

ANTI-CORRUPTION POLICY

adopted by Gimplast sp. z o.o. (Chairman of the Management Board's Internal Regulation dated April 13, 2021)

Introduction

Gimplast Sp. z o.o. ("Gimplast") conducts its business in accordance with generally accepted ethical standards. We continue to develop our sense of responsibility and trust. We at Gimplast have a zero tolerance policy in respect of any acts of corruption towards all our employees, associates and business partners. This policy covers all activities involving Gimplast's employees and other personnel, as well as our customers, advisors or consultants, suppliers, subcontractors and any other person or entity having business relations with Gimplast.

This anti-corruption policy is part of our commitment to compliance with laws, regulations and social standards.

§1. Purpose

The purpose of this "Anti-corruption Policy" is to reinforce Gimplast's commitment to acting with integrity and transparency, building trust and security for all our stakeholders. This policy outlines and explains the rules to be followed as well as the prohibited acts that may be interpreted as acts of corruption.

In particular, the purpose of this policy is:

- 1) to implement easy-to-follow rules of conduct to be followed by our employees, associates and our business partners to enhance our protection against corruption by identifying, reporting and investigating potential corrupt practices;
- 2) to make our people, especially decision-makers, aware of the need to identify corrupt practices and to take measures to prevent corruption;
- 3) to initiate audits or inspections to investigate corrupt practices and to determine the liability of people suspected of involvement in such practices.

The zero-tolerance policy in respect of bribery and corruption applies to all our employees, associates, suppliers, customers and business partners. The purpose of the policy is

prevent all forms of bribery and corruption and to outline and explain the measures to be taken (a) to ensure compliance with the law, (b) to identify risks of misconduct and/or abuse and (c) to avoid potential cases of misconduct or abuse.

§2. Definitions

2.1. Corruption means

- a) the promising, offering or giving, directly or indirectly, of an undue advantage to a person for himself or herself or for any other person in order that the person act or refrain from acting in the exercise of his or her functions;
- b) the requesting or receiving of an undue advantage by a person for himself or herself or for any other person, or the acceptance of an offer or promise of such an advantage, in order that the person act or refrain from acting in the exercise of his or her functions;
- c) the promising, offering, or giving, directly or indirectly, in the conduct of business, which includes the performance of obligations, to a person in charge of an organisation other than a public sector financial institution and/or working for such an organisation in any capacity, of an undue advantage for that person or for any other person in order that the person act or refrain from acting in a way that is in breach of his or her duties and constitutes an act of socially harmful reciprocity;
- d) the requesting or receiving, directly or indirectly, in the conduct of business, which includes the performance of obligations, by a person in charge of an organisation other than a public sector financial institution and/or working for such an organisation in any capacity, of an undue advantage, or the acceptance of an offer or promise of such an advantage, for that person or for any other person in order that the person act or refrain from acting in a way that is in breach of his or her duties and constitutes an act of socially harmful reciprocity;

e) and, in accordance with the international Civil Law Convention on Corruption, signed by Poland (Dz.U. [Journal of Laws] of 2004, 244.2443), we understand corruption as requesting, offering, giving or accepting, directly or indirectly, a bribe or any other undue advantage or prospect thereof, which distorts the proper performance of any duty or behaviour required of the recipient of the bribe, the undue advantage or the prospect thereof.

2.2. Financial advantage - means any item of goods that is capable of satisfying a specific need and of being quantified in money terms. Financial advantages may include not only an increase in the value of assets, but also all advantageous contracts such as a loan on advantageous terms, a gift or donation, a debt waiver, the award of a public contract etc.

2.3. Personal advantage - means a non-financial advantage that improves the situation of the person receiving that advantage (such as the promise of a career promotion, the grant of an award, the provision of vocational training, a reduction in work duties, the provision of a work experience placement or an internship, the provision of a scholarship to study abroad, the creation of a positive image in the media).

The acceptance of a financial advantage or a personal advantage by a person means that the person has taken control of the advantage by, for example, receiving money or an expensive gift or accepting the promise of a career promotion. The promise of a financial advantage or a personal advantage is accepted by a person when the person accepts another's pledge to give that advantage for that person or for a person named by that person. It is therefore irrelevant whether a person is involved in this practice personally or through another person, and any such involvement is a criminal offence.

