*Energy aligned with principles*



# Code of Conduct for Business Partners of PGE Capital Group Companies

# Code of Conduct for Business Partners of PGE Capital Group Companies

Effective as of: 2026/04/01

# TABLE OF CONTENTS


| | | |
|---|---|---|
| PREAMBLE | | 1 |
| 1. | COMMON DENOMINATOR OF ACTIVITIES INVOLVING PGE CG COMPANIES AND THEIR BUSINESS PARTNERS | 3 |
| 1.1. | PARTNERSHIP – DEVELOPMENT – RESPONSIBILITY – PGE CG VALUES | 3 |
| 1.2 | RESPECT FOR HUMAN RIGHTS, INCLUDING EMPLOYEE RIGHTS | 4 |
| 1.2.1 | Health and safety of employees | 5 |
| 1.2.2 | Prohibition against mobbing and discrimination | 6 |
| 1.2.3 | Salary and working conditions | 6 |
| 1.2.4 | Prohibition against forced labour | 6 |
| 1.2.5 | Prohibition against the use of child labour | 7 |
| 1.2.6 | Information and consultation obligations to employees | 7 |
| 1.2.7 | Freedom of association | 7 |
| 1.3 | RESPECT FOR THE CLIMATE AND ENVIRONMENT | 9 |
| 1.3.1 | Compliance with environmental protection regulations | 9 |
| 1.3.2 | Pollution prevention and responsible waste management | 9 |
| 1.3.3 | Environmental management systems | 9 |
| 1.4 | COUNTERACTING CORRUPTION AND OTHER ABUSES | 10 |
| 1.4.1 | Zero tolerance for corruption and other abuses | 10 |
| 1.4.2 | Conflict of interest | 10 |
| 1.4.3 | Business gifts, including invitations | 11 |
| 1.4.4 | Remuneration paid | 12 |
| 1.4.5 | Contacts with public office holders | 12 |
| 1.4.6 | Donations and sponsorship | 12 |
| 1.4.7 | Political parties | 12 |
| 1.4.8 | Compliance with tax regulations | 13 |
| 1.4.9 | International sanctions | 13 |
| 1.4.10 | Prevention of money laundering and terrorism financing | 13 |
| 1.4.11 | Use of minerals from conflict-affected areas | 13 |
| 1.4.12 | Protection of information and personal data | 13 |
| 1.5 | PROTECTION OF COMPETITION AND CONSUMER RIGHTS | 14 |
| 1.5.1 | Fair competition and antitrust rules | 14 |
| 1.5.2 | Protection of consumer interests | 15 |
| 2. | ASKING QUESTIONS | 16 |
| 3. | REPORTING OF IRREGULARITIES | 16 |



# PREAMBLE

This Code of Conduct for Business Partners of PGE CG Companies is addressed to business partners of PGE Capital Group companies.

Business Partners of PGE CG companies are natural and legal persons, as well as organisational units without legal personality, operating in the public or private sector, with whom PGE CG companies have established a business relationship and who participate in the value chain of the PGE CG. They are mainly: contractors, subcontractors, suppliers, consultants, wholesale trading partners, agents, financial institutions, trade organisations and other entities with which the Group's companies cooperate in respective fields. This excludes customers of PGE CG companies (i.e. recipients of energy and heat served by PGE CG companies and other customers), prosumers, as well as entities belonging to the PGE CG.

PGE Group companies expect their business partners to be familiar and comply with this Code for Partners, to commit themselves to complying with ethical standards at least to the extent set out in the Code, as well as to have systems in place to monitor compliance with these standards and to deal with any non-compliance. By complying with these provisions, business partners also undertake to inform their employees and subcontractors of the content of the Code.

If the rules derived from an analogous document of a business partner are compatible with this Code, the PGE CG considers that both parties are obliged to comply with identical rules. In the absence of their own regulations in this respect, it is assumed that partners apply the rules resulting from this Code as their own in the area of conducting activities related to partners' business relations with PGE CG companies.

We have set out our basic expectations in the Code for Partners. They address issues such as respect for human rights, working conditions, climate and the environment, business ethics and integrity in business activities.

Where there is a negative impact of business partners' activities on the areas identified in this Code, we expect them to take appropriate steps to stop it as well as to mitigate and reduce the risk of such events occurring in the future.

We also expect business partners to implement appropriate systems to ensure that irregularities can be reported, taking into account their investigation and the implementation of remedial actions. Such systems should be commensurate with the scale and form of their operations.

