

## Anti-corruption Policy

[Extract for external parties]

### Introduction

The MBH Group (the "Group") attaches the utmost importance to business integrity and ethical conduct, transparency and the preservation of its reputation. This is based on compliance with the law, in line with which the Group has a zero tolerance policy towards all forms of undue advantage and corruption.

To enforce the above, the purpose of this Policy (the "Policy") is to set out the principles for the prevention of corruption, to identify activities that are at higher risk of corruption and to provide guidance for the development of regulations and day-to-day operations. The internal standards thus established are intended to create a corporate culture that consistently prevents any act of corruption by setting an example, being transparent, applying the four-eyes principle and practising controls built into work processes.

The scope of the Policy extends to all employees, managers, contractors and any other contributors to the Group's activities.

In the areas of activities identified in the Policy as being most exposed to corruption risk, particular attention needs to be paid to following the provisions of the Policy.

The Group reviews its anti-corruption policy annually to ensure that risks are properly assessed, legal compliance is maintained and effective prevention is achieved.

The provisions of the Policy shall be applied in accordance with the Group-wide Code of Ethics and the rules relating to the Whistleblowing System.

The Group's Corruption Prevention Framework, including the above policies, has been developed taking into account the applicable national and international anti-corruption legislation and the current Wolfsberg Anti-Bribery and Corruption Compliance Programme Guidance.

### Fundamental principles

**Total prohibition of corruption and bribery (zero tolerance principle):** The Group strictly prohibits all forms of bribery and corruption and any form of involvement in therein, including mediation. All persons covered by the Policy are required to act in accordance with the principle of zero tolerance and are prohibited from engaging in or contributing to any form of corruption. Violation of this prohibition may lead to criminal, civil or employment prosecution.

**The principle of whistleblower protection:** A whistleblower who reports in good faith any form of corruption or suspicion of corruption shall not suffer any disadvantage or be subject to detrimental consequences in connection with making the report, even if the suspicion on which the report is based is not ultimately confirmed.

**Principle of protection of evidence:** Based on the protection of evidence, once a suspicion of corruption has been identified, staff involved in the investigation process must take all reasonable steps to ensure that any supporting data, documents or other evidence are kept safe and prepared for subsequent disclosure to the competent authority. When investigating suspected cases of corruption, persons covered by the Policy are obliged to cooperate with the investigators.

**Principle of liability:** The Policy covers the whole range of the Group's activities and each employee is personally responsible for protecting their employer and its reputation, as well as themselves, against the risks of bribery and corruption.

**Principle of prevention:** For all known cases, action should be taken to correct (process) deficiencies identified during the investigation and to raise risk awareness among the trainees by incorporating lessons learned from the case into their education. These measures are aimed at preventing corruption risks, promoting ethical conduct and ensuring lawfulness, thus supporting the principle of prevention.

**Principle of transparency and publicity:** It is expected that documentary and traceability aspects will be taken into account both at the pre-decision and post-decision stages of contracting and commitment. By publishing an extract from the Policy (link to the MBH website), the Group ensures that the contents are made available to external partners in addition to employees.

**Risk-based approach:** Group members should regularly identify corruption risks and take proactive measures to prevent potential problems. This includes risk analysis, the development and monitoring of risk management measures. Group members should develop internal policies and procedures to prevent, detect, deter and manage the consequences of corruption situations and acts. These procedures should be proportionate to the corruption risk specific to the Group and its members, the nature, scale and complexity of the activities carried out by the Group members, and the decision-making powers of each organisational level.

**Principle of sanctioning:** The Group should have a clear sanction mechanism in place for corruption-related violations, including termination of employment.

#### **Activities most exposed to corruption risk**

The Group conducts an annual risk-based assessment based on its internal procedures. As part of this process, the Group has identified the following, among others, as the activities most exposed to corruption risk and processes relevant for prevention:

1. selection process;
2. external partner due diligence, relations with external partners and customers;
3. gifts and invitations/representations;
4. charitable acts and sponsorship;
5. the process of valuation and sale of assets, receivables, collateral.

The activities listed above are highlighted from a risk perspective, but the list is not exhaustive and the Group monitors all other activities that are risky from a corruption perspective and takes measures to mitigate the risks whenever necessary.

### **1. Selection process**

During the selection process, future staff members are subject to human risk and conflict of interest screening. The aim is to assess the risks associated with the individual, which can be managed to reduce the individual's exposure to corruption. The procedures relating to recruitment, performance assessment, benefits should reflect a commitment to anti-corruption. The screening process is particularly focused on jobs involving higher risk activities. From a conflict of interest point of view, Group employees are reviewed annually.

It is expected that consistent and fair recruitment/selection procedures are developed to ensure that candidates are not given special treatment on the basis of their connections, and that recruitment programmes are effectively managed and monitored. The Group should focus on recruiting people who are aligned with its objectives and values, as this will help to build an organisational culture.

