



COMMITMENT TO ETHICAL CONDUCT

Cez Group Supplier Obligations

I. INTRODUCTION

Integrity is the cornerstone on which the CEZ Group (i.e. ČEZ a.s., companies directly or indirectly controlled by ČEZ, a.s., companies managed by ČEZ a.s.), builds its business success. Our commitment to lawful and ethical conduct is at the basis of our effort to gain competitive advantage.

The CEZ Group Code of Ethics sets out the broad principles that support this commitment to integrity and calls on individuals and business partners to:

- comply with all valid and effective legislation, EU regulations, international treaties and regulatory rules;
- be fair, honest, and trustworthy, show respect for human rights in all activities and relations within CEZ Group;
- avoid any conflicts of interest between work-related and personal matters;
- apply the principle of equal opportunity in CEZ Group;
- strive for a safe workplace and environmental protection

II. REQUIREMENTS

While you provide goods or services to CEZ Group, you are required to maintain the same level of integrity as required by CEZ Group from its own employees. The present document informs you of the contents of the CEZ Group Code of Ethics and presents summary internal policies that enforce compliance with the Code.

CEZ Group reserves the right to monitor the compliance of the supplier (business partner) with the rules set out in the present Ethical Conduct Commitment by means of requiring suppliers to provide relevant information, and, as the case may be, to enable auditing and evaluation of suppliers.

III. RULES AND OBLIGATIONS

1. Legality

- Observe all valid and effective laws, EU regulations, international treaties and regulatory rules.
- Do not tolerate and do not support human rights violations, fraudulent conduct, corruption, breach of competition rules, discrimination or other unlawful conduct.

2. Data and privacy protection

- Process personal data only for legitimate purposes that are based upon applicable laws and contractual relationships, or based on the consent of the data subject. Make personal information available only to persons who request it for legitimate purposes. Only enable access to personal data with the consent of the data subject, if this is required by law.
- During personal data processing take care to prevent unauthorized access to the data and accidental loss or destruction of the data.

3. Intellectual property, internal and confidential information

- Protect the intellectual property of CEZ Group and third parties.
- Respect the trade secrets of CEZ Group and third parties.
- Without the written consent of the relevant entity of CEZ Group, do not disclose or release internal or confidential information or data, or such data of CEZ Group or other entities that CEZ Group is obliged to protect as confidential.
- Information, ideas or inventions that have been implemented or created in connection with your work for CEZ Group may in certain circumstances be the property of CEZ Group.
- At the end of your cooperation with CEZ Group submit, without undue delay, all CEZ Group assets or property, including any documentation of a confidential or internal nature.

4. Insider trading and dealing in shares

- Never buy, sell or advise anyone to buy or sell any shares or other securities of CEZ Group or securities of other companies if you have inside information about the business activities of the company concerned.
- Inside information (internal company information) is specific information about a CEZ Group entity, that is not publicly known and whose disclosure would probably have a significant effect on the price of traded securities.

5. Conflict of interests

- Avoid activities or relations that might be in conflict with your performance of tasks for CEZ Group companies or that might create the appearance of such a conflict.
- Use the resources and means of CEZ Group exclusively for the performance of tasks for CEZ Group companies.
- If you are a member of a governing body of a company outside CEZ Group and, at the same time, you have influence over the dealings of a CEZ Group entity with such company, please report this fact to your direct contact person within CEZ Group without delay.
- If you are in a potential conflict of interest, please report the situation in writing without delay to your direct contact person within CEZ Group.

6. Protection of persons and property

- Observe the rules governing entry to and exit from CEZ Group facilities and premises, including the duty to visibly carry the required ID card.
- Prevent access of unauthorised persons to CEZ Group facilities.
- Protect CEZ Group property from theft or misuse.
- Notify any shortcomings in measures to protect persons and property.

7. Respect for human rights

- Treat every individual with respect and decency. Respect human rights in accordance with applicable laws, EU regulations and international treaties.
- Always treat employees and colleagues equally, without regard to their race, ethnic origin, nationality, gender, sexual orientation, age, state of health, religion, belief, worldview or to any other criteria whose consideration is prohibited by law.
- Do not tolerate harassment of any nature, intimidation or hostility in the work environment (such as ridicule, slander, etc.).

8. Environmental protection, workplace health and safety

- Observe all regulations relating to operational safety, environmental protection, protection of health and safety at work.
- Create and maintain a safe working environment and prevent injuries at the workplace.
- Minimize any negative impact on the environment and permanently improve environmental protection.
- Introduce the best possible preventive measures against accidents and occupational illnesses and mitigate related risks.
- Do not tolerate violations of labour law.

9. Improper payments and gifts

- Never offer, promise, pay or approve any gift intended to obtain or maintain an unjustified advantage or any gift that would appear to be inappropriate under the circumstances.
- Never offer a courtesy in commercial relations (such as a gift, contribution or entertainment) if it could be perceived as corruption or a conflict of interest under the circumstances.

10. Relations with suppliers (business partners) and customers

- Strive to ensure fair treatment of all your business partners.
- Always act legally, proportionately and honestly in all dealings with suppliers.
- As CEZ Group only deals with trustworthy parties, select reputable entities and persons as your business partners.

11. Relations with public authorities, enforcement bodies and other institutions

- Maintain the highest possible degree of correctness and transparency when dealing with representatives of public authorities and other institutions, while respecting the roles that both parties represent.
- Respect applicable legal norms when cooperating with public authorities and other institutions

12. International trade regulations

- If your performance rendered for CEZ Group includes international trade activities, comply with legal norms governing international trade.
- Do not engage in transactions that do not comply with applicable laws and regulations on restriction of transactions with certain (sanctioned) countries or individuals, or are conducted by prohibited means.

13. Prevention of money laundering

- Comply with the relevant legislation prohibiting money laundering, support and financing of terrorism and imposing an obligation to report cash-based or suspicious transactions.
- Do not allow payments in cash or through financial instruments that have no connection with the customer or have been detected as mechanisms of money-laundering.
- Observe the „know your customer“ principle and evaluate the credibility of customers.

14. Rules of fair competition

- Avoid any contact with competitors that could cause a suspicion of CEZ Group involvement in prohibited agreements or arrangements restricting competition.
- Avoid spreading false information about competitors, their products or services.
- Never communicate with a third party that could potentially be a competitor of CEZ Group about prices, costs, profit margins, or other topics that may be the subject of competition
- Do not propose or conclude agreements with any competitor regarding any terms or conditions that would restrict mutual competition.
- Never propose or conclude any contracts or informal agreements, written or verbal, with customers (competitors), that would limit the freedom of the customer in competition, in particular regarding the price for which such customer can re-sell or lease out the product or service obtained from CEZ Group, or the territory where the customer can re-sell or lease out such product or service.

IV. WHAT TO DO WHEN YOU HAVE CONCERNS

If you encounter a situation that indicates serious misconduct, violation of law or ethical rules:

- describe the situation that caused you to have concerns (who, what, when, and where).
- Report your concern to your direct contact person within CEZ Group or use the CEZ Group Ethics Line.

e-mail: compliance@cez.cz | tel.: +420 211 042 561 | www.cez.cz

Should you have any questions or concerns regarding any of our ethical rules, please contact your direct contact person within CEZ Group.