

to the resolution of the Management Board of Zakład Rolniczo-Przemysłowy "FARMUTIL HS" S.A.  
from 2 March 2026.



## ANTI-CORRUPTION POLICY

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## **1. Purpose**

The purpose of this Anti-Corruption Policy (hereinafter referred to as the "Policy") is to ensure that all activities conducted by Zakład Rolniczo-Przemysłowy "FARMUTIL HS" S.A., headquartered in Śmiłowo (hereinafter referred to as the "Company"), comply with the law, business ethics, and corporate values. The objectives of this Policy also include establishing uniform and consistent rules of conduct to mitigate the risk of Corruption in business activities, particularly in relations with public administration representatives and contractors, as well as increasing the awareness of the Company's employees and associates, including contractors, regarding the adopted ethical standards.

## **2. Subject**

The Policy defines the principles for preventing Corruption, the giving and receiving of improper benefits, and conflicts of interest, and also regulates the reporting of potential violations of the Policy and the response to such reports.

## **3. Scope of Application**

Subject to mandatory provisions of law, the Policy applies, regardless of the form of employment, to all employees and contractors of the Company (hereinafter collectively referred to as "Company Personnel"), as well as other associates, business partners, and the Company's management staff, contractors, and other associates of the Company (regardless of the nature of their contracts with the Company), including its contractors, and the Company's management staff.

## **4. Corruption - definition**

Corruption is the act of promising, offering, giving, demanding, accepting, inciting, or aiding any person, in any way, directly or indirectly, any undue financial, personal, or other advantage for themselves or any other person, or accepting an offer or promise of such an advantage in exchange for an action or omission, or a promise to act or omit in the performance of official duties, as well as - notwithstanding the foregoing - any acts constituting Corruption offenses under applicable law.

## 5. General Principles

The following general principles of conduct are introduced to ensure compliance with applicable laws and principles of business ethics, including the prevention of Corruption, in particular in relations with the Company's contractors and public administration bodies.

1. **Legal Compliance** - The company conducts business honestly and in accordance with applicable laws.
2. **Zero Tolerance for Corruption** - The company does not condone any form of Corruption - it is prohibited.
3. **Transparency of Business Relationships** - All contracts, payments, and commercial decisions must be based on fair market conditions and appropriate documentation. The Company conducts business transparently.
4. **No Influence on Official Decisions** - Offering any benefits to public administration representatives in order to obtain decisions, permits, other resolutions, or to expedite procedures, or otherwise influence their decisions, actions, or omissions, is prohibited.
5. **Principle of Proportionality of Gifts and Hospitality** - small, symbolic gifts or representational activities are permissible if they are not intended to influence business decisions or public administration officials.
6. **Avoiding Conflicts of Interest** - Company personnel, as well as management staff, are obligated to avoid, and if they occur, to report, situations in which their private interests may conflict with the Company's interests. They must refrain from taking any actions or decisions in such situations until they receive instructions from the Company, and they must comply with such instructions.

## 6. Specific Obligations

- a. Company personnel, management staff, and other entities cooperating with the Company are obligated to familiarize themselves with and comply with the Policy.
- b. The Company's personnel, management staff, and other entities cooperating

with the Company are obligated to prevent Corruption, refrain from any acts of a corrupt nature, and report cases of Corruption or suspected Corruption in an appropriate manner, in accordance with Section 7 below.

- c. The Company's management staff is responsible for promoting the principles set forth in the Policy, ensuring that activities within their areas of responsibility are conducted in accordance with applicable laws and the provisions of the Policy, responding to violations, and providing a secure channel for reporting irregularities, in accordance with the procedures described in Section 7 below. The Company provides anti-corruption training for Company personnel in positions most exposed to corruption-related situations.
- d. The Company prohibits the acceptance, request, or giving of bribes or the promise thereof, or other forms of Corruption, whether direct or indirect, in connection with the performance of official duties.
- e. Actions that could expose the Company to the risk of non-compliance with applicable laws or the Policy are prohibited.
- f. Actions that lead to or may lead to a violation of fair competition principles are prohibited.
- g. Sponsorship of political organizations, whether direct or indirect, is prohibited.
- h. Sponsorship activities and donations must ensure that the funds provided are not contingent upon the conclusion of a specific transaction or were not provided for that purpose, nor are they intended to obtain an undue business advantage in any other way.
- i. In business dealings, Company Personnel shall maintain integrity and transparency of relationships and a formal, professional nature of relationships.
- j. The selection of business partners is made in accordance with the principles of transparency, equal treatment, and objective criteria related to competitiveness. In particular, Company personnel operate in accordance with the "Purchasing Procedure in force at Zakład Rolniczo-Przemysłowy "FARMUTIL HS" S.A."