### **Management responsibility and control**

While compliance with the provisions of the Policy is the responsibility of all employees, the management bodies of Group Members have a particular responsibility for compliance, enforcement and communication of the provisions. As part of this responsibility, the members of the Management Board will set a good example, ensure and expect all employees to be familiar with the ethics and anti-corruption rules, promote an ethical corporate culture, protect those who report ethical or corruption concerns and self-report any instances of unethical behaviour or suspected corruption.

### **2. External partner due diligence, liaising with external partners and customers**

No member of the Group shall enter into or terminate any business relationship with a third party that is identified as posing a known risk of corruption. In order to ensure that a contractual relationship is established only with a company that is suitably qualified and is reputable, each member shall take steps to verify the (future) partner's reputation, beneficial ownership, financial standing, credibility and suitability before entering into a business relationship. Due diligence should include identifying negative news about bribery and corruption, using reliable sources, and analysing publicly available records and materials. The contract may be concluded subject to the outcome of the assessment. The Group expects its employees to apply the principles set out in the Policy in their dealings with clients.

### **3. Giving gifts and invitations/representations**

The Group has established detailed rules on gifts and entertainment, which all employees and contractors are required to familiarise themselves with and comply with. Employees are required to declare any gift or invitation offered to them, which may be accepted subject to the approval of their manager or the competent Quality Assurance/Compliance area, subject to the conditions set out. In addition to following the specific provisions, individuals covered by the Policy are expected to act prudently in relation to any gift, including gifts of entertainment or courtesy, and to carefully consider the reasonableness and proportionality of the gift.

### **Public office holders**

The Policy expects its staff to act in a particularly prudent and considered manner in the case of all persons and organisations with a public office function.

### **4. Charitable acts and sponsorship**

The Group will only provide charitable donations or sponsorships to beneficiaries in a transparent and traceable manner through its corporate social responsibility activities. It is expected that controls are

in place to manage the risk of misuse of charitable donations. The Group does not use charitable donations or sponsorships to obtain preferential treatment and considers such behaviour unacceptable.

Charitable donations and sponsorships may only be made to organisations whose activities are not in conflict with the Group's stated values and for which due diligence is carried out to avoid any reputational risks.

## **5. Process for the sale of assets, receivables and collateral**

All members of the Group pay particular attention to transparency in the valuation and sale of their assets, receivables and collateral. In order to protect its reputation, each member classifies its counterparties for whom it sells assets, receivables or collateral as previously negotiated counterparties and suppliers and also conducts due diligence. It shall make the above principles and requirements clear to its counterparties in the conduct of the sales process.

### **Education and awareness raising**

The education and training of employees is an effective means of creating a culture of anti-corruption within the Group, and all Group members are expected to develop this culture. It is an expectation to provide regular training to employees on the risks of corruption, the requirements of the Policy and reporting mechanisms.

Persons covered by the Policy should be familiar with this Group Policy and the directly related internal rules. Employees and certain contractors are required to undergo the training required of them in connection with the Policy and to pass an annual examination on their knowledge of the relevant material. Other contractors and contributors shall declare their knowledge of and acceptance of the contents of the Policy at the time of contracting.

The Group Controller, MBH Bank Nyrt. expects the competent areas to contribute, if necessary, to the publication of the lessons learned and (new) expectations arising from the risks identified in connection with corruption activities by means of immediate awareness-raising (intranet, newsletters to employees) and to continuously expand and update the scope of the knowledge to be acquired by supplementing the training materials.

### **Notification, investigation and reporting**

Reports of breaches of the provisions of the Policy may be made through the channels set out in the Whistleblowing Reporting System information on the website. Reports will be investigated in accordance with the procedures set out in the internal rules of the Group Member concerned, in compliance with the principles set out in the Policy. The whistleblower is entitled to receive information on the procedure. A report may also be made anonymously. Whistleblowers shall not be subject to discrimination or unfair treatment in connection with a report made in good faith. In respect of matters covered by the Policy, the competent compliance areas of the Group Members will inform the decision making body (e.g. the Board of Directors and the Supervisory Board) of relevant Group Member's or its equivalent, in accordance with the framework established by the relevant compliance function of the Group Member, or, if required, on a risk basis in a case-by-case report.

### **Controls**

The Compliance area carries out an annual risk assessment of the risks it manages, including corruption risks, and develops an annual work plan as a result. During the risk assessment, the control environment is evaluated and new controls are defined where necessary. During the implementation

of the annual work plan, the effectiveness and adequacy of controls and processes will also be measured and assessed through ad hoc reviews. The summary report of the annual risk assessment and work plan and, where appropriate, the ad hoc reviews will be sent to the management bodies for approval and information.

In addition, the Compliance or the given Group Member's relevant department will monitor the implementation of this Policy with respect to the Group Member's operations. In addition, the competent quality assurance/Compliance will review the compliance of the provisions of this Policy with the applicable legislation and all other relevant requirements and best business practices on an annual basis and on an ad hoc basis as necessary.