2.4. Passive bribery - means the criminal offence of accepting a financial advantage or a personal advantage, or the promise of a financial advantage or a personal advantage, in connection with the exercise of a function. It is irrelevant whether the advantage is accepted before or after the performance of an act in the exercise of the function. However, if the performance of an act is made conditional upon the giving of a financial advantage, the acceptance of the advantage is required for the performance of the act.

2.5. Active bribery - means the criminal offence of intentionally giving a financial advantage or a personal advantage or making the promise of a financial advantage or a personal advantage. It is irrelevant whether the advantage is given directly or indirectly. The promise of an advantage is made by a person also by the person making a gesture that is commonly understood. Any person may commit this criminal offence. An act of active bribery is the opposite side of passive bribery. The person that has given an advantage or made the promise of an advantage is liable on the same footing as the person that has accepted the advantage or the promise.

2.6. Active influence peddling - means the criminal offence of giving or promising to give a financial advantage or a personal advantage to a person in order that the person act as an intermediary in having a matter dealt with by a central or local government institution, an international organisation or by a domestic or international organisation that has public funds at its disposal. Active influence peddling is expected to encourage the intermediary to influence a decision by a person in the exercise of the person's public function.

2.7. Passive influence peddling means acting as an intermediary in dealing with a matter in return for a financial advantage or a personal advantage. This offence may be committed only by a person claiming to have influence or by a person causing another person to believe that the first person has such influence or confirming another person in that belief (it is irrelevant whether or not the person so claiming actually has such influence and whether or not the person will actually act as an intermediary). The commission of this offence may be encouraged by the intermediary or the person interested in having a matter dealt with through the intermediary's action. Any person may commit the offence of influence peddling.

2.8. False certification is the criminal offence of certifying a false statement in order to obtain a financial advantage or a personal advantage. This offence is commissioned by the offender taking steps to obtain such an advantage and it is irrelevant whether the offender will actually obtain the advantage. This offence may be committed only by a person with authority to issue a document related to another person's matter.

2.9. Conflict of interests is a concept rooted in, in particular, the principle of disinterestedness, which means that a person dealing with a matter in the performance of his or her work duties is disinterested, i.e. he or she has no personal interest in dealing with the matter, expects no advantages for himself or herself, his or her family and/or friends (a person, a family or a group);

the principle of impartiality, which means that a person dealing with a matter in the performance of his or her work duties does so (a) without preferential treatment of any person involved in the matter and (b) transparently, respecting the principle of equal treatment of all the persons involved and the principle of fair competition.

A conflict of interests within this context should be interpreted as a situation where a person's personal interest (related to the person himself or herself, his or her family or his or her group) is in conflict with a general or public interest (the common interest of a State, taxpayers, the State Treasury, an employer etc.) if the person has the power to make a particular decision for a general or public interest.

An actual conflict of interest is considered to be a conflict between the public duty and personal interests of an employee in which the employee has private-capacity interests which could improperly influence the performance of his or her work duties and public tasks.

An apparent conflict of interests is a conflict of interest that can be considered to exist when it seems that the personal interests of an employee might improperly affect the performance by the employee of his or her duties, but this never happens.

A potential conflict of interests is a situation where the employee has personal interests that will create a conflict of interests if the employee is involved in any improper activities in the future (i.e. activities in conflict with work duties).

2.10. Managerial bribery Managerial bribery is the requesting or accepting of financial advantages or personal advantages by managers in return for that person abusing his or her powers or refraining from performing his or her duty in a way that may result in Gimplast suffering financial losses or that may be interpreted as an act of unfair competition or as unacceptable preferential treatment of the purchaser and/or recipient of any goods, services or benefits.

§ 3. Liability

1. It is the responsibility of the General Manager to ensure that this policy is implemented and adhered to.
2. All Gimplast employees, regardless of their functions, must know and comply with this policy. In particular, they must avoid, prevent, identify and report cases of corruption in any form.
3. This policy is available to Gimplast's business partners (individuals and entities doing business with Gimplast) through Gimplast's regular communication channels.
4. If a person believes that a corruption offence may have been committed, he or she must report it immediately.
5. All identified and documented potential corrupt practices will be used as guidelines in the detection of malpractices in the future.

