our Code of ethics.

It is applied by each entity in a form that reflects its specific characteristics and incorporated into its internal control procedures.

The Compliance principles are compiled into a set of rules (Fides Corpus).

Our principles of action and behaviour comply with the fundamental principles found in the various international documents.<sup>(1)</sup>

(1) These include the principles in the Universal Declaration of Human Rights published by the UN in 1948, the ten principles of the United National Global Compact, the OECD Guidelines for Multinational Enterprises, the OECD anti-corruption guidelines and recommendations, International Labour Organization conventions.





# OUR IDENTITY AND VALUES

## **Crédit Agricole Group is built around regional cooperative and mutual banks, with a European calling and open to the world.**

Thanks to its universal customer-focused retail banking model – based on the close cooperation between its retail banks and their related business lines–, Crédit Agricole Group aims to build a multi-channel relationship with its customers, streamlining and facilitating their plans in France and worldwide, helping them make optimal decisions, and supporting them over time, with determination, flexibility and innovation.

To help its customers and meet their needs, Crédit

Agricole Group provides them with a range of expertise and know-how: everyday banking, lending, savings, insurance, asset management, real estate, lease financing, factoring, corporate and investment banking, etc.

Crédit Agricole promotes the cooperative values of democratic governance, relationships of trust and respect for and between its members. It relies on each person's sense of responsibility and entrepreneurial spirit. Customer

satisfaction, regional development and the search for long-term performance inform its actions.

Our identity and values require each person to act in an irreproachable manner. Each Group entity shares the belief that these values drive strength and growth.

Our long-standing values –  
**CUSTOMER FOCUS,**  
**RESPONSIBILITY**  
and **SOLIDARITY** –  
mean that people drive  
our actions and are central  
to our purpose.

Built on its sense of ethics and fairness and true to its cooperative culture, compliance helps enhance customer trust and the Group's image. It is central to our business lines and to the governance of Crédit Agricole Group.

**Crédit Agricole Group undertakes that its principles of action help further its goal of being the fair bank, open to everyone, multichannel, providing each person with support over time and with the ability to make fully informed decisions.**



# OUR PRINCIPLES OF ACTION

**They apply :**

## **VIS-À-VIS OUR CUSTOMERS**

**Respect and support  
for customers, and fairness  
towards them**

Each employee brings his/her experience and expertise to bear in listening to and serving customers and mutual shareholders and in supporting them over time, all in a multi-channel environment. They listen and provide customers with fair advice, help customers make decisions by offering solutions that are tailored to their profile and interests while informing them of the related risks.

## **Solidarity**

Built on the Group's mutual base,

the relationships we establish with our customers, mutual shareholders and all our stakeholders embody solidarity, the fulfilment of all commitments made.

## **Usefulness and convenience**

Our Group is committed to its universal customer-focused bank model, a fount of values and beneficial for our customers, who get access to the expertise and know-how of all the Group's business lines. It remains true to its local commitment by spurring regional development.

## **Protection of personal data and transparency in their use**

The Group has established a standard framework by means of a personal data code to ensure our customers' data is protected.



## **VIS-À-VIS SOCIETY**

### **Fundamental rights**

The Group operates worldwide in compliance with human rights and basic social rights.

### **Corporate Social Responsibility (CSR)**

The Group reaffirms its corporate social and environmental responsibility approach across all its business lines and within corporate operations. This approach is built on a value-creating CSR strategy and is designed to support the regions, strive for excellence in our dealings with our customers, partners, mutual shareholders and employees.

## **VIS-À-VIS OUR EMPLOYEES**

### **Responsible human resource policy**

For the Group, being a responsible employer means ensuring non-discrimination, equal treatment, encouraging personal development, in particular through training actions, promoting gender equality, diversity of backgrounds and profiles and helping people with disabilities, encouraging social dialogue and quality of working life, and creating a safe work environment in which all employees are treated with dignity and respect.

## **THROUGH ETHICAL CONDUCT**

### **Professionalism and skills**

Directors, executives and employees, regardless of their entity or geographic area, must be aware of and apply the laws, regulations, rules and professional standards as well as the procedures applicable to their entity, in order to ensure compliance and to implement them in a responsible manner.

## **Responsible behaviour**

Every Director, executive, employee reflects the Group's image. Responsible and ethical behaviour is required at all times and in all circumstances: no action is permitted that may harm the reputation and integrity of the Group's image.

### **Confidentiality and integrity of information**

Group Directors, executives and employees are subject to the same duty of secrecy and are forbidden from improperly disseminating or using, for their own account or on behalf of third parties, any confidential information they may have. Employees must endeavour to provide reliable and accurate information to our customers, shareholders, supervisory authorities, the financial community and stakeholders in general.

### **Prevention of conflicts of interests**

Group Directors, executives and employees must be free of all conflicts of interests in order to, at all times, ensure that the interests of our customers take precedence.

### **Vigilance**

Everyone, Directors, executives and employees, must work to safeguard the interests of customers, combat money laundering and terrorist financing, comply with international sanctions, combat corruption, prevent fraud and safeguard market integrity. Each person must ensure an appropriate level of vigilance given the Group's business lines and, if necessary, use the alert mechanism, in line with current regulations and procedures.



# CODE OF ETHICS



of Credit Agricole Bank Polska S.A.