These systems may include, in particular, the implementation of policies obliging entities to comply with certain standards, a periodic assessment of compliance with such standards, as well as a process for impartially explaining possible violations and taking appropriate remedial actions. PGE Group companies also expect that their business partners will endeavour to ensure that these standards are adhered to by their own contractors, subcontractors and suppliers insofar as the performance of contracts relating to supplies or services provided to PGE Group companies is concerned.

PGE Group companies may monitor business partners' compliance with the standards set out in this Code and request them to provide relevant, reliable information thereon.

In the event of a violation of this Code for Partners, business partners should take immediate remedial actions.

In the event of a material violation of the Code for Partners – with regard to the type and scale of the violation and the resulting consequences – PGE Group companies reserve the right to take appropriate actions against a business partner, including termination of cooperation with that partner if the partner has followed unacceptable practices detrimental to the interest of the PGE Group or its stakeholders.

This Code is reviewed periodically and updated as necessary.



# 1. COMMON DENOMINATOR OF ACTIVITIES INVOLVING PGE CG COMPANIES AND THEIR BUSINESS PARTNERS

## 1.1 Partnership – Development – Responsibility – PGE CG values

In cooperation with our business partners, we look for a common denominator – similar values and legally compliant operating practices. We are committed to honesty and transparency in our relationships with them as well as to maintaining the formal nature of those relationships. We therefore expect them to implement and apply ethical standards within their business activities, at least to the extent set out in this Code for Partners. It is important for us to contribute to the progress of Polish society and business in line with the idea of sustainable development.

At the PGE Capital Group, we are convinced that acting ethically is a key factor for long-term success. The PGE Capital Group's priority is to provide our customers with stable energy supplies thanks to flexible sources, smart grid infrastructure and energy storage facilities. We contribute to the country's energy security and support the competitiveness of the Polish economy with our actions. We focus on creating long-term shareholder value with respect for employees.

In the PGE Group, we are guided by the values of Partnership, Development and Responsibility. The way we view these values, as well as the PGE Group's rules of conduct, are described in the Code of Ethics of the PGE Capital Group and in policies on issues such as anti-corruption, respect for human rights and diversity. These regulations constitute the foundation of the Code for Partners, which in turn is the basis for day-to-day cooperation with our business partners.

We are a partner of local communities. We support the development of the regions by harnessing the potential of existing locations for the energy transition. We minimise the negative impact of our organisation on the environment.

We strive to meet and promote the highest ethical standards in the conduct of our business; consequently, we want to cooperate with business partners who are honest and law-abiding.
The PGE Capital Group operates in compliance with applicable laws, internal regulations and adopted ethical standards.
In our organisation, we do not tolerate violations of generally applicable law or internal regulations of PGE Group companies, including ethical standards. In particular, this concerns criminal activities, mismanagement, abuse of power, violation of employee rights, conflict of interest, violations of (physical, IT) security rules, breaches of health and safety regulations and standards, negative impact on the environment and climate through illegal activities, irregularities in accounting matters or financial reporting, insider trading, bribery, corruption, failure to protect competition and consumers, other dishonest practices and issues of key importance to the business activities of PGE CG companies.

## 1.2 Respect for human rights, including employee rights



We identify with initiatives aimed at eliminating violations of human rights, including children's rights and workers' rights, such as the conventions of the International Labour Organisation. We combat discrimination in the area of employment. We take a preventive approach to environmental and climate protection and counteract corruption, for example by complying with the standards for companies listed on the Warsaw Stock Exchange. We also expect analogous conduct – in line with the aforementioned directions and the OECD Guidelines for Multinational Enterprises on Responsible Business Conduct – from our business partners.
PGE Group companies expect their business partners to respect and protect human rights, including the rights of the child and the rights of the employee, in line with the fundamental principles and rights set out in:

- the International Bill of Rights,
- the eight core conventions of the International Labour Organisation (ILO) as indicated in the ILO Declaration on Fundamental Principles and Rights at Work,
- the UN Guiding Principles on Business and Human Rights,
- the Convention on the Rights of the Child (UNGC and UNICEF),
- commitments included in the United Nations Global Compact,
- the Organisation for Economic Co-operation and Development (OECD) Guidelines for Multinational Enterprises on Responsible Business Conduct,
- the Organisation for Economic Co-operation and Development (OECD) Due Diligence Guidelines for Responsible Business Conduct,

- the OECD Recommendation on Guidelines of Corporate Governance of State-Owned Enterprises.

