

# **CODE OF CONDUCT AND ETHICS OF ATTICA BANK AND ITS GROUP**

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## INTRODUCTION

Attica Bank considers the observance of the applicable regulatory and legislative framework, the best international practices and the standards and rules of ethical conduct and ethics to be fundamental elements of its corporate culture. The observance of the principles of conduct and ethics is inextricably linked to the dynamics, the credibility of the Bank and its Group companies and their successful long course.

The Code of Conduct and Ethics includes the basic principles and rules governing the Internal Regulation and Policies of Attica Bank and its Group companies, taking into account the applicable regulatory framework governing its operation. Based on these principles, the Management and all Group personnel perform their duties.

Compliance with the Code is a necessary condition for ensuring the reputation, prestige and credibility of the organization.

The General Principles contained in the Code are based on the Principles of Corporate Governance and establish the values of integrity, impartiality, entrepreneurship, professionalism, transparency, social and environmental responsibility, respect for human rights, teamwork and the responsibility to comply with the legislative and regulatory framework.

The Code is addressed to:

- a) The Board of Directors members of the Group companies,
- b) The Management and Senior Management of the Group companies,
- c) All employees of the Group,
- d) The persons employed by the Group under a project contract.
- e) The persons employed in the Group in the positions of consultants; and
- f) To third parties dealing with Attica Bank and the other companies of the Group.

The above (a) - (e) persons receive the Code and after studying it, fully understand its content and accept it, sign the commitment statement of Annex I.

The Code is available to the public through the Bank's website ([www.atticabank.gr](http://www.atticabank.gr)) in Greek. Additionally, it can be requested at the Bank's and the Group companies' customer service points. Through this publication, any interested party is given the opportunity to obtain knowledge and to assess the core of the values, rules and principles governing the operation of the Group.

## THE PRINCIPLES AND VALUES OF THE ATTICA BANK GROUP

1. Attica Bank and the Group Companies Code of Conduct and Ethics clearly sets out the ethical principles and values and provides guidance for defining the behavior of the personnel and the Management in compliance with the rules of corporate governance and the legislative and regulatory framework.
2. The Code is a reference point for all the executives and employees of the Bank and its subsidiaries, contributing substantially to the protection of the interests of employees, customers and shareholders on the basis of the recorded governance structures, while at the same time the observance of its principles ensures the maintenance of and strengthening of the credibility, solvency and reputation of the Bank and its Group Companies.
3. The basic principles of ethics that govern all the activities of the Bank and the Group with a view to the development and interests of the Group, respect for the customer, which is the focus of every activity and the social contribution are:
  - Transparency;
  - Objectivity;
  - Confidentiality;
  - The prudent taking of risks;
  - Integrity and impartiality; and
  - Healthy competition.

## 1. CONDUCT TOWARD CUSTOMERS

### 1.1. General principles

Customer trust and satisfaction is a key point of reference for the services provided within the Group. Customers are treated equally and impartially, with respect to their needs and interests and with transparency.

In this context:

- It is sought to provide customers with complete, correct and timely information on the products and services offered in the context of the Group's activities;
- Any complaints and reports from customers regarding the products and services offered are examined with sensitivity and objectivity and with a view to their rapid and effective resolution, in accordance with the Group Customer Management Policy (see details here);
- Technological developments are monitored with a view to improving Group competitiveness and promoting innovation.

The relationships of the Personnel with customers are governed by transparency, honesty and confidentiality. The personnel of the Group shall ensure that they provide their services to customers with the same completeness, quality and correct behavior, avoiding any discriminatory treatment in relation to their nationality, religion, gender, financial status or professional status.

The Principles and the Rules referred to in this Code aim at the continuous upgrading of the services offered by the Personnel, whose obligations are not exhausted by their mere observance, but also by the faithful application of the provisions of the applicable Internal Regulation of Attica Bank, which consists of:

- a) The Board of Directors' Rules of Procedure and
- b) The Internal Regulation of the Units, Attica Bank's Personnel Organization, as well as the applicable Circulars, Service Notes and Instructions.

