



**Anti-corruption Code
Amica Group**

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„Trust and integrity are the foundation of every relationship.”

John D. Rockefeller



Version 1

1. Introduction

Conducting operations in accordance with legal regulations, accepted ethical principles, and professional standards of business transactions form the foundation of the functioning of the Amica Group companies.

Amica Group consistently strives to run its business in line with the highest standards of honesty, reliability, integrity, and social responsibility. As part of its ESG strategy, particularly in the area of corporate governance, it is committed to counteracting all forms of corruption, bribery, and abuse.

In view of the foregoing, the entities forming part of the Amica Group hereby resolve to adopt and implement the Anti-Corruption Code.

The Code is the foundation of Amica Group's commitment to building **a culture of zero tolerance towards corruption**, promoting transparency of actions, and fostering trust among investors, business partners, employees, consumers, and society. Adhering to these principles is crucial for the long-term and sustainable development of Amica Group and for maintaining its good reputation in the capital market.

2. Definitions

- **Amica Group/„We”**- the parent company, i.e., Amica S.A. based in Wronki (Poland) and its subsidiaries included in the consolidated financial statement, as listed in the consolidated financial report.
- **supplier** - a natural or legal person, or an organisational unit without legal personality, being a party to a contract concluded with any of the Amica Group companies,
- **public official** - a person holding a public function in accordance with applicable legal regulations,
- **compliance unit** – the Compliance Unit operating within Amica S.A. as part of the Corporate Governance & Regulatory Affairs department,

- **conflict of interest** - a situation where the personal interests of an employee or their close persons affect or may in any way affect the performance of professional duties and responsibilities,
- **corruption** - the giving or receiving of benefits (financial or non-financial) in exchange for dishonest behaviour, including abuse of position for private gain. It may take the form of passive (receiving benefits) or active (providing benefits) corruption,
- **benefit** - any form of undue advantages (financial or non-financial) intended to gain unfair advantage, received by a person engaged in corrupt activities (e.g. remuneration, gifts, services, information, special commercial terms, waivers of obligations, or other undue advantages aimed at circumventing normal procedures and obtaining privileges unavailable in fair competition),
- **recipient** – a natural person, legal person, or organisational unit without legal personality purchasing goods, products, or services from Amica Group companies,
- **administrative bodies** - an entity (person or group of persons) forming part of the public administration structure in accordance with applicable legal regulations,
- **business partner** – suppliers, recipients, or any entity cooperating with Amica Group in any scope and form,
- **employee** – any natural person performing work for the Amica Group, irrespective of the type of contract or position held, including individuals cooperating with the Amica Group under civil law agreements, B2B arrangements, or management contracts,
- **gift** – any tangible item of monetary value, intangible benefit, or other form of gratuity,
- **bribery** – giving or promising a public official a financial or personal benefit to induce them to act or refrain from acting contrary to the law or official duties,
- **company** - any company within the Amica Group.

3. What is the Anti-Corruption Code? Scope and Purpose of the Code

The Anti-Corruption Code is a document containing a set of norms, standards, and principles aimed at preventing corruption, bribery, and similar or equivalent behaviours, to ensure compliance with legal regulations and best practices in this area.



The principles set out in the Anti-Corruption Code apply to all employees of Amica Group companies. Amica Group seeks to ensure that these principles are also observed by its business partners.

The adoption of the Code aims to:

- ensure compliance by Amica Group with local and international legal regulations, including anti-corruption laws,
- limit and eliminate the risk of corruption in Amica Group's operations on various levels,
- protect the reputation of Amica Group,
- build trust among business partners towards Amica Group,
- ensure transparency of Amica Group's activities towards business partners.

4. Prohibition of Corruption

The Code establishes **an absolute prohibition on engaging in any form of corrupt practices, both within the Amica Group and in external dealings**, particularly in interactions with suppliers, customers, and public authorities.

A corrupt activity is the giving or receiving of benefits in exchange for dishonest behaviour. Such activities may be specifically defined by legal regulations in a given country, but generally involve:

- 1) offering,
- 2) promising,
- 3) giving,
- 4) receiving, or
- 5) inducing

an undue benefit (financial or non-financial) in connection with professional duties, in violation of the law or internal regulations binding in Amica Group.



Corruption is strictly prohibited – with no exceptions.

In particular, it is forbidden to (open catalogue):

- 1) give or receive benefits in exchange for any dishonest preference (e.g. concluding a specific contract, favourable product positioning),
- 2) provide any benefits to public officials;
- 3) make the fulfilment of duties conditional on receiving any benefit.

If anyone approaches an employee with a proposal that may have signs of corruption, the employee is obliged to unequivocally refuse. Regardless of the refusal, each such situation must be promptly reported by the person aware of the incident directly to the staff of the Amica Group compliance unit or to the email: compliance@amica.com.pl.



Any person involved in corrupt activity may be held responsible.

5. Anti-Corruption System in Amica Group

Amica Group companies **establish a system to prevent corruption**, aimed:

- 1) ensuring that Amica Group companies take appropriate measures to counteract corruption,
- 2) promptly detecting and reacting to any corrupt behaviour,
- 3) implementing principles of corruption risk management in Amica Group's operations,
- 4) establishing rules for appropriate responses in situations that may constitute corrupt behaviour, including supporting employees in recognising the risks of corruption,
- 5) promoting ethical standards of conduct, in accordance with established procedures.

