

Excerpt from Vista Bank (Romania) S.A. regulations on the prevention of corruption and whistleblowing

The Anti-Corruption Policy is addressed to all employees of Vista Bank (Romania) SA ("the Bank") and aims to understand the premises of business conduct based on ethics, integrity, transparency and honesty.

Vista Bank (Romania) SA has **"zero tolerance"** for any form of bribery and corruption.

All employees and members of the Bank's governing body will refrain from any form of bribery or corruption.

In order to act accordingly, each employee must be aware of:

- their responsibility to protect themselves personally and to protect the Bank and its image and reputation against bribery and corruption;
- social responsibility, integrity and ethical behavior which are at the core of the Bank's values;
- the risks involved in receiving/offering bribes and corruption

The Bank's approach to anti-corruption management includes the following steps:

- ✓ Planning the framework for the anti-corruption programme;
- ✓ Prevention of bribery and corruption;
- ✓ Bribery and corruption detection;
- ✓ Management of bribery and corruption cases.

For effective prevention of bribery and corruption, the Bank will take, among others, the following measures:

- ✓ Implementation of procedures to prevent and resolve conflicts of interest;
- ✓ Monitoring areas exposed to the risk of bribery and corruption, e.g. invitations given or received, hospitality and gift expenses, charitable benefits, management of the Bank's contractual partners;
- ✓ Managing corruption offences committed or other cases where a bank employee is suspected of a corruption offence, taking relevant mitigating measures;
- ✓ Setting up alert systems (e.g. whistle blowing) whereby employees can anonymously report corruption or bribery.

Vista Bank (Romania) S.A. is committed to the highest standards of honesty, openness, transparency and accountability.

The Bank has established a Policy to provide a basic framework for employees, external suppliers and any contracting parties, including customers, to bring to the attention of the Management Body, activities that constitute unlawful conduct or negligence in service.

The principles governing the protection of reports regarding breaches of internal regulations/laws in force are as follows:

(a) the principle of legality, according to which the Bank is obliged to respect fundamental rights and freedoms, by ensuring full respect for, inter alia, freedom of expression and information, the right to the protection of personal data, the freedom to conduct a business, the right to a high level of consumer protection, the right to a high level of human health protection, the right to a high level of environmental protection, the right to an effective remedy and the right to defence;



VISTA BANK

Closer. Faster. Stronger.



- b) the principle of accountability, according to which the whistleblower is obliged to provide data or information on the facts reported;
- c) the principle of impartiality, according to which the examination and resolution of reports shall be carried out without subjectivity, regardless of the beliefs and interests of the persons responsible for their resolution;
- d) the principle of good administration, according to which the Bank is obliged to carry out its activity in the general interest, with a high degree of professionalism, in conditions of efficiency and effectiveness in the use of resources;
- (e) the principle of balance, according to which no person may take advantage of the provisions of this Regulation to mitigate the administrative or disciplinary sanction for a more serious act of his or her own which is not related to reporting;
- (f) the principle of good faith, according to which a person who had reasonable grounds to believe that the information concerning the reported violations was true at the time of reporting and that the information was within the scope of the policy is protected.

The bank expects staff members¹ to report at least the following:

- failure to comply with legal and/or regulatory obligations (including theft, sale of/use of drugs, violence or threats and intentional damage to property) that may be against the Bank's interests;
- non-compliance with internal regulations;
- identification of possible situations or events that could pose a reputational risk to the Bank;
- actions, which endanger the health and safety of staff or the public;
- serious violations of the Code of Ethics and Conduct;
- abuse of power for personal gain, such as conflict of interest;
- allegations involving substantial risk to the Bank;
- actions that are intended to conceal any of the above;
- actions or omissions, which may cause financial or non-financial loss to the Bank or otherwise be detrimental to the Bank's interests;
- personnel engaged in fraudulent actions;
- indications of bribery,
- non-compliance with legal provisions applicable to the credit institution, etc.

Reports will be analyzed to the extent that they have substance and are relevant.

In this respect, the warnings help to identify deficiencies, risks and vulnerabilities for which measures are needed to remedy or to prevent the materialization of possible incidents. Thus, the Bank encourages legitimate and substantive warnings about misconduct or serious irregularities, but does not offer rewards or immunity to whistleblowers if they have taken part in an event that has been detrimental to the Bank's business.

Malicious whistleblowing with the purpose of damaging the integrity or reputation of another person is prohibited.

¹ Or external suppliers and any contracting parties, including customers

In the context of the policy, any warning may be sent to the e-mail address whistleblowing@vistabank.ro and at the Bank's registered office.

The Integrity Officers who will review the warning are²:

- ➔ The Director of Internal Audit;
- ➔ Director of Compliance and Anti Money Laundering Department

A whistleblower may make the report by name or anonymously. From a procedural point of view, the main differences between the 2 reporting methods are:

- Anonymous reporting cannot be enhanced by later providing substantiated evidence, while reporting that includes the whistleblower's identification details can be enhanced by subsequent communication between the Bank and the whistleblower;
- The person who reports violations of internal regulations/laws anonymously cannot benefit from exemption and protection under the provisions of Law no. 361/2022;
- The person who reports violations of the law anonymously cannot be notified about the registration of the report, the progress made and the way of resolution.

In cases where the whistleblower chooses to be known, every effort will be made to preserve the anonymity of the reporting person and the confidentiality of the information, as well as to ensure protection of the whistleblower's integrity from any unauthorized person or person involved in the reported event or case, unless the whistleblower permits disclosure of his or her identity or it is necessary in the context of disciplinary committees, litigation or prelitigation proceedings or other such cases.

With respect to anonymity, the protection guaranteed and provided by the Bank with respect to the confidentiality of the whistleblower's identity mitigates the need and reason for anonymity.

In any event, the Bank takes all necessary steps to ensure that no method is used to identify the persons notifying if they choose to remain anonymous.

Reports shall be kept for 5 years; after the expiry of the retention period, they shall be destroyed, irrespective of the medium on which they are kept.

Employees who have violated the above provisions will be subject to disciplinary action in accordance with the internal regulations in force.

² In their absence they will be replaced by persons designated in accordance with the internal regulations in force.