

# WHISTLEBLOWING

## reporting harmful conduct

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## 1. Introduction

This Policy is based on the KBC Group Policy for whistleblower protection applicable to all members of the KBC Group, and sets forth rules for the reporting of any suspected harmful conduct as well as rules for the protection of persons who report such conduct (“whistleblowers”).

Patria is devoted to establishing and developing an honest and open company culture which enables any person to report any potential fraud, serious infringement or any other harmful conduct at the earliest possible stage without fear of retaliation, and which guarantees that all motions and proposals made by such persons will be subject to fair treatment and proper investigation.

Patria expects its employees and contractors to adhere to the stipulated rules, be loyal and work in good faith. This general obligation also includes the fundamental moral obligation to report any suspected fraud, serious infringement or any other harmful conduct potentially committed by another employee.

Whistleblowing is an effective instrument of prevention and detection which mobilizes employees and contractors to report any reasonable suspicions of harmful conduct to their superiors without fear and prejudices.

This Policy is also based on the requirements of Directive (EU) 2019/1937 of the European Parliament and of the Council on the protection of persons who report breaches of Union law, the Whistleblower Protection Act, international standards, as well as principles of corporate governance and management.

### 1.1 Objectives

This Policy aims to support whistleblowers who express their fears about any suspected perpetrators of undesirable acts which are unlawful, breach the ČSOB rules or could have an adverse effect on the business or goodwill of the Group.

The Policy also aims to ensure that the ČSOB Group fully complies with the most recent laws and regulations adopted in this area.

### 1.2 Definitions of terms

**Breach:** means an act or omission that – in a work-related context – breaches any obligations imposed by laws, regulations, professional standards, internal principles, rules and procedures of the ČSOB Group or defeats their object or purpose.

**Whistleblowing:** is a report (internal or external) to a dedicated division of the ČSOB Group made by any person for the purpose of detecting breaches.

**Whistleblower:** is any natural or legal person who reports a breach to the dedicated division of the ČSOB Group.

**Dedicated investigation division:** is a division or a person set up within the Compliance function whose operation is independent and whose purpose is to receive and monitor reports which whistleblowers make within the scope of these Principles.

**Good faith:** is the whistleblower’s conviction that the contents of the report is truthful and the report is made in the interest of the ČSOB Group, regardless of any personal benefit, and that the report is not based on personal animosity.

**Retaliation:** is a direct or indirect act of discrimination, revenge or harassment committed by any person against the whistleblower for reporting the breach.

**Protection:** means any and all reasonable steps taken by the ČSOB Group to secure confidentiality of the whistleblower's name, as well as any measures enforced to protect whistleblowers from retaliation and financial losses.

**Work-related context:** information on breaches which relates to work and which could expose the whistleblower to retaliation if such information were reported by the whistleblower.

## 2. Scope

### 2.1 Personal scope

These Principles apply to whistleblowers who have acquired information on breaches in the work-related context.

This Policy also applies to whistleblowers who possess information on breaches acquired in an employment relationship which has terminated or expired, or persons whose employment relationship is about to commence. It also applies if the information is acquired during recruitment or other pre-contractual negotiations.

Whistleblower protection measures may also apply to:

- ♦ third parties connected to the whistleblower who could be exposed to harm in a work-related context, such as colleagues or relatives;
- ♦ legal persons that the whistleblower owns, works for or has any other relationship with in a work-related context.

### 2.2 Material scope

These Principles apply to any harmful conduct, i.e. all kinds of fraud and serious infringements concerning a gross breach of or a gross default on any bylaws (such as employment regulations, code of conduct, code for the use of communication devices, ČSOB Group standards, or other bylaws), as well as any generally applicable laws and regulations (laws and regulations, accounting principles, market protection or insider trading decrees or rules). They also apply to any breaches of banking secrets or confidentiality, money laundering, thefts, frauds, bribery and corruption, etc.).

The validity of these Principles applies to any and all serious infringements, whether general or operational or financial, including any gross deficiencies in financial reporting and other similar cases. This covers any and all events that jeopardise the trustworthiness and reputation of the ČSOB Group.

### 2.3 Outside the scope

These Principles are not intended to undermine the financial or business decisions adopted by the ČSOB Group. This Policy should never be used to reopen any matters which were already resolved within the scope of other procedures, rules or regulations of the ČSOB Group.

## 3. Principles

### 3.1 Fundamental principles

Whistleblowers who suspect any actual or potential fraud, serious infringement or any other harmful conduct may report their suspicion without fear of any adverse consequences.

However, no protection can be extended to persons who did not act in good faith, i.e. filed a fabricated report with the sole intention of harming the persons at whom the report is targeted.

All reported suspicions of any fraud, serious infringement or any other harmful conduct will be assessed in a fair, objective, strictly confidential manner and will be thoroughly and justly investigated within a reasonable timeframe.

### 3.2 Whistleblower protection (general conditions)

Whistleblowers shall qualify for protection under these Principles provided that:

- ♦ they had reasonable grounds to believe that the information on breaches reported was true at the time of reporting and that such information falls within the scope of this Policy, and
- ♦ they reported either internally or externally in accordance with these Principles.