Each of Amica Group company is obliged to comply with locally applicable legal regulations concerning corruption, conflicts of interest, giving and accepting gifts, or similar or equivalent behaviours.



The anti-corruption system in Amica Group consists, in addition to this document, of other policies and procedures in force at Amica Group, in particular the Code of Ethics and policies governing conflicts of interest, giving and accepting gifts, and granting donations and sponsorship.

6. Supervision of the Anti-Corruption System

Supervision over the proper functioning of the system for preventing corruption, bribery, and other similar or equivalent behaviours **is exercised by the compliance unit**, which is also responsible for taking all initiatives in the field of counteracting corruption in Amica Group's operations.

These activities include, in particular:

- monitoring and verifying/checking the effectiveness of implemented anti-corruption mechanisms and compliance with regulations and procedures related to preventing corruption,
- educational activities, such as organising training sessions and promoting a culture of anti-corruption, preparing educational materials,
- control activities, such as periodic audits and verification of the implementation of the anti-corruption system principles in individual business areas,
- preventive measures aimed at mitigating corruption risks, for example, by recommending the inclusion of suitable anti-corruption clauses in contractual documentation.

7. Responsibility of Each of Us

Every employee of the Amica Group is required to adhere to the Anti-Corruption Code and all regulations constituting the anti-corruption framework. Each employee is required to take actions to prevent corruption or similar or equivalent behaviours and to recognise the risk of their occurrence.



Check before you act! If you are a participant or witness to a questionable situation or transaction, contact the compliance unit

Each employee is required to participate in training and other educational activities organised by Amica Group concerning its anti-corruption principles and ethical standards.

Considering that, in practice, the most sensitive areas of the organisation from the perspective of corruption risks are the purchasing and sales departments, each Amica Group company will direct educational activities especially to employees in these areas.

Amica Group operates a system for reporting irregularities, which guarantees full confidentiality and protection against retaliation for whistleblowers.



Reports concerning corruption may be made as follows:

- via the platform (including anonymously): report.whistleb.com/pl/amica or
- directly to members of the compliance unit, including by email to compliance@amica.com.pl or
- to your direct supervisor.

Violation of the principles of the anti-corruption system may be considered:

- a serious breach of employee duties or obligations arising from a contract other than an employment contract, which may result in termination of such contract;
- a criminal offence under the relevant regulations – in such cases, notification of the possibility of committing a crime may be filed against the perpetrator;
- an event as a result of which the company has suffered damage – in such cases, under the relevant regulations, the perpetrator may be liable for damages.

8. Principles of Integrity in Relations with Amica Group's Business Partners

Amica Group companies encourage business partners, especially suppliers and recipients, to conduct their business in accordance with the highest standards of ethics and legal regulations, particularly concerning anti-corruption. According to established principles, business partners are to respect the provisions of this Anti-Corruption Code or their own equivalent document promoting honesty and transparency.

If any event related to corruption or similar or equivalent behaviours is identified, business partners are required to implement immediate corrective actions and preventive measures. Business partners must ensure that their employees and subcontractors also comply with these principles, and that all business relations are conducted based on fair competition and compliance with the law.

Amica Group employees responsible for cooperation with a given partner are accountable for the implementation and adherence to the Code by business partners. Cooperation with Amica Group is based on mutual trust and responsibility for preventing corruption or questionable behaviour across the entire supply chain.

9. Corruption Risk Management

The compliance unit is responsible for managing corruption risk in Amica Group, in accordance with the established methodology. As part of corruption risk management, the compliance unit:

- 1) identifies and assesses corruption risk in Amica Group's operations,

- 2) identifies organisational units within Amica Group particularly exposed to corruption risk,
- 3) recommends or independently implements remedial, preventive, or disciplinary measures, which may vary depending on the level of corruption risk identified in a given area.

10. Application of Rules of Fair Competition

Amica Group declares that, with due diligence, it conducts operations in accordance with all applicable legal regulations and takes into account competition protection laws in the countries where it operates. Amica Group does not engage in anti-competitive activities, including entering into or carrying out agreements with competitors that aim to:

- a. fix prices,
- b. collude on tenders,
- c. set production quotas,
- d. jointly or individually divide markets by allocating customers, suppliers, territories, or product lines.

Amica Group is committed to cooperating with competition investigative authorities, responding to requests for information as efficiently and comprehensively as possible, and utilising available instruments, such as waivers of confidentiality obligations where appropriate, to promote effective and efficient cooperation between investigative authorities.

11. Final Provisions

The compliance unit is obliged to periodically review (at least once every three years) and update the Code to adapt it to applicable legal regulations, best corporate practices, and the specific nature of Amica Group's operations.

In the event of a conflict between the provisions of the Code and applicable legal regulations, legal regulations shall prevail. Amica Group strives to apply the highest ethical and anti-corruption standards.

The compliance unit is responsible for the implementation and maintenance of the Code, but each employee is obliged to adhere to the principles described in the Code.



Contact with the Compliance Unit: compliance@amica.com.pl

Owner:	Corporate Governance & Regulatory Affairs Director
Accepted	Management Board of Amica S.A.
Policy Areas	All areas of the Amica Group
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