## 1.2. Obligations

Each employee in the Group has, inter alia, an obligation to:

- Converse in a calm, pleasant and polite manner with customers, offering them high quality services and applying the Group's standards of service and values.
- Inform customers clearly, responsibly, fully, honestly and patiently about the services and products offered, as well as the appropriate actions for the proper handling of their transactions.
- Make an effort to serve customers quickly.
- Communicate properly with customers by addressing them in plural and to avoid excessive familiarity or expressions and gestures that are not in keeping with the seriousness of the employee's profession.
- Treat all customers without prejudice, and to show special attention and sensitivity in dealing with socially vulnerable groups (disabled, elderly, retired, etc.).
- Verify that the customer has fully understood what has been reported to him or her and there is no misrepresentation on the part of the employee or any encouragement for the customer to take on risks that he or she cannot manage, if they occur. It is permissible to provide advice only if the prescribed recorded procedures are followed.
- Ensure the protection of the personal data of the customer in accordance with the Group's policies and procedures.
- To ensure the protection of banking secrecy.
- To avoid staying with friends and relatives in the workplace during and after the transactions.

In addition, each employee has, inter alia, an obligation not:

- To create common or mutual financial interests with the Group's customers, as it creates a risk of conflict of duties, which can lead to disciplinary and legal penalties.
- To lend or to loan cash amounts to / from customers of the Group.
- To carry out banking operations or any kind of facilities outside the existing institutional and regulatory framework.
- To smoke in the areas of transactions, reception - waiting of the public, as provided by the applicable legislation, the Internal Regulation and the relevant circulars of the Bank and the Group.
- To carry out his or her personal affairs in the presence of customers.
- To mediate financial or other transactions between the Group's customers, including transactions where the parties are related persons.
- To procure from the Group's customers various items on more favorable terms than those of the market and create liabilities (installments, bills of exchange, etc.) which cannot be met.
- To appeal to the assistance of the Group's customers for the successful outcome of non-banking events.
- To participate directly or indirectly (by interposed persons) in auctions for the sale of movable or immovable debtors of the Bank and any relevant action that could create adverse consequences or adverse impact on the credibility and reputation of the Group. The prohibition does not include the cases in which the Bank invites as an interested party to participate in any procedure and the Personnel, in accordance with the applicable procedures of the Bank's competent Unit.

In addition, the members of personnel (i.e. all persons to whom this Code is addressed) have, inter alia, the following obligations:

- a) Both during their employment with the Bank and after the end of their employment for any reason, they are not allowed to disclose to any third party, nor to use in any way, any information or data about the business, the operations, the products, business, administrative, and economic methods and practices, research and development, future intentions and business plans, trade secrets, accounts and financial data, customer lists, the policy, affairs and transactions of the Bank, or any of its affiliated or subsidiary companies, or any of its customers, who they have become aware of in their capacity as employees of the Bank or otherwise, should make every effort to prevent the dissemination of such information to third parties, except if, and to the extent, whereas the opposite is necessary for the performance of their duties as determined each time by the Bank or the law.
- b) During their employment in the Bank they should fully comply with the processing of personal data which they carry out in the performance of their duties, with the mandates of the applicable provisions and the relevant policies and the Bank's procedures.