We are committed to ensuring that all employees of our business partners and other persons working for them and on their behalf are treated by them fairly, with respect and dignity. Among their employees and other persons acting for them and on their behalf, business partners of PGE Group companies should raise awareness of the need to comply with all applicable legal and ethical standards. They should also endeavour to ensure that their employees, contractors, subcontractors or persons whose assistance they will use in the provision of services and supplies also comply with these standards.

### 1.2.1 Health and safety of employees

Business partners identify with the PGE S.A. Management Board's Declaration on the PGE Group Occupational Health and Safety Policy, understand the PGE Group's ambition to achieve the "zero accidents at work" objective and cooperate with its representatives in this area. To achieve this, business partners should, among other things:

- comply with the relevant standards and requirements of PGE Group companies as well as legal regulations in the area of occupational health and safety,
- ensure that machinery and equipment supplied meet all legal requirements relating to employee safety,
- ensure that the necessary health and safety information is provided to those working for them, in particular by providing position-specific instructions, including effective information on the prevention of occupational hazards occurring during their work, information on safe work methods, health and safety conditions and requirements, as well as



procedures for responding in emergencies,
- identify hazards and assess risks during both work planning and performance, as well as take action to minimise them,
- provide adequate protective equipment and other necessary resources,
- monitor the current health and safety situation in the workplace and respond promptly to hazards and risks,
- refrain from work in a health- or life-threatening situation,
- while working on the premises of PGE Group companies or on their equipment, immediately report health and safety incidents, unsafe behaviour and working conditions to representatives of PGE Group companies, cooperate in their analysis and implementation of possible remedial actions, including preventive and corrective ones,
- report on occupational health and safety issues, as required by PGE Group companies,
- enable representatives of PGE Group companies to control business partners with regard to the fulfilment of obligations in the area of occupational health and safety, resulting from both legal and contractual requirements, as well as take remedial action in the event of identified irregularities.

### 1.2.2 Prohibition against mobbing and discrimination

PGE Group companies expect their business partners not to use or tolerate any form of mobbing or discrimination, in particular on the grounds of gender, age, disability, race, religion, nationality, political beliefs, trade union membership, ethnic origin, faith, sexual orientation, form of employment (fixed-term or indefinite, full-time or part-time). This applies to decisions on the recruitment and employment of candidates, the course of the employment relationship (limiting access to promotions, bonuses, training, etc.) and the means of terminating the employment relationship, which should be based on objective and substantive criteria.

### 1.2.3 Salary and working conditions

Business partners remunerate their employees in a timely manner, using at least the legally required minimum wage rates, and pay all labour costs required by law, in particular those related to social security and taxation. They also comply with country-specific regulations applicable to employment conditions, such as working hours, the granting of annual leave, childcare leave, the recognition of sick leave and any other conditions provided for in labour law.

### 1.2.4 Prohibition against forced labour

Business partners of PGE Group companies do not use forced labour in any form, either in Poland or abroad. Work performed for business partners, their subcontractors or suppliers should be undertaken voluntarily and, in particular, with appropriate remuneration. Business partners must not allow any form of work perfor-

med for them or for their subcontractors that would take advantage of the difficult economic or political situation in a given region and would expose the people performing it to loss of health or violate their dignity. Working for the business partners of the PGE Group must not violate basic employee rights. This also applies to working overtime and on statutory holidays.

### 1.2.5 Prohibition against the use of child labour

Business partners of PGE Group companies do not use child labour in any form. Where minors are legally employed, they only perform light work. Such light work must not cause danger to their life, health and psycho-physical development, and must not hinder them from fulfilling their educational obligations.

### 1.2.6 Information and consultation obligations to employees

Business partners of the PGE CG companies recognise and fulfil the obligation to inform or consult employees in any situation where this is required by generally applicable law relating to the business partner concerned.

### 1.2.7 Freedom of association

Business partners of PGE CG companies recognise and respect employees' right to freedom of association. We expect that every employee of a business partner has the right to participate in employee organisations and to express their views and interests collectively.





## 1.3 Respect for the climate and environment

Business partners of PGE companies are obliged to conduct their activities in a responsible manner, preventing environmental risks and reducing the negative impact of their activities on the climate and environment, adequately to the size of the organisation and the nature of its operations. We encourage our business partners to act in accordance with sustainability standards in their day-to-day operations and confirm this with available audit certificates or external expert opinions.