- k. Conflicts of interest and situations that could negatively impact the impartial and objective performance of professional duties must be avoided. If a conflict of interest is confirmed on the part of Company personnel or management, the Company may apply, in particular, one of the following measures: order the person affected by the conflict of interest to refrain from engaging in activities involving the conflict of interest; order the direct superior to supervise the activities involving the conflict of interest; or order another person to conduct the activities involving the conflict of interest.
- l. Solely occasional gifts, customarily accepted in the context of business relationships and the circumstances, that do not involve cash or cash equivalents are permitted. This includes small holiday gifts that are part of Polish culture and customs, or gifts intended to achieve marketing purposes. Gifts should not constitute or appear to be a form of pressure or influence on business relationships, nor should they be intended to obtain inappropriate or undue benefits or influence decision-making. If a member of Company Staff is offered or receives a gift of high value or a luxury nature from a Company business partner, this must be reported immediately to the Company's Management Board. The member of the Company's Management Board reports this circumstance to the other members of the Company's Management Board.

## **7. Procedure for Reporting Suspected Corruption and Responding to Reports**

The procedure described in this section applies to the extent that the Company's "Internal Procedure for Reporting Information on Violations of Law and Taking Follow-Up Actions, in force at Zakład Rolniczo-Przemysłowy "FARMUTIL HS" Spółka Akcyjna with its registered office in Śmiłowo," does not apply.

### **7.1 Reporting Suspected Corruption**

Each member of the Company Personnel, management staff, or other person cooperating with the Company is obligated to inform the Company's Management Board of any suspicion of Corruption or other violation of the Policy. Reports may be submitted anonymously. The Company accepts reports in the following manner:

- via a dedicated email address: [etyka@farmutil.pl](mailto:etyka@farmutil.pl).
- in writing to the Company's registered office address, with the envelope marked

"Report in accordance with the Anti-Corruption Policy."

The Company ensures confidentiality of the reporting person's data, protection against retaliatory actions or attempted retaliation, discrimination, or other types of unfair treatment, and maintains a register of reports. All reports are forwarded immediately and directly to a member of the Company's Management Board.

If the reporting person provides contact information, receipt of the report is confirmed by the Company within 7 days from submission.

## **7.2 Report Acceptance Procedure**

The report will be considered in accordance with the principles set out in this section, unless the nature and subject matter of the report justify its consideration in the manner provided for in separate regulations or generally applicable law.

Upon receiving the report referred to in point 7.1 above, a member of the Management Board shall immediately inform the other members of the Management Board of the report. The Management Board shall verify, if necessary, conduct an investigation, and consider the report. These activities are conducted fairly and impartially at all times. If there are any doubts as to whether an instance of Corruption or another violation of the Policy has occurred, the Management Board may consult with the Legal Department regarding the report.

A member of the Management Board may not participate in the review of the report if circumstances arise that may impair their impartiality, particularly if the report concerns them personally. The remaining members of the Management Board shall decide whether to exclude the member in question from reviewing the report referred to in the preceding sentence. If a Management Board member is excluded from considering a report, the report will be reviewed by the remaining Management Board members. If the above circumstances justify the exclusion of all Management Board members from considering the report, the Supervisory Board of the Company decides to temporarily appoint another impartial person or persons to review the report and provide feedback to the reporting party.

The report will be verified and reviewed within 30 days. If the report concerned a Management Board member, information about the completed investigation and its outcome will also be communicated to the Supervisory Board and shareholders

of the Company.

If, during the review of a report, it is determined that an instance of Corruption or other violation of the Policy has occurred, the Company's Management Board or - if the identified instance of Corruption or other violation of the Policy concerned all members of the Management Board - the Company's Supervisory Board, will take appropriate follow-up or preventive action, consistent with applicable law, the Policy, and the scope of its authority. The actions taken will be recorded in the Corruption incident report. In particular, the following actions may be taken: remedying the violation, taking preventive measures to prevent future violations, taking civil law actions, notifying the relevant authorities or public administration, and notifying the Company's shareholders.

If the reporting party provides contact information, they will receive feedback on the results of the review of their report and any actions taken regarding the report within three months of the date the report is received by the Company.

## **8. Consequences of Violations**

Actions by Company Personnel or management that are inconsistent with this Policy will be treated as a serious breach of employment obligations (in the case of employee employment) or a gross breach of contract (in the case of other forms of employment) and may result in, in particular: disciplinary sanctions, civil or criminal liability, and reporting the matter to the relevant authorities or bodies.

A serious or repeated violation of this Policy by a Company business partner may result in the Company terminating its relationship with that business partner.

## **9. Final Provisions**

This Policy comes into effect on 9 March 2026 and is available on the Company's website and - for Company Personnel - on a shared drive in the Legal Department and HR Department. A Company Staff Member may also obtain the current Policy from their supervisor. The Company reserves the right to amend the Policy.

Applicable national and international law takes precedence over the hereby Policy.

If the Policy, in the scope regulated therein, establishes standards higher than those

resulting from legal provisions, those higher standards shall prevail. The Company Management Board is responsible for overseeing the implementation, compliance, and updating of the Policy. The Policy is subject to review at least annually or in the event of changes in legal provisions.