### 1.3. Shareholders - Investors

1. The Group makes appropriate investment choices, with prudent business decisions, taken with the required flexibility and financial integrity, aiming at the best possible performance to promote the long-term interests of the Bank and the Group Companies. In addition, the investing public is provided with correct, complete and timely information on the Bank's and the Group's financial status and financial results.
2. At Group level, practices are adopted that ensure a high level of corporate governance, structures and policies that create standards of professional conduct and business ethics and contribute to the proper functioning of the market and the establishment of the trust of the Shareholders.
3. The Bank has a Shareholder Service which is responsible for the direct, correct and equal information of the Shareholders regarding the exercise of their rights based on the law and its Articles of Association. Priority is given to the Shareholders to be fully and timely informed not only of their obligations but also of their rights. In particular, the Bank:
  - Aims at increasing profitability and improving efficiency for the benefit of those who trust it by investing in its share;
  - Safeguards the Group's assets by investing in its business sectors and trying to reduce its operating costs;
  - Designs clear lines of reporting, supervision and control and ensures that the competent bodies do not act uncontrollably, ensuring transparency towards its Shareholders and ensuring that the General Meeting of Shareholders is clearly informed about the activities at Bank and Group level;
  - Facilitates the participation of the Shareholders in the General Meeting;
  - Ensures that the Shareholders are adequately informed of the decisions taken by the General Meeting;
  - Presents to the Shareholders the Annual Corporate Governance Report, which also includes a relevant Corporate Governance Declaration.

#### 4. The Bank:

- Has established a Corporate Governance Code (see here), which is posted on its website and describes in detail the structure and policy of corporate governance, promotes the continuity, consistency and effectiveness of the Board of Directors' mode of operation, the collective management bodies, but also more generally the governance of the Bank and the Group.
- Ensures the existence of appropriate infrastructure for the implementation of the principles of corporate governance, which includes management bodies with clear and distinct roles, responsibilities and obligations, an internal control system and two-way communication with both the external and the internal environment.
- Follows the instructions of the European, international and national supervisory authorities by adopting the appropriate procedures for the effective functioning of the Internal Audit System and informing its personnel on a continuous basis.

## 2. PERSONNEL

### 2.1. General principles

The development and maintenance of a high level of Personnel is a primary concern of the Group. The management of the Group's human resources is handled through merit-based systems and procedures. For this purpose, the Group:

- Implements a meritocratic system for evaluating the performance, promotions and rewards of Personnel. The aim is to recognize and reward the effort made by each employee.
- Invests in the continuous improvement of the skills of Personnel and encourages lifelong learning and training, by organizing training and development programs and providing educational opportunities based on the applicable policy.
- Ensures good and safe working conditions, providing equal rights and opportunities for all, in order to achieve a balance between working time and the personal life of employees.
- Promotes diversity in, for example, gender, age and nationality.
- Respects human rights and does not allow for any form of social exclusion.

### 2.2. Transactions of personnel

The Bank's Personnel is allowed to keep in the Bank joint accounts only with the spouses, relatives (from blood up to 4th degree or from marriage up to 3rd degree), as well as with persons with whom they live in a free association. In case of opening or continuing to keep an account with persons who do not fall into the above categories, it is necessary to obtain prior approval from the head of the staff member requesting the approval and then the authorization from the Regulatory Compliance and Corporate Governance Directorate.

The Bank's Personnel is not allowed to carry out any operation on its own accounts (indicatively: opening of an account, transfers between accounts of its own and third parties, liquidations of investment products, addition of co-beneficiaries, etc.), as well as any cash transaction made for personal benefit, through the Group systems to which it has access in the context of its work. The prohibition also applies to any cash transaction made by a member of the Personnel in accounts and / or portfolios with investment products in which he or she is a co-beneficiary. It is also not allowed to open / maintain an account together with customers and / or suppliers.

The realization of the cash transactions must be carried out through the official means of transaction execution (branch, ATM, e-banking).

The Group Personnel employed in the Units of Business Credit, Risk Management, Money Markets and Capital Markets, and any other sites that due to their position and duties have or can obtain preferential information in accordance with the provisions of the legislation of the Capital Market, are obliged to comply with the Bank's regulations and procedures for market abuse and notify in writing to the Head of the Regulatory Compliance and Corporate Governance Directorate of Attica Bank any investment positions already held in securities of listed companies involved in any way with acquisition proposals (Statement of Annex 2).

### 2.3. Reporting Omissions, Illegal Activities and Violations of the Regulations

The members of Personnel should be vigilant about the possibility of fraud, theft or other unlawful activity that could harm the Group or its customers.