### 1.3.1 Compliance with environmental protection regulations

Business partners of PGE CG companies are obliged to comply with the provisions of generally applicable environmental protection laws. They must obtain all required administrative decisions (e.g. permits, authorisations, licences) that are necessary for them to conduct their business activities and to perform individual tasks within their scope.

### 1.3.2 Pollution prevention and responsible waste management

Business partners of PGE CG companies reduce emissions into the environment, the amount of waste generated and optimise the consumption of resources in their operations. They follow the principle of circular economy in order to conserve natural resources and minimise adverse environmental and climate impacts.

### 1.3.3 Environmental management systems

For their business activities, business partners of PGE CG companies adopt a structured, systematic approach to climate and environmental protection that is appropriate to their form and scale. This may include, for example, environmental policies and targets for managing climate and environmental impacts.

# 1.4 Counteracting corruption and other abuses



Business partners of PGE CG companies conduct their activities in an ethical, transparent and honest manner and in accordance with the provisions of generally applicable law, in particular with regard to counteracting corruption and other abuses, understood as intentional acts or omissions that damage the financial interests of the state, PGE Group companies or a business partner, in the areas listed below.

## 1.4.1 Zero tolerance for corruption and other abuses

Business partners of PGE Group companies do not tolerate behaviour that bears the hallmarks of corruption, bribery, kickbacks, paid patronage, interference with public tendering, unlawful influence, harm to business or other malpractice.
Nor may they directly or indirectly offer or accept any undue advantage, including financial or personal benefits, or any promise thereof, in return for a specific act or omission.

## 1.4.2 Conflict of interest

Business partners of PGE Group companies avoid conflicts of interest, understood as a situation in which a business partner, its employees or associates, remain with other entities in such a factual or legal relationship that it may raise justified doubts in a PGE Group company as to the impartiality of this business partner in relation to the products supplied, services rendered or construction works performed. Business partners are obliged to inform the PGE Capital Group in advance of each case of accepting an order or participating in court, arbitration or other proceedings in which the interests of the PGE Capital Group business partners and the PGE Capital Group companies are in conflict (e.g. filing a suit against a PGE Capital Group company, accepting an order to sue a PGE Capital Group company, acting in the capacity of an expert or specialist appointed by a litigation opponent of a PGE Capital Group company). This applies to both the business partners of the PGE CG and their capital, personal or organisational affiliates.

## 1.4.3 Business gifts, including invitations

In connection with cooperation between PGE Group companies and their business partners and in order to build and strengthen relations between them, it is permissible to accept and give business gifts, including invitations. In this respect, the following rules apply in the PGE CG:

- a business gift is given for a legitimate purpose,
- its acceptance or presentation does not affect the tasks to be performed and the decisions to be taken and does not result in one's gaining or appearing to gain an undue advantage or preferential treatment,
- it does not oblige one to reciprocate, but is merely a courteous expression of thanks,
- its value does not exceed PLN 200 (inclusive of VAT) at any one time,
- it is a rare occurrence (no more than three times per calendar year),
- it does not take the form of cash, its equivalent or an invitation of a luxurious nature,
- it is not given or accepted by a person who is bound by the "zero gifts" rule.

Some persons in PGE Group companies are bound by the "zero gifts" rule, which prohibits them from accepting or giving business gifts other than those of symbolic value (i.e. up to PLN 50 inclusive of VAT and with the company's logo permanently affixed). Persons obliged to comply with the "zero gifts" rule may



accept a business partner's invitation to attend events such as workshops, conferences, reference visits, technology presentations, industry celebrations, anniversaries, provided specific internal regulatory criteria are fulfilled, for example the direct relevance of such an event to conducted business, the appropriateness of its agenda and cost.

In PGE CG companies, the following persons must comply with the "zero gifts" rule:

- employees and other persons exercising supervision over the selection of suppliers, consultants, service providers or participating directly in this process, as well as all persons involved in or directly influencing purchasing procedures, in particular members of tender committees, persons preparing purchasing procedures, taking decisions in them as well as supervising the performance of contracts and conducting acceptance procedures,
- the management in situations where its members exercise direct supervision over the selection of contractors and suppliers and take decisions in this respect,
- employees and other persons employed in the retail, wholesale and purchasing areas.