# CONTENTS

<b>Chapter I. General Terms</b>	<b>12</b>
<b>Chapter II. The Conduct of Obligated Persons (Internal Relations)</b>	<b>15</b>
1. Rule of law and responsibility	15
2. Care for the Bank's image, professionalism, and skills	15
3. Equal treatment	17
4. Friendly working conditions	17
5. Conflicts of Interests	17
6. Counteracting corruption	19
7. Benefits	19
8. Political activities	21
9. Additional activities	21
<b>Chapter III. Relations with the Bank's Environment (External Relations)</b>	<b>23</b>
1. Respect and support for Customers and loyalty	23
2. Personal data protection and transparency	24
3. The principles of handling Customers' complaints/claims	24
4. Relations with competitors	25
5. Contacts with public institutions and regulators	25
6. Relations with Business Partners and the local community	26
<b>Chapter IV. Relations with Supp</b>	<b>27</b>
<b>Chapter V. The Principles of Using Job Electronic Mail</b>	<b>29</b>
<b>Chapter VI. Doubts and Queries</b>	<b>32</b>
<b>Chapter VII. Authorization of Exceptions</b>	<b>32</b>
<b>Chapter VIII. Compliance with this Code</b>	<b>33</b>
<b>Chapter IX. Final Provisions</b>	<b>34</b>
<b>Chapter X. Exhibits and Associated Documents</b>	<b>34</b>
1) Exhibits	34
2) Associated Documents	35



# CHAPTER I.

## General Terms

1. The following terms used in this Code shall have the following meanings:
  - 1) **Bank** – Credit Agricole Bank Polska S.A. having its registered office in Wrocław;
  - 2) **Employee** – a person under a contract of employment with the Bank;
  - 3) **Obligated Person** – an Employee or another natural person employed at the Bank under a civil-law contract;
  - 4) **Crédit Agricole Ethics Charter** – the set of terms of ethics binding on all Obligated Persons within the Crédit Agricole S.A. Group worldwide;
  - 5) **Code** – this Code of Ethics of Credit Agricole Bank Polska S.A.;
  - 6) **Polish Bank Association (ZBP)’s Code of Banking Ethics (Principles of Best Banking Practice)** – a set of terms of conduct associated with banking and applicable to banks, bank employees, and persons through whom banks perform banking activities. The Code of Banking Ethics consists of two parts: the Code of Best Banking Practice (A) and the Code of Bank Staff Ethics (B);

- 7) **Conflict of Interests** – circumstances known to the Bank and Obligated Persons, including those relating to the operations of Crédit Agricole Group companies, that may lead to conflicts between the interests of:
    - a) the Bank and those of
    - b) an Obligated Person,and the Bank's duty to operate in a fair way, respecting the best interests of the Bank's customers as well as circumstances known to the Bank that may lead to conflicts between the interests of several of the Bank's customers;
  - 8) **Supplier** – a natural or artificial person supplying services or goods to the Bank that is not a Business Partner;
  - 9) **Business Partner** – a natural or artificial person offering banking products or services on behalf of the Bank under a cooperation contract with the Bank;
  - 10) **Benefit** – a pecuniary benefit or a personal benefit received from or given to third parties by Obligated Persons;
  - 11) **Pecuniary Benefit** – a benefit, which may be denominated in money, that causes the beneficiary's assets to increase with by means of specific tangible goods or the beneficiary's liabilities to decrease, e.g. as a result of the repayment of payables or the forgiveness of debt;
  - 12) **Personal Benefit** – a benefit, which cannot be denominated in money directly, such as help in arranging employment, a job offer, enrolment at an institution of tertiary education, or free receptions or travel;
  - 13) **Benefit Register** – a register maintained by the superior of the Obligated Person with the following information: benefit receipt or issue date; benefit recipient and donor data; description and estimated value of the benefit; and the manner of its use; The form of the Benefit Register is attached as Exhibit 1 to this Code of Ethics of Credit Agricole Bank Polska S.A.;
  - 14) **Banking Secret** – a secret legally protected under the banking legislation that comprises all information concerning a banking activity completed with a customer of the Bank, obtained during negotiations, during entrance into or the performance of the contract under which the Bank performs the activity;
  - 15) **Business Secret** – publicly undisclosed technical, technological, or organizational information of the Bank or other information with commercial value.
2. This Code of Ethics is addressed to Obligated Persons and to Supervisory Board members, to whom the provisions of this Code shall apply mutatis mutandis.



3. This Code is a part of a system of standards and principles of ethical conduct in force at the Bank that are the foundation for establishing effective corporate governance.
4. The Bank ensures compliance with applicable ethical standards and principles, complies with the rules of fair competition, human and employee rights, cares for the social and the natural environments, all in accordance with the adopted Corporate Social Responsibility (CSR) strategy. As a socially responsible bank, Credit Agricole Bank Polska S.A. is conscious of the effects of its decisions and actions (services, customer care, processes) on society and the environment and responsible for the results of such decisions and actions.
5. Operating a responsible business is, among others, founded on the Bank's basic values, which determine what is important, good, and appropriate at the Bank. The Bank is guided by those values not only in its contacts with Customers or Suppliers/ Business Partners but also in the Bank's day-to-day activities.
6. The following shall be the Bank's values:
  - 1) speed;
  - 2) transparency;
  - 3) security;
  - 4) care and commitment.