The member of the Personnel, in whose view such action or violation or information occurs, should immediately report it to his / her immediate superior, who should immediately forward the complaint to Attica Bank's Audit Committee and Internal Directorate.

If at the discretion of the employee in the case the direct Head is involved, the report must be made immediately and directly to the Audit Committee and the Internal Audit Directorate of Attica Bank.

In the event that the Personnel member wishes to retain his / her anonymity, he / she may forward the complaint anonymously either to the Director of the Internal Audit Directorate or to the Audit Committee, in accordance with the Circular of the Chief Executive Officer No. 14/20.10.2015. (see details here)

Failure by the Personnel member to report illegal activity, breach of regulations or even suspicion of fraud is a misdemeanor and will be treated as such.

The Group is prohibited from taking any action against members of the Personnel who have faithfully reported complaints or cases of non-compliance with the Code or even suspicions of unlawful conduct.

### 2.4. Corruption - Financing - Bribery - Participation in gambling

It is not permissible for any member of the Group Personnel as well as a first-degree relative to be involved in bribery / financing issues of any kind, either directly or indirectly. Corruption is defined as "any offer or acceptance of any gift, money, loan, commission, reward or other privilege or benefit from or to any person as an incentive to conduct the Group's work incorrectly, in particular when offering or accepting any gift is fraudulent, illegal or breaches confidentiality".

Bribery or the securing of personal benefit by any customer or individual or organization that cooperates or seeks to enter into a partnership with the Group is not permitted. Excluded are cases of small value business gifts (up to € 100), such as office supplies bearing the customer's logo, which are proven to be offered in the context of local transactional ethics for reasons of etiquette. Any gifts that do not fall within the above category must be reported in writing to the Director of Regulatory Compliance and Corporate Governance.

Personal activities, which create dependencies and possibly impede the unimpeded exercise of the professional obligations of the members of the Personnel, should be avoided as they are not considered acceptable and do not promote the Group principles. In particular, the systematic involvement of the Personnel in gambling with the aim of obtaining a monetary benefit is prohibited and constitutes a misdemeanor that incurs penalties.

### 2.5. Employment with Other Work

It is not permissible for the Personnel members to be employed in whole or in part, on behalf of another person, to engage in business for their own account, and / or to participate in the management of enterprises or the Board of Directors companies, unless they obtain the necessary approval of Group Management / Subsidiary company (see in detail Human Resources Directorate Circular No. 4311/400/2308/2018, [here](#)).

### 2.6. Participation in social and other activities

No member of Personnel is allowed to participate in unions, associations, organizations, etc., whose activities conflict or damage the reputation of the Group.

### 2.7. Conflict of Interest

ATTICA BANK and its Group Companies provide a wide range of investment and banking services. Within the framework of such activities it is possible to create situations either regular or extraordinary of conflict of interests which are detrimental to the interests of the customers.

In order to prevent actual or potential conflicts of interest, the Group shall establish policies and procedures for the identification and management of such situations. In particular, in this context, the following have been adopted: (i) the Conflict of Interest Prevention Policy for Senior Management of Attica Bank (see [here](#)) for the control and management of actual or potential conflicts of interest between the Group and higher / senior management and (ii) the Conflict of Interest Policy (see [here](#)) which defines the framework for avoiding, identifying and managing conflicts of interest between the Bank and its customers, as well as between the customers themselves when providing investment and ancillary services (iii) the Policy for Connected Borrowers and the Related Parties (see [here](#)) setting out the framework for the Bank's transactions with its subsidiaries and its personnel.

Personnel members shall receive a copy of the Conflict of Interest Policy at the time of the assignment of their duties, which they must study and, after fully understanding it, accept its content by signing the relevant declaration.

## 2.8. Protection and respect of the Group's assets and resources

Personnel members must protect the Group's assets and equipment from destruction or unwanted use while complying with safety rules.

The provided computer applications, e-mail services, internet, telephone devices, fax machines, computers and other machinery, are used only by authorized persons for professional purposes. Any personal use should be kept to a minimum, and always within the principles and ethics of the Group.