PGE Group companies expect their business partners to respect the "zero gifts" rule in their mutual relations. Business partners are requested not to give or send business gifts, invitations or other benefits inconsistent with these provisions to representatives of PGE CG companies, including persons bound by this rule.

## 1.4.4 Remuneration paid

The remuneration paid to business partners of PGE Group companies must not be used to finance any undue benefits for themselves, their customers or third parties.

## 1.4.5 Contacts with public office holders

Business partners of PGE CG companies may not influence acts of public officials by giving, offering or promising them any unlawful and undue advantages (bribery) in exchange for mediation in the handling of a matter (paid patronage), regardless of whether such advantages are given or offered directly or through third parties. Business partners are also required to be intolerant of such practices.

## 1.4.6 Donations and sponsorship

PGE Group companies expect that donations from their business partners are made legally and solely on a voluntary basis and that no undue benefits are expected in return. Sponsorship of individuals, groups or organisations must not aim to obtain unlawful business advantages.

## 1.4.7 Political parties

Business partners of PGE CG companies comply with the provisions of generally applicable law regarding the financing of political parties.

## 1.4.8 Compliance with tax regulations

Business partners of PGE CG companies comply with the provisions of generally applicable tax law, in particular they do not apply forbidden tax optimisation and act in accordance with transfer pricing regulations.

## 1.4.9 International sanctions

The PGE CG takes a responsible approach to complying with international sanctions and other restrictive measures in international trade, in particular countering aggression in Ukraine, and expects the same approach from its business partners.

## 1.4.10 Prevention of money laundering and terrorism financing

Business partners of PGE CG companies comply with generally applicable law in the area of preventing money laundering and terrorism financing and take measures to mitigate risks in this regard.

## 1.4.11 Use of minerals from conflict-affected areas

If business partners of PGE CG companies operate in conflict-affected areas or source raw materials from them, they are expected to exercise due diligence in ensuring that there are no links to the financing or support of armed groups.

## 1.4.12 Protection of information and personal data

Business partners of PGE CG companies care about the security of information and personal data, in particular those made available to them within the framework of business relations by PGE Group companies. Information and personal data that are used by business partners are obtained and processed in accordance with the law.

PGE Group companies expect their business partners to ensure the protection of personal data in accordance with Regulation (EU) 2016/679 of the European Parliament and of the Council of 27 April 2016 on the protection of natural persons with regard to the processing of personal data and on the free movement of such data and repealing Directive 95/46/EC (GDPR).

If business partners provide PGE CG companies with services that require the processing of personal data belonging to the PGE CG, they become data processors. Business partners processing personal data conduct their activities in accordance with personal data protection regulations, and provide PGE CG companies with sufficient guarantees for the security of data processing in accordance with Article 28 of the GDPR.

# 1.5 Protection of competition and consumer rights

## 1.5.1 Fair competition and antitrust rules

PGE Group companies expect their business partners to act in accordance with the rules of fair competition and to comply with competition protection laws. Among other things, they may not enter into agreements restricting competition or abuse a dominant market position.



## 1.5.2 Protection of consumer interests

PGE Group companies expect that goods and services provided by their business partners in the performance of their contracts with them meet all agreed or legally required consumer health and safety standards.

# 2. ASKING QUESTIONS

If you would like to ask a question or raise a concern about the standards set out in the Code for Partners, please write to us:

OpiniaCompliance.pgesa@gkpge.pl

# 3. REPORTING OF IRREGULARITIES

Information on the possible ways to report irregularities, as well as on the protection to which whistleblowers are entitled, is available at

**https://www.gkpge.pl/en/pge-group/about-group/compliance**

In the PGE Capital Group, we counter irregularities understood as non-compliance with the provisions of the applicable law or internal regulations of PGE CG companies, including ethical standards.

Anyone who has information about an existing irregularity should report it.

The means of reporting are available to all internal and external stakeholders, in particular employees, business partners, suppliers and customers.

Irregularities can be reported through the following channels:

- Whistleblower – intended for reporting violations as indicated in the Whistleblowers Protection Act of 14 June 2024,
- Non-compliance – functioning as an additional system intended for reporting irregularities not listed in the catalogue included in the above-mentioned Act.

The wide range of ways to report violations facilitates communication, also for vulnerable people (e.g. those with disabilities) who may find it difficult to report in person.

In addition, individual PGE Group companies may initiate additional means of reporting irregularities that complement the information transmission channels indicated above.