These values are the foundation of the social responsibility strategy of the Bank's business and are regarded as those without which responsible action consistent with the principles of sustainable growth is impossible.

7. The Bank's system of standards and principles of ethical conduct additionally comprises:
  - 1) Crédit Agricole Ethics Charter;
  - 2) Corpus FIDES – a Compliance Programme common to all Crédit Agricole S.A. companies worldwide;
  - 3) Personal data processing terms within the Crédit Agricole Group;
  - 4) Polish Bank Association's Code of Banking Ethics (Principles of Best Banking Practice);
  - 5) Corporate Governance Policy for Supervised Institutions published by the Polish Financial Supervision Authority;
  - 6) Code of Ethical Standards for Business Partners.



## CHAPTER II.

# The Conduct of Obligated Persons (Internal Relations)

### 1. Rule of law and responsibility

- 1) Obligated Persons are required to perform their job duties with special care and integrity, in accordance with applicable laws and internal regulations, guided by the best interests of the Bank while respecting the interests of its Customers.
- 2) It is forbidden to amend or falsify any documents or records.
- 3) An Obligated Person shall keep Banking Secrets and Business Secrets confidential during their employment and after its termination.
- 4) An Obligated Person proposing to terminate their relationship with the Bank may not encourage or persuade other Obligated Persons to give up their work for the Bank.

### 2. Care for the Bank's image, professionalism, and skills

- 1) An Obligated Person is required to perform their duties with due diligence, in accordance with the assigned scope of duties, honestly and conscientiously, in accordance with the best knowledge and in compliance with generally applicable laws and internal regulations, and represent the Bank with dignity both internally and externally.

- 2) An Obligated Person shall care for the favourable image of the Crédit Agricole Group and the Bank. This also applies to the activities of the Obligated Person on the Internet, including on social networks.
- 3) It is forbidden to reference one's employment or one's functions held when publicly speaking about the Bank, including on Internet forums, in discussion groups, etc., without the Bank's authorization.
- 4) An Obligated Person shall not provide press releases concerning the Bank without the Bank's relevant authorization.
- 5) Obligated Persons are required to treat the name and the corporate logo of the Bank and the Crédit Agricole Group with respect.
- 6) Obligated Persons are required to demonstrate familiarity with the Bank's current internal regulations and use their knowledge and skills in the interests of the Bank and its Customers.
- 7) In the interests of the Bank and its Customers and in their own interests, Obligated Persons shall continually extend their occupational knowledge and strive to develop their skills and attitudes appropriate for their activities.
- 8) Obligated Persons are required to provide the Bank's Customers, as well as its Suppliers and Business Partners, with reliable, up-to-date, and true information.
- 9) Obligated Persons shall not publicly undermine the professionalism, reliability, or integrity of entities that carry on business competitive with the Bank, especially using the Internet as a tool ensuring anonymity.
- 10) Holding a position on the Bank's governing body shall be the main occupational activity area of a member of such a body owing to the criterion of professional discharge of their assigned duties and responsibilities to ensure the adequate functioning of the Bank, including through care for the best interests of the Bank's Customers.
- 11) Members of the Bank's governing bodies are required to discharge their assigned duties with the necessary degree of commitment to the relevant body's work and care for the Bank's correct and secure operation. The criterion of ensuring the security of the Bank as a supervised institution shall in particular be taken into account by members of the Bank's Management Board as a prevailing criterion in connection with the implementation of the Bank's adopted business strategy.
- 12) The Management Board of the Bank, as well as lower levels of management, shall promote the adopted high ethical and professional standards, including in particular the awareness of the significance of risk in the business of the Bank and the risk culture, understood as the full understanding of the risk to which the Bank is exposed and the manner of managing that risk, taking into account the adopted risk appetite.

### **3. Equal treatment**

- 1) Obligated Persons are required to eliminate all manifestations of discrimination, both internally and externally, especially with regard to sex, age, disability, race, ethnicity, religion, sexual orientation, convictions, or trade union or political membership.
- 2) All manifestations of discrimination, bullying, harassment, or other abuse shall be combated.

### **4. Friendly working conditions**

- 1) Obligated Persons shall share their occupational knowledge and experience with other Obligated Persons.
- 2) Every Obligated Person shall care for good, i.e. kind and friendly, relations at work, based on the principles of ethics and high personal culture, contributing to efficiency.
- 3) Teamwork shall rely on amicable cooperation, and conflicts of interests shall be prevented and resolved.
- 4) An Obligated Person holding managerial responsibilities at the Bank shall undertake efforts mobilizing Employees to create an atmosphere that motivates people to work, e.g. by establishing development prospects, providing awards, or expressing appreciation for their subordinated Obligated Persons.

### **5. Conflicts of Interests**

- 1) The Bank shall have rules or mechanisms serving to proactively manage Conflicts of Interests, including in particular those relating to:
  - a) determining the scopes and boundaries of the responsibilities of the Bank's various organizational units to ensure the proper division of their duties that does not lead to Conflicts of Interests;
  - b) the rules of remuneration of Obligated Persons defined by the Bank in such a ways as to avoid Conflicts of Interests;
  - c) preventing information flows among Obligated Persons to ensure that inappropriate or unjustified information flows do not cause Conflicts of Interests. This is also ensured by internal barriers aimed to prevent information sharing, in the form of organizational and system solutions as well as appropriate procedures.
- 2) Situations leading to conflicts between the interests of the Bank and the private interest of an Obligated Person shall be avoided.
- 3) An Obligated Person shall not undertake any action that may indicate that any business decision concerning entering into an agreement, including an agreement for a banking product/service with a Customer, Business Partner, or Supplier, was, or appeared likely to be, affected by matters unrelated to the interests of the Bank or its Customers.