In particular, it is not allowed to Personnel members:

- The installation and use of software programs, which have not been approved / purchased by the Group, on the Group's computers, for the security of the computer systems and the avoidance of legal obligations of the Group that may arise from any breaches of the licenses.
- The use of the Internet for non-service matters not related to the exercise of official duties.

## 2.9. Representation of the Group in the Mass Media

The Bank's and the Group's representation in the Mass Media is part of the tasks of the competent Unit for Corporate Communication. Questions from journalists or other representatives of the press regarding the work, activities or presence of the Group should be forwarded to the Corporate Communication Unit.

Personnel members, in order to make public appearances, interviews, speeches or to write articles in the media and on the Internet on issues concerning the Bank and its Group, the banking and financial system, but also related to all the above financial issues, must previously obtain the written approval of the Bank's Management.

In the context of open and transparent communication with their customers, the Bank and the Group companies ensure that each advertisement is in accordance with the applicable legal provisions, decent in the context of the prevailing concept of ethics, true, clear, without exaggeration.

Advertising is done for the objective of informing the public about services and products. It is therefore honest, does not create untrue impressions of particularly favorable terms, conditions and benefits and is in language that is easily understood. It does not offend good morals, it does not exploit the ignorance or fear of the public, it does not speak disparagingly or defamatory about competition; it does not imitate third-party advertising. The Attica Bank Group does not promote the policies of its companies with untrue, inaccurate or misleading information.

It is not permissible to directly promote advertising messages to customers who have stated their opposition to it, by written request at the beginning of the cooperation or later. The Bank and the Group fully comply with the institutional framework for the promotion of sales of goods and services.

## 2.10. Professional Conduct

In order to continuously upgrade the services offered by the Personnel and maintain a high level of professional behavior in all transactions and relationships with both customers and colleagues, each employee must:

- Behave with morality, courtesy and dignity. Address their associates with the same courtesy as should or required to be treated.
- Contributes to the creation of a healthy and calm work environment, avoiding the misuse of telephone or other devices in the workplace.
- Takes care of their decent appearance in relation to the work space and the duties they perform.
- Recognizes that the necessity of coexistence of different characters requires demonstrating a spirit of adaptation, compromise and conventionality.

Comments from colleagues, customers, visitors and associates are prohibited; with respect to: racial origin, nationality, religion, sexual orientation, age, political beliefs, participation in trade unions, marital status, pregnancy and any special needs, in order to avoid any form of harassment or sexual harassment in the workplace and to achieve the harmonious coexistence of the employees of the Group.

The reprimand by the Supervisor to a subordinate should be done in private and with discretion.

Recognizing that the Bank's and the Group's success can contribute to the improvement of the salaries of the personnel and based on their willingness to work as a team that seeks to be better in the field of their activities, every employee must:

- develop initiatives to better address the needs of day-to-day operations, in the interest of the company, within the limits of legality and hierarchy, and not be merely passive recipients of instructions;
- adapt quickly to the real conditions imposed by the needs of their work;
- not be distracted by the tasks entrusted to them, especially when they are dictated by circumstances or by the need not to jeopardize the interests of the Group.

## 3. MONEY LAUNDERING AND FINANCING OF TERRORISM

The Group Personnel must:

- meticulously and fully adhere to the policies and directives on the prevention of money laundering and terrorist financing, as well as the general legislative framework in force in each case;
- do not assist or act jointly with any customer involved in any way in money laundering resulting from criminal activity;
- report to the AML Department any suspicious of "money laundering" customer or related transaction, in accordance with the Group's policies and procedures (see details [here](#)).

## 4. TRANSFER OF RIGHTS

The Attica Bank Group Personnel hereinafter assigns from now on any intellectual or industrial property right related to individual or team work or activity to the Group, such as invention, discovery, improvement, method, etc.