### 3.3 Protection measures

Any form of retaliation against whistleblowers is prohibited, including in particular in the form of:

- ♦ demotion or withholding of promotion or suspension of training and education;
- ♦ a negative performance assessment or employment reference;
- ♦ imposition or administering of any disciplinary measure, reprimand or other penalty;
- ♦ coercion, intimidation, harassment, discrimination or unfair treatment;
- ♦ failure to convert a temporary employment contract into a permanent one, where the worker had legitimate expectations that he or she would be offered permanent employment;
- ♦ failure to renew, or early termination of, a temporary employment contract;
- ♦ harm, including to the person's reputation (particularly in social media), or financial loss, including loss of business and loss of income;
- ♦ blacklisting which may entail that the person will not, in the future, find employment in the sector or industry;
- ♦ early termination or cancellation of a contract.

The whistleblower has the right to be informed of the investigation's progress unless such information disrupts the investigation or harms the rights of other persons. However, the whistleblower does not have the right to receive copies of the materials which concern the investigation, findings and adopted measures.

Relevant consequences (such as disciplinary proceedings or criminal complaints) will be drawn in accordance with internal procedures against persons who:

- ♦ hinder or attempt to hinder reporting;
- ♦ wish to retaliate against whistleblowers;
- ♦ intend to bring vexatious proceedings against whistleblowers;
- ♦ breach the duty of maintaining the confidentiality of the identity of whistleblowers.

Consequences will also be drawn against whistleblowers if it is established that they wilfully provided false information, and measures will be determined to compensate for any damage or losses arising from such reports.

### 3.4 Reporting channels and procedure

Information on breaches can be reported through various reporting channels (internal or external) in compliance with the procedures listed in these Principles.

#### Internal reporting options:

- ◆ Internal reporting options are listed in Patria's internal policy.

#### External reporting options:

- ◆ External reporting requires that the important facts of the case are drawn up and copied and that the following details are provided: name and surname, e-mail, telephone number and any supporting documents, where applicable.

Reports must be sent to the e-mail address of Patria's Compliance Officer; if unknown to the whistleblower, then to the address of the Compliance division [Compliance-podvody@csob.cz](mailto:Compliance-podvody@csob.cz). E-mails delivered to that e-mail address are received by authorised staff members of the Compliance Division.

Measures for receiving reports:

- ◆ acknowledgment of receipt of the report should be sent to the whistleblower within seven days of that receipt;
- ◆ the designated investigation division maintains communication with the whistleblower and, if necessary, requests further information and provides feedback to the whistleblower;
- ◆ reports are regularly monitored by the Compliance Division;
- ◆ the timeframe for providing feedback to the whistleblower or reporting the outcome of the investigation should not exceed 3 months of the report.

Oral reporting shall be possible by telephone and, upon request by the whistleblower, by means of a physical meeting with authorised staff members.

Authorised staff members charged with the investigation may decide, following a proper assessment of the case, that the reported breach requires no further follow-up and close the case. The whistleblower is in such case informed of the decision and of the grounds for the decision.

Identical approach may apply to repetitive reports which do not contain any meaningful new information on breaches compared to a past report.

### 3.5 Confidentiality, personal data protection and record keeping of the reports

#### Confidentiality

The identity of the whistleblower shall not be disclosed to anyone beyond the authorised staff members competent to receive or follow up on reports, without the explicit consent of the whistleblower. This shall also apply to any other information from which the identity of the whistleblower may be deduced.

The identity of the whistleblower and any other information referring to the whistleblower may be disclosed only where this is an obligation imposed by law (for instance in judicial proceedings), including with a view to safeguarding the rights of the person concerned.

### **Personal data protection**

Any processing of personal data carried out pursuant to these Principles, including the exchange or transmission of personal data, shall be carried out in accordance with EU and Czech laws and KBC Group Principles. Personal data which are manifestly not relevant for the handling of a specific report shall not be collected or, if accidentally collected, shall be deleted without undue delay.

### **Record keeping of the reports**

Patria keeps records of every report received, in compliance with the confidentiality requirements. Reports shall be stored for no longer than it is necessary and proportionate in order to comply with the requirements imposed by these Principles or the law.

Where a recorded telephone line is used for reporting, Patria shall have the right to document the reporting in one of the following ways:

- ♦ by making a recording of the conversation; or
- ♦ through a complete and accurate transcript of the conversation. The whistleblower has the opportunity to check, rectify and agree the transcript of the call by signing it.

Where a person requests a meeting with the authorised staff members in order to make a report, Patria shall have the right to document the meeting in one of the following ways, subject to the whistleblower's consent:

- ♦ by making a recording of the conversation; or
- ♦ through minutes of the meeting. The whistleblower has the opportunity to check, rectify and agree the minutes of the meeting by signing them.

## **3.6 Responsible divisions and contact points**

### **Compliance (single contact point)**

The Compliance Division is an independent division and, as such, the central contact point which receives, monitors and archives all reports relating to whistleblowing.

### **Investigation division**

The Compliance division – team – is Patria's division charged with investigating reports relating to the Whistleblowing Policy.

### **Ethics and prevention of fraud**

Representatives of this Division may contact the whistleblower to acquire additional information concerning any case under investigation. During any investigation, the rights of whistleblowers set forth in these Guidelines, primarily the obligation to maintain confidentiality of the whistleblower's identity, must be observed under any and all circumstances.