- 4) A member of the Bank's governing body shall refrain from undertaking professional or nonprofessional activities that could lead to a Conflict of Interest or have an adverse impact on their reputation as a member of the given governing body of the Bank.
- 5) Individuals who are members of the Bank's Management Board shall not combine responsibilities for an area of the Bank's business that generates specific risks with responsibilities for managing those risks, taking into account the nature, scale, and complexity of the Bank's business.
- 6) To eliminate Conflicts of Interests in relations with the Bank's governing body members, such members shall, in particular, be excluded from decision making or other activities, taking part in meetings, or holding additional duties or managing/supervising specific areas of the Bank's business, where a Conflict of Interests arises on the background of such circumstances. An analogous approach shall be adopted to prevent the occurrence of a similar Conflict of Interests in the future. In the event of circumstances warranting exclusion in the situation of the occurrence, or possible future occurrence, of a Conflict of Interests, the affected member of the Bank's governing body shall report the fact to the Compliance Officer.
- 7) Obligated Persons acting on behalf of the Bank shall not operationally serve their own financial transactions (e.g. enter into a contract, process an application, make a credit decision, process the Obligated Person's bank transfer, cash disbursement, or cash deposit).
- 8) In the event of an Obligated Person's intention to provide services on behalf of the Bank to individuals closely related by personal or business links, the Obligated Person shall report this to their superior and the Compliance Officer to determine whether the act done by the Obligated Person can be the source of a potential or actual Conflict of Interests. In the event of the occurrence of a Conflict of Interests, the given Obligated Person shall not provide such a service; its provision shall be transferred to another Obligated Person.
- 9) Special care shall be taken with regard to potential Conflicts of Interests associated with the employment of relatives:
  - a) an Obligated Person shall not employ their relatives as their subordinated;
  - b) relatives shall mean both relations by blood or marriage and individuals in close personal relations;
  - c) cases with features of Conflicts of Interests involving the employment of relatives as any subordinates shall be immediately reported to the Compliance Officer using the form attached as Exhibit 2 to this Code of Ethics.



- 10) All situations with Conflict-of-Interests features shall be immediately disclosed and reported to the superior and to the Compliance Officer.
- 11) In the event of the occurrence of a Conflict of Interests confirmed by the superior and by the Compliance Officer, the superior to whom the case was disclosed and reported shall inform the Compliance Officer of proposed remedies aimed at eliminating the Conflict of Interests that has occurred. The above information duty shall be discharged without any unnecessary delay, within no more than three months from the date when the Compliance Officer was informed about the situation with Conflict-of-Interests features.
- 12) Actions taken to eliminate identified Conflicts of Interests shall be monitored by the Compliance Officer.
- 13) The Compliance Department shall keep a register of potential and actual Conflicts of Interests occurring at the Bank and analyse and update the register together with the Bank's other organizational units and report Conflicts of Interests to the Bank's governing bodies and committees.

## **6. Counteracting corruption**

- 1) Obligated Persons shall not provide or promise Benefits to public function holders, political parties or their candidates, in particular for the purpose of obtaining or retaining the possibility of carrying on business activities in a particular country or for the purpose of gaining a competitive advantage.
- 2) Obligated Persons are required to refrain from engaging, directly or indirectly, in any passive (demanding and taking Benefits) or active (offering and giving Benefits) form of corruption referred to in Para. (1) above and to prevent and combat all forms of corruption.
- 3) Obligated Persons are required to refuse accepting Benefits that lead to Conflicts of Interests.

## **7. Benefits**

- 1) Subject to Para. (3) below, an Obligated Person shall not accept, or solicit, Benefits from, or offer Benefits to, Customers, Suppliers, Business Partners, or any other third parties.
- 2) Accepting or offering money is unacceptable in any form and in any amount.
- 3) An Obligated Person may accept or offer a Benefit on the following terms:
  - a) under no circumstances shall a Benefit given by an Obligated Person aim to urge the individual being given it to act for the benefit of the Bank, a Customer, or a group of Customers, to the detriment of another Customer or a competitor;