## 5. CONTRIBUTION TO SOCIETY

1. Attica Bank believes that long-term success and enhancing its value are intertwined with the development and prosperity of the society in which it operates. For this reason, among others:
  - Ensures the establishment and implementation of an appropriate corporate social responsibility program. It supports social, intellectual and artistic life and contributes to the preservation and promotion of cultural heritage, subsidizes intellectual works, artistic and cultural events, as well as to the development of sports.
  - Complies with decisions imposing non-cooperation with countries, companies or individuals included in the lists of persons or entities subject to restrictive measures issued on the basis of Regulations of the European Union and Decisions of the UN Security Council, or domestic lists by the competent police authorities and judicial authorities, containing persons or entities who have committed criminal activities in the lists of persons or entities subject to restrictive measures issued by OFAC (Office of Foreign Assets Control) and who come from countries which do not adequately implement the FATF recommendations.
  - It does not directly or indirectly support (in the form of sponsorship or donation) political parties and the media.
  - The Attica Bank Group, with a sense of responsibility towards people, vulnerable social groups and the environment, and recognizing that business practices will have better results in a robust and healthy environment, develops social and environmental actions, takes care of human resources and the work environment,
  - the social and cultural life of the land. In particular, the values set out in the context of the Corporate Social Responsibility of the Attica Bank Group are as follows:
    - Respect for human rights and full compliance with decisions prohibiting cooperation with countries, companies or persons who support violence and terrorism.
    - Respect for the environment and the adoption and implementation of specific environmental policies in the context of environmental responsibility (including but not limited to, energy savings, limitation of paper use, reduction of water consumption, recycling).
    - Social contribution, in support of the effort to address international problems of social and economic development.
    - Contribution to the arts, culture and education by strengthening and promoting cultural values in the fields of action in which it operates.
    - Respect for diversity by giving equal rights to men and women, to national - religious and racial minorities.

## 6. IMPLEMENTATION OF THE CODE

1. Every employee of the Bank and the Group's Companies must respect and strictly observe this Code. It is the obligation of all, regardless of the grade and / or position or form of service provided, to prevent actions that may not be in line with the commitments that the Group undertakes with this Code.

2. Any member of Personnel, who needs advice or guidance on any provision of the Code of Conduct and Ethics may contact the Directorate of Regulatory Compliance and Corporate Governance or the Directorate of Human Resources. Employees may address these Directorates with questions about the implementation of the Code or report possible infringements, without, of course, the risk of any penalty being imposed on them as a result of submitting such report.
3. It is noted that the Group takes all necessary measures to protect the identity of any employee reporting in good faith a possible violation of this Code.
4. The monitoring of the implementation of the Code is entrusted to the Directorate of Regulatory Compliance and Corporate Governance, which cooperates with the Directorate of Human Resources for the training and information procedures of the Personnel and for the actions of monitoring the compliance of the Personnel with the Code. The Directorate of Human Resources shall ensure that this Code, as applicable, is included in the new recruitment package and signed.
5. The violation of this Code shall be examined in conjunction with the provisions of the Regulation and may result in disciplinary penalties in accordance with the procedures provided for by the Bank.

### 7. APPROVAL AND REVISION OF THE CODE

1. The Code of Conduct and Ethics is approved by the Bank's Board of Directors and any amendment - supplement to it shall enter into force and shall be adopted by the Boards of Directors of the Bank's subsidiaries.
2. The Audit Committee shall review the Code at any time, but at least every three years, in order to ensure its suitability in relation to the principles adopted and the rules applied by the Group and in case of revision the Directorate for Regulatory Compliance and Corporate Governance shall recommend accordingly to the Executive Committee and to the Audit Committee of the Bank's Board of Directors.
3. The need to revise the Code may arise, for example, in the following cases:
  - The introduction of new rules and principles and / or significant changes in the legal and regulatory framework governing the functioning of credit institutions and financial organizations; or
  - The introduction of new international best practices on issues of the banking and the wider financial sector.
4. In case of amendment of the Code, the Bank and the Group Companies shall ensure the immediate signed notification of the revised text to the personnel.