§ 4. Risk Areas and Reporting Malpractices

The main area where corrupt practices may occur affecting Gimplast is the area of dealing with Gimplast's customers, suppliers and business partners (stakeholders).

1. Gimplast's customers, suppliers and business partners should be dealt with primarily in connection with Gimplast's obligations and responsibilities. Communication with such stakeholders should be via email, by fax, post, telephone (using business phone numbers) and via direct meetings. It is recommended that such meetings be held on the premises of Gimplast or the stakeholder. Where email is used, Gimplast's employees must use their email addresses assigned by Gimplast.
2. All letters received or posted must be recorded in Gimplast's registers of incoming and outgoing post in accordance with Gimplast's standards.

3. Each business trip must be made for its defined purposes and documented by a memo or a report.

4. No member of Gimplast's personnel may use his or her position to obtain any personal advantages. In particular, all members of Gimplast's personnel are responsible for identifying, and for avoiding their involvement in, situations that may be interpreted as (potential) corrupt practices, such as

- a. the receiving and/or giving of any financial advantages;
- b. the receiving and/or giving of other economic or non-economic advantages;
- c. the receiving by a person of gifts or presents from Gimplast's customers, business partners or that person's subordinates, such as alcohol, watches, tablets, jewellery or similar items, unless the item is a promotional gift (i.e. mass produced advertising gifts such as pens, lanyards or paper notebooks) marked with the giver's logo, trading name etc. and whose value can be objectively regarded as low and which is not given to obtain any advantage.
- d. It is also acceptable to receive or give small gifts on special occasions (such as Christmas) as a cultural feature and/or a custom in Poland, in which case the criteria for advertising gifts must be followed when considering whether or not to receive or give a particular item.

5. If the situation described in the previous paragraph occurs against a Gimplast employee's intention and/or without such an employee's intentional involvement, the employee must report it immediately.

6. If a Gimplast employee is involved in a situation where he or she cannot avoid a corrupt practice due to a direct threat to his or her life, health or liberty, the employee should do anything that may be necessary to ensure his or her safety and, subsequently, report the situation immediately.

The following is strictly prohibited:

1. the giving, receiving, promising to give, offering or soliciting by any person of any form of remuneration (such as payments, presents or gifts, trips or invitations) or any other

economic or non-economic advantages in order for that person to obtain a financial, economic or non-economic advantage for himself or herself;

2. the giving, receiving, promising to give, offering or soliciting any form of remuneration (such as payments, presents or gifts, trips or invitations) or any other economic or non-economic as an expression of gratitude for dealing with a matter within the scope of duties of an employee, associate or decision-maker.

If it is impossible to decide how to respond to a particular potential corrupt practice or a situation having the features of corruption, the General Manager and/or the Personnel Manager must be contacted. The same must be done in the case of concerns or doubts about non-compliance with this policy, the law and or any ethical standards. All such reports are always kept confidential and investigated with the utmost care.

§ 5. Investigating Corrupt Practices and Potential Corrupt Practices

When investigating corrupt practices and potential corrupt practices, Gimplast will make every effort to avoid

- taking steps on the basis of false or unfounded allegations;
- formulating opinions or making statements, including public statements, that may have negative consequences for any of Gimplast's employees, customers, suppliers or other business partners.

The following process must be followed in such investigations.

1. A corrupt practice or a potential corrupt practice is reported immediately by the person that has identified the practice or suspects that such a practice is occurring or has occurred. The General Manager or his designee should review the information reported by the person (Gimplast's employee, associate, business partner etc.) within the scope of his powers and to the best of his ability, and in accordance with the law, to determine whether a situation having the features of corruption has occurred. The report must be documented and the findings of the review must be submitted to General Manager of Gimplast.