- b) accepting or offering a Benefit shall be acceptable if the Benefit is an advertising or promotional object with a low value, customarily given during ceremonies with no expectation of reciprocity;
  - c) a Benefit may be accepted by an Obligated Person only if refusal would have an unfavourable impact for the Bank on relations with a Supplier or a Business Partner;
  - d) the value and the kind of Benefits given or directly or indirectly accepted shall not affect the independence, impartiality, or integrity of the recipient thereof or on the recipient's opinions;
  - e) an Obligated Person shall have the duty to inform their superior of accepting or giving a Benefit in each case;
  - f) if an Obligated Person accepts a Benefit on a single occasion with an estimated value **above a hundred zlotys (PLN 100)**, the accepted Benefit shall be deemed to belong to the Bank; the Benefit shall be managed by the head of the Bank's organizational unit to be given for charitable or social purposes (e.g. given to a children's home, sold through auctions with income designated for charities);
  - g) Obligated Persons may accept for their own use Benefits with a **total** value no higher than **six hundred zlotys (PLN 600)** per annum;
  - h) Obligated Persons may give traditional Christmas/ New Year's gifts on behalf of the Bank in accordance with the funds granted and authorities given; the recipients may be Customers, Suppliers, or Business Partners that have business relations with the Obligated Person;
  - i) the superior of the Obligated Person shall keep registers of received and given Benefits and provide periodic reports from the Benefit Registers to the Compliance Officer.
- 4) To ensure the independence of the Bank and its Obligated Persons, it shall not be permitted for Suppliers or Business Partners, or any other third parties, to cover the costs of Obligated Persons' business travel, even within business relations. The costs of Obligated Persons' business travel may be covered only by the Bank. If a third party insists on covering the costs of an Obligated Person's travel or accommodation, such a travel may take place exceptionally upon the joint satisfaction of the following conditions:
- a) the Bank's refusal to accept the proposal may threaten the deterioration of relations with the party offering to cover the costs of travel;
  - b) the Bank will obtain commensurate benefits from the Obligated Person's travel;

- c) the Obligated Person's superior has granted a written consent to the travel;
- d) the Compliance Officer has issued a positive opinion.

## **8. Political activities**

- 1) The Bank shall not limit Obligated Persons' rights to engage in public or political activities in any way. Obligated Persons may pursue their civic rights to engage in public or political activities outside of the working hours and solely as private persons.
- 2) Obligated Persons shall avoid undertaking actions within any body or organization that performs public or political activities that involve financing activities that may be associated with their work at the Bank.
- 3) An Obligated Person shall inform the employer of being a candidate for a political position, e.g. a councillor, and of activities in political organizations and bodies, e.g. as a juror, if such a position or activity could possibly affect the duty to perform work for the Bank. Such information shall be given to the Compliance Officer and the Head of the Human Resources Department.
- 4) An Obligated Person has the right to support a selected political party out of their own financial resources.

## **9. Additional activities**

- 1) Obligated Persons shall not undertake activities that could lead to Conflicts of Interests between them and the Bank, in particular including competitive activities with the Bank or working for an entity carrying on such activities under an employment relationship.
- 2) Obligated Persons shall not carry on additional activities during the performance of their job duties or using the Bank's assets, tools, or systems.
- 3) The additional professional activities of the Bank's governing body members shall not lead to the consumption of time or workload to a degree that would have an adverse impact on the proper performance of the functions fulfilled by the persons. In particular, a member of the Bank's Management Board shall not be a member of the governing body of another entity if the time dedicated to performance of the function in the other entity prevents reliable performance of the duties under their assigned function in the Bank.
- 4) Before an Obligated Person takes other employment / undertakes an additional activity or takes the function of a governing body member, custodian, owner, shareholder, partner, or consultant of a competitive business, relevant information shall be provided to the Compliance Officer and the highest ranking superior within their organizational unit, including, as appropriate:

- a) a Management Board Member,
- b) the Director of the Division;
- c) the Department Head;
- d) the Director of the Regional Sales Network Division;
- e) the Regional Director;
- f) the Director of the Bank Branch.



## CHAPTER III.

# Relations with the Bank's Environment (External Relations)

### 1. Respect and support for Customers and loyalty

- 1) In relations with Customers, the Bank shall in particular be guided by integrity, responsibility, professionalism, and innovativeness; provided, however, that the Bank shall not use its professionalism in its activities in any manner infringing on the interests of Customers or the Bank.
- 2) As an entity offering its own services and those of other financial institutions (issuers), such as insurance policies or investment fund units, the Bank shall provide its Customers with full, reliable information about the product, its issuer, and the terms of the claim process and, to the extent possible, support Customers if they bring a claim, taking into account the fact that opinions about the product are also applied to the Bank as the entity offering it.
- 3) The principles of operation of Obligated Persons in relations with Customers, information formulated and given to them regarding the kinds and terms of banking services provided, as well as contracts, banking documents, and letters addressed to Customers, as well as advertising developed, shall be formulated in an accurate and clear way,



with care that Customers receive not only information about the benefits ensured by a given service or product but also about the related risks, allowing the Customer to make a conscious choice.

- 4) The Bank as well as Obligated Persons are required to take into account, and care for, respect for human dignity, especially in the area of undertaken promotional and marketing activities and debt collection. Obligated Persons shall treat all Customers with respect and shall not discriminate against Customers based on any characteristics or convictions.
- 5) Obligated Persons shall, when establishing or maintaining relations with Customers, comply with the Polish Bank Association's Code of Banking Ethics (Principles of Best Banking Practice), in particular including reliably informing Customers about all features of the Bank's offering without a deliberate or unintended impression of misleading the Customer.
- 6) When making a proposal to a Customer, an Obligated Person shall not use negative comparisons of the offerings of entities carrying on competitive business with the Bank.

## **2. Personal data protection and transparency**

- 1) In the process of Customer personal data processing, the Bank shall comply with the principles of lawfulness, purpose, correctness in substance, adequacy, and time limitation, ensuring that their Customers have the ability to view the data and rectify or complete the same.
- 2) Obligated Persons shall, within their activities, ensure that the personal data of the Bank's Customers are not made available to unauthorized persons and prevent the use thereof not as intended and, when corresponding with Customers, care for the security and confidentiality of the information transferred.
- 3) Obligated Persons are required to comply with applicable laws, in particular including those relating to banking secret protection, as laid down in the Banking Act of 29 August 1997, and relating to personal data processing, as laid down in the Personal Data Protection Act of 29 August 1997.

## **3. The principles of handling Customers' complaints/claims**

- 1) The Bank shall endeavour to handle disputes with Customers amicably, and, in the case of matters exceeding the jurisdiction of banking arbitration or where amicable resolution through mediation with the Customer is impossible, inform the Customer about the possibility of using amicable resolution through banking self-regulatory authorities.

- 2) The Bank shall provide Customers with information on the following entities at the Polish Bank Association: the Banking Ethics Committee's Banking Arbitrator, the Court of Arbitration at the Polish Financial Supervision Authority, the Financial Ombudsman, and District (Municipal) Consumer Advocates, and the method of communication with those entities.
- 3) The Bank shall ensure that Customers have access to information on complaint/claim filing and processing procedures in force at the Bank.
- 4) Obligated Persons shall process Customers' complaints/claims regarding the Bank's activities in a reliable and objective manner, within the shortest possible time, in no case longer than the periods laid down in applicable recommendations.
- 5) The Bank shall analyse the structure of complaints/claims filed by Customers, which analysis should lead to the recognition of their sources and to remedies aimed at reducing or eliminating such complaints/claims and improving Customer service quality.

#### **4. Relations with competitors**

- 1) In relations with entities carrying on competitive business with the Bank, the Bank shall comply with the principles of reliability, corporate culture and loyalty, mutual trust, and fair competition.
- 2) Obligated Persons are required to be discreet in using information concerning the Bank's activities and in all other forms of disseminating it.
- 3) The Bank does not approve of the practice of the inadequate and unethical acquisition of information, the use of third-party business secrets by Obligated Persons, or the establishment of negative images of entities carrying on competitive business with the Bank, questioning their solidity, or judging their business.
- 4) The Bank shall endeavour to handle disputes arising between it and its competitors amicably, in particular using amicable resolution through banking self-regulatory authorities.

#### **5. Contacts with public institutions and regulators**

- 1) In the case of receiving an inquiry from a supervisory authority, a regulator, or another public institution (by telephone, by mail, or in person), the Obligated Person shall contact the Bank's relevant organizational unit whose activities are related to the inquiry.
- 2) The only person entitled to provide responses to the inquiries of regulators and institutions shall be an authorized Employee. Information provided or responses given shall be accurate, complete, and matter-of-fact.

- 3) During audits or inspections, Obligated Persons shall not conceal, destroy, or alter the contents of any document or provide any misleading information or cause such action to be done by others.

## **6. Relations with Business Partners and the local community**

- 1) The Bank assigns the performance of specific banking activities to Business Partners subject to applicable laws and internal regulations with the highest care exercised when selecting them. Collaboration with Business Partners shall take place respecting the principles of the protection of information, including personal data, Banking Secrets, and Business Secrets.
- 2) The Bank shall not enter into collaboration with Business Partners whose mode of business operation may be a threat to its reputation, the reputation of the Crédit Agricole Group, or the reputation of the banking community.
- 3) The Bank supports local initiatives by shaping and developing business responsibility and also by developing the foundations of economic growth.
- 4) To the extent possible, the Bank undertakes collaboration with organizations aiming to improve the quality of life of the local community and engages in activities aimed at fulfilling that postulate. It also engages in charitable activities for the local community and encourages Obligated Persons to undertake such activities.

A photograph of three business professionals (two women and one man) smiling and standing in an office environment. They are wearing professional attire: light blue shirts and a grey blazer. A large pink rectangular box is overlaid on the lower half of the image, containing the chapter title in white text.

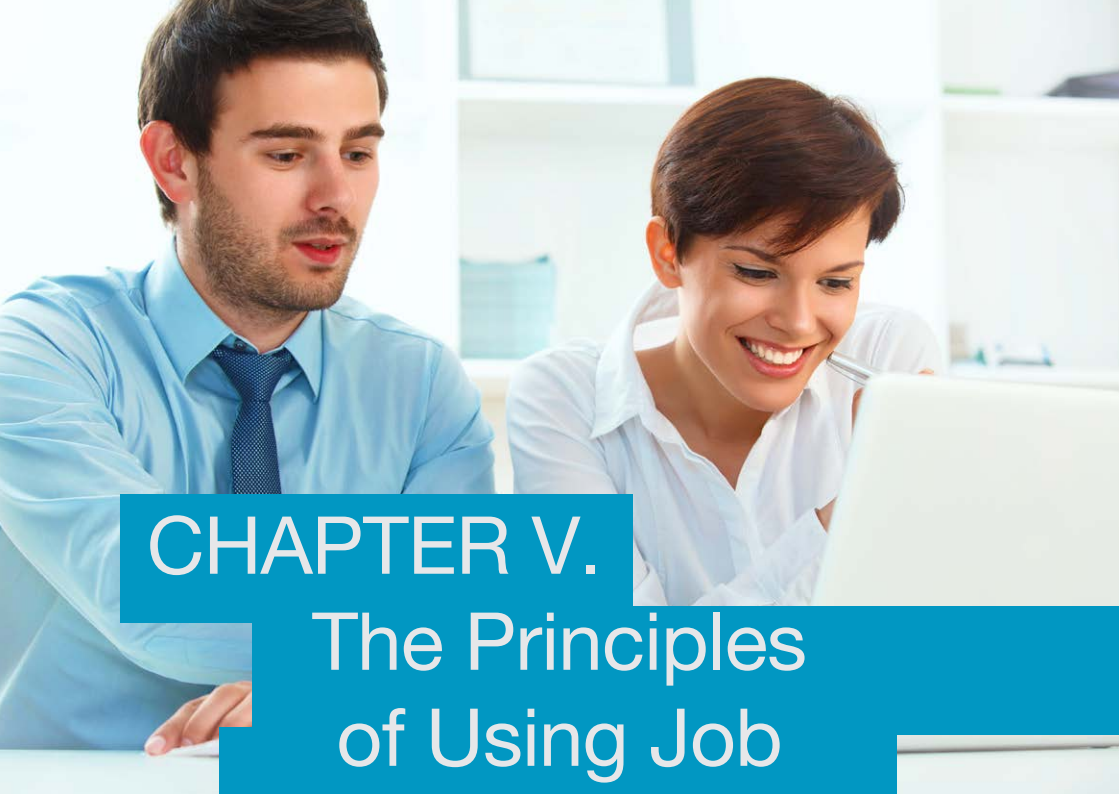
## CHAPTER IV.