2. All suspected violations of this policy, any law or regulation or ethical standards may be reported by email to etyka@gimplast.pl.
3. Gimplast's employees are free to report their concerns or seek advice if they suspect a violation of this policy, any law or regulation or other legal regulations, without fear of repression, discrimination or disciplinary action. Such reports are always kept confidential and investigated with due care.
4. If it is found that the report is justified, the General Manager must set up a team responsible for investigating all the circumstances of the violation.
5. In the process of investigating a violation, the employee, associate or business partner suspected of the reported violation must be given an opportunity to explain the situation (in accordance with the law, confidentiality rules and business ethics standards).
6. If it is found that the violation is a corrupt practice or any other offence prosecuted under statutory provisions, the General Manager must immediately report the matter to the relevant law enforcement authorities.
7. Regardless of the investigation by law enforcement authorities, the General Manager and/or his designees must prepare corrective measures, methodologies and procedures in order to prevent the occurrence of similar situations or events in the future.

§ 6. Protecting Employees and Associates Involved in a Suspected Corrupt Practice

1. No person that has reported an identified or suspected corrupt practice may, under any circumstances, be dismissed, degraded, harassed, discriminated against and/or treated in a similar way.

2. The identity of each employee or other person that has reported an identified or suspected corrupt practice must always be kept confidential by the person that received the report and/or any person involved in reviewing the report.

3. The reporting person must, as far as possible, refrain from contacting the person suspected of the reported corrupt practice. If this is not possible, the reporting person should keep his or her contact with that other person to a minimum, avoiding, in particular, non-business contact with that person.

4. The reporting person should be discreet and should not discuss the matter, facts, information, suspicions or allegations related to the report with anyone.

5. The person suspected of the reported corrupt practice and the subject of an investigation into the reported practice must always be allowed an opportunity to explain the situation in accordance with the law.

§ 7. Principle of Transparency and the Implementation of Verification Procedures

Gimplast follows a policy of full transparency in its activities and takes adequate verification measures. The General Manager and/or his designees will regularly verify compliance with this policy and all procedures related to corrupt practices. Gimplast continues to monitor compliance with this policy, laws and regulations for potential corrupt practices.

Gimplast's employees are provided with training and/or information about the prevention of corruption, as instructed by the General Manager.

§ 8. Consequences of Involvement in Corrupt Practices

Criminal corrupt practices and their acceptance make the conduct of business difficult, violate the principle of free competition, are a hindrance to the promotion of goods and services, may prevent access to public contracts, increase business expenses, reduce the levels of safety and security and the quality of goods and services, may pose a risk to business interests and/or damage the image or reputation of Gimplast. Any person

involved in a corrupt practice may face criminal charges, and such practices may result in substantial financial penalties imposed on Gimplast.

Criminal liability

In legal terms, corruption is a punishable criminal offence prosecuted ex officio. Penalties may be imposed on both the person that offered an advantage and the person that accepted the advantage. The main penalties include:

- a custodial sentence (imprisonment), a community service sentence or a fine;
- other criminal penalties: forfeiture of the advantages obtained as a result of the criminal offence, prohibition from holding a particular position, prohibition from practising a profession, prohibition from conducting business, publication of the conviction, the payment of an amount of money for the benefit of the community.

Civil liability

In addition to criminal liability, the person involved in a corrupt practice may be liable under civil law. The person may be required to pay damages not only for the actual loss caused, but also for lost profits.

Disciplinary action

The disciplinary liability of employees is provided for in section 52(1) of the Polish Labour Code. Disciplinary liability is the strictest form of an employee's liability to his or her employer, and the employer may terminate the employee's employment without notice, through the employee's fault.

Therefore

1. The final results of the work of the team investigating a corrupt practice will be submitted to the General Manager as required by law and Gimplast's manuals dealing with the security of information, the protection of personal data, confidentiality and the protection of Gimplast's trade secrets.
2. Regardless of any other investigation by law enforcement authorities, the results of the team's investigation will be used to take measures in relation to the employee or associate concerned. However, all such measures will be taken to the extent permitted by law.

3. If Gimplast has suffered financial losses as a result of a corrupt practice, legal action will be taken. If it is proved that an employee or associate of Gimplast has acted to the detriment of Gimplast, that person may also be financially liable to the extent permitted by law.

§ 9. Final Provisions

1. Each employee of Gimplast must know and strictly comply with this policy.
2. This policy will become effective as of the date of its adoption.
3. All changes to this policy must be made in writing.