# Relations with Suppliers

1. This Chapter applies to Obligated Persons remaining in business relations with Suppliers, regardless of their legal forms, established to enter into collaboration, in a particular case or on a regular basis.
2. The full transparency of the Supplier selection process shall be ensured.
3. Undertaken Supplier selection decisions and actions shall be independent and impartial and in particular shall not be undertaken on the basis of personal dependencies.
4. All activities performed on behalf of the Bank by an Obligated Person for a Supplier shall be carried out at arm's length, in the Bank's best interests.
5. Decisions concerning Supplier selection and business contacts with Suppliers during the procurement process shall be made within appointed Negotiation Teams in accordance with applicable internal regulations in effects at the Bank and respecting the law.
6. Requests for proposals (specifications) shall be sent to all selected Suppliers at the same time. The requests shall include descriptions of the technical and functional conditions prepared in such a way that they can be responded to by a possibly large group of Suppliers. What is not permissible is the unjustified narrowing of the procurement terms favouring specific Suppliers or eliminating others.

7. The deadline for the submission of proposals specified in the request for proposals shall be the same for all Suppliers.
8. What is not permissible is the provision of any information relating to ongoing procurement only to selected Suppliers.
9. A Supplier shall be informed that their proposal is one of many submitted.
10. A Supplier shall not be informed about the level of budget available.
11. The particulars of other Suppliers involved in a procurement shall not be disclosed to a Supplier.
12. Oral information and agreements shall be confirmed in writing. Suppliers shall be required to apply the same principle in their mutual contacts.
13. Contracts with Suppliers shall be made exclusively in writing.
14. A Supplier shall be informed that all decisions concerning the contract shall be made collectively.
15. With the exception of cases specified in Chapter II.7(3) above, the Obligated Person or any of their relatives shall not, during the negotiation process or business relations with Suppliers, receive, offer, or solicit any Benefits, in particular including:
  - 1) gifts or invitations, including tickets or invitations to mass events;
  - 2) the offers to lend tangible goods for a fee or gratuitously;
  - 3) offers of leisure at the Supplier's expense;
  - 4) discounts off private purchases; this shall not apply to Employee Discount Programmes;
  - 5) job offers;
  - 6) the use of the other party's hospitality under conditions that could be considered an incentive or an encouragement to make a specific decision; making private purchases from the Supplier on terms negotiated in the contract with the Bank or more favourable than the standard offering; this shall not apply to Employee Discount Programmes;
16. The Bank shall not enter into business relations with Suppliers whose mode of business operation may be a threat to the reputation of the Bank or the banking community in general.
17. Both the Bank and its Suppliers shall undertake required actions and apply suitable means to prevent the use of their activities for money laundering or terrorist financing.





## CHAPTER V.

# The Principles of Using Job Electronic Mail

### 1. Basic principles

- 1) Outlook Express electronic mail is primarily used for the exchange of job messages. The use of email for private purposes shall be allowed in particularly justified cases. In such cases, private correspondence shall be kept in a separate folder, marked, e.g., 'personal' or 'private', as appropriate.
- 2) In justified cases, the employer shall have the right to inspect the contents of a job email box and messages sent, without prior warning of the email box user. Such an inspection shall be carried out with respect for the dignity and other personal goods of the Obligated Person.
- 3) The owner of an email box (personal or group owned) shall be required to keep information assigned to the box, such as full name, position, department, and phone numbers, up to date.

- 4) An Obligated Person may forward a received job message to an external entity only upon obtaining the consent of the original sender of the message or their superior.
- 5) Messages sent to external entities and from group/anonymous boxes shall be signed with the full personal name, position, company name, and phone number.
- 6) Messages containing Business Secrets (e.g. sales reports customer data) that are addressed to addressees who are not Obligated Persons must be protected as appropriate in accordance with the applicable security policies.
- 7) Messages sent from the personal email box of an Obligated Person shall have the same significance as letters signed by their own hand.
- 8) Attachments with so-called executable files (.exe, .com, .bat) or other files received from unknown sources or from suspicious emails shall not be opened.
- 9) The use of centrally-defined distribution groups: 'Credit Agricole Bank Polska SA', 'Wrocław Headquarters', 'pl. Orłąt Headquarters', or 'ul. Legnicka Headquarters', shall be prohibited. Only Management Board Members can use those groups. If an email needs to be sent to a group, the relevant Management Board Member shall be asked for consent to use a centrally-defined distribution group.
- 10) Sending spam, private adverts, chain letters, etc. shall be prohibited.

## **2. Email savoir-faire:**

- 1) Message subjects shall be phrased in a possibly concise manner, suggesting that the message contents relate to.
- 2) The message contents shall be worded in a possibly concise manner, indicating what the sender expects, from whom, and by when.
- 3) Message addressees shall be carefully selected, divided into the following categories:
  - a) TO – the main addressees to whom the message is addressed;
  - b) CC (carbon copy) – addressees who receive the email only for their information and need not respond;
  - c) BCC (blind carbon copy) – addressees who receive the email only for their information, will not be visible by other addresses, and will not be included in the list of addressees in a 'Reply to all' reply.
- 4) The main addressee shall reply to a received email as soon as possible, at least in the following ways: 'doesn't concern me', 'I can't help you', 'I'll reply next week'. A message should not be left unanswered.

- 5) If the matter does not concern the addressee, the message should be forwarded to the right person and the sender should at the same time be informed to whom it has been forwarded.
- 6) When a message sent to a larger number of people is answered, the 'Reply to all' option should only be used if involving everybody in a discussion is justified. When such a justification is absent, only the sender or a select group of addressees should be replied to.
- 7) If a message is sent to an Employee ranking higher than oneself, copying the message to one's superior should be considered, especially when new correspondence is begun, so that both parties know that the subject has been agreed with the superior.
- 8) With matters that will be valid for a particular period of time and then will become out of date (e.g., 'water supply will not work in the building tomorrow'), a message expiry option should be used; after the expiry set by the sender, the message will be automatically removed from the boxes of those addressees who have not read it by then.
- 9) When an Employee is absent (e.g. due to a business trip or holiday), a rule should be set with an automatic reply providing information until when the Employee is absent and who substitutes for them during that time (to whom matters should be directed).



## CHAPTER VI.

# Doubts and Queries

1. Every Obligated Person shall report observed violations of this Code.
2. An Obligated Person making a report in good faith shall have the right to confidentiality.
3. Reports concerning the application of this Code shall be made and doubts and queries concerning its application shall be reported to the superior or directly to the Compliance Officer.

## CHAPTER VII.

# Authorization of Exceptions

1. In particularly justified cases, the Compliance Officer may, at the request of an Obligated Person, grant a written consent to an exception being made to a specific provision of this Code.
2. Exceptions to principles set out in Chapter IV shall be considered by the General Services Department Director in consultation with the Compliance Officer.
3. The Compliance Officer shall keep a register of the exceptions referred to in Paras. 1 and 2 above.



# CHAPTER VIII.

## Compliance with this Code

1. Every Employee shall familiarize themselves with this Code during their initial trainings and sign relevant representations that shall be kept on record with the Employee's HR files.
2. The Employee shall be required to acquaint themselves with each amendment to this Code, and to comply with the same. The representation is set out as Exhibit 3 hereto.
3. Employees remaining in employment relations who violate the provisions of this Code shall be subject to consequences specified in the Work Rules.
4. In relation to Obligated Persons who are not Employees, the consequences of the violation of this Code shall be applied on a case-by-case basis based on a decision made by the Compliance Officer in consultation with the Personnel Administration Department Director or the head of the Bank's organizational unit responsible for supervision over collaboration with external entities or a Management Board Member.

# CHAPTER IX.

## Final Provisions

1. The Management Board shall perform periodic checks and evaluations of compliance with the Code of Ethics for the purpose of its adaptation to the Bank's changing internal situation and environment.
2. The current version of this Code is available on the Bank's website.

# CHAPTER X.

## Exhibits and Associated Documents

### 1) Exhibits:

Item	Title	Version
1	Benefit Register form	1.1
2	Form for reporting conflicts of interests involving the employment of relatives	1.1
3	Form of collective representation on familiarity with the Code of Ethics	1.1

## 2) Associated Documents

- Crédit Agricole Ethics Charter;
- Polish Bank Association's Code of Banking Ethics (Principles of Best Banking Practice): <http://zbp.pl/dla-bankow/zespoly-rady-i-komitety/dzialania-w-obszarze-legislacyjno-prawnym/komisja-etyki-bankowej>
- Code of Ethical Standards for Business Partners.
- Rules for the Provision of Financial Services for Entities Related to the Bank, as Referred to in Article 79 of the Banking Act
- The Policy for Managing Conflicts of Interest at Credit Agricole Bank Polska S.A. in Connection with Investment Services
- Credit Agricole Bank Polska S.A. Compliance Policy
- Credit Agricole Bank Polska S.A. Whistle Blowing Procedure
- Credit Agricole Bank Polska S.A. Anti-Bullying Policy
- Credit Agricole Bank Polska S.A. Corruption Prevention Policy
- Credit Agricole Bank Polska S.A. Competition Protection Policy





CRÉDIT AGRICOLE