

BUSINESS PARTNERS and SUPPLIERS

RULES OF OPERATION

AND

CODE OF ETHICS

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1. RULES OF OPERATION AND CODE OF ETHICS of BUSINESS PARTNERS and SUPPLIER

The business operations and success of KELER CCP are based on ambitious objectives, outstanding performance, professional excellence and fair business conduct under all circumstances, in addition to compliance with laws, internal regulations and professional and ethical rules. Therefore, KELER CCP expects its business partners and suppliers to join this commitment and to learn and follow the ethical and compliance principles of KELER CCP and apply them in their own value chains.

KELER CCP 's business partners and suppliers are understood to be all business entities and persons who have contractual relations other than employment with KELER CCP, including but not limited to suppliers, subcontractors, distributors, brokers, agents, clients and business partners.

This Code sets out the expectations that KELER CCP Code of Conduct and Business Ethics to its business partners and suppliers. KELER CCP expects its business partners and suppliers to take measures proportionate to the size, complexity and risk exposure of their organisation to ensure ethical operation and compliance. KELER CCP expects its business partners and suppliers to inform the Compliance Department of KELER CCP without delay of any information they become aware of any breach of the Code and of the results of any internal procedure (self-audit) carried out on the basis of such suspicions.

Based on its core values related to this document and its social and environmental commitments, KELER CCP requires its partners and suppliers to comply with the Principles set out in the Code, which the Parties shall incorporate in the contracts concluded between them. Business partners and suppliers are required to implement the principles set out in this Code throughout their supply chain. Business partners and suppliers shall endeavour to implement and comply with laws and regulations and ensure their accurate and effective implementation.

Business partners and suppliers are obliged to comply with the sanctions and embargoes imposed by the UN Security Council on international trade under Chapter VII of the UN Charter, as well as those imposed by the European Union. Compliance with this Code is a contractual obligation of business partners and suppliers. Business partners and suppliers shall cause their subcontractors, contractors and/or suppliers to comply with this Code to the extent that such subcontractors are involved in providing services under the Contract.

2. RESPECT FOR HUMAN RIGHTS AND ETHICAL EMPLOYMENT

KELER CCP expects all its business partners and suppliers to respect the human rights of all stakeholders, and therefore must refrain from business practices that violate human rights and exercise due diligence in making business decisions, particularly with regard to their potential impact on exercising human rights. In this regard, we attach particular importance to respect for human rights and fundamental values enshrined in certain international conventions, in particular the UN Universal Declaration of Human Rights and the International Covenant on Civil and Political

Rights.

Special attention must be paid to the protection of human rights:

- the prohibition of forced labour, slavery, human trafficking, debt slavery;
- prohibiting treatment that is offensive to human dignity or degrading or humiliating;
- the requirement of equal treatment and non-discrimination.

The business partners and suppliers of KELER CCP are expected to engage in fair employment practices and to act in accordance with the principle of good faith in their employment relationships. KELER CCP will not tolerate any form of forced or child labour, or other forms of unethical employment, such as withholding wages and statutory benefits, denial of sick leave or rest time, or abuse of alternative forms of employment.

We also expect our business partners and suppliers to uphold the right to work, as well as the fundamental requirements of International Labour Organisation (ILO) conventions, in particular:

- Convention No. 138 concerning Minimum Age for Employment, adopted at the 58th session of the International Labour Conference, which prohibits the employment of children below the age at which compulsory education ceases under the law of the place of employment, with the proviso that the age of employment may not be less than 15 years;
- Prohibitions under Convention 182 concerning immediate action for the prohibition and elimination of the worst forms of child labour, adopted at the 87th session of the International Labour Conference, in particular child trafficking, the sale of children, bonded labour, slavery, servitude or forced labour;
- The prohibition of forced labour, with the exception of work defined in Convention No. 29 on forced or compulsory labour, adopted at the 14th session of the International Labour Conference, and compatible with the Convention;
- Compliance with health and safety requirements under the law applicable in the place of business of the business partner and supplier.

Ensuring freedom of association and the right to representation is an obligation that business partners and suppliers must respect. The rights of workers to freedom of association, to collective bargaining and peaceful assembly, including the right to refrain from such activities, shall be subject to the rules and regulations of local legal requirements and international standards, such as those of the International Labour Organisation, whichever are stricter. Employees shall not be intimidated, harassed or threatened with reprisals for exercising this right. Where local laws or circumstances restrict these rights, business partners and suppliers should find other ways to initiate meaningful dialogue on employment issues and workplace problems.

3. HEALTH AND ENVIRONMENT

KELER CCP expects its business partners and suppliers to prevent personal injury,

environmental damage and hazards, and to reduce health, safety and environmental risks. They are therefore required to conduct their activities in compliance with the relevant labour and environmental regulations at all times and in such a way as to minimise the environmental impact and the health and safety risks. KELER CCP has a zero tolerance policy towards the use of drugs and excessive alcohol consumption, and therefore the use of drugs and working under the influence of alcohol, drugs and other psychotropic substances is prohibited for employees and other persons working for business partners, suppliers and other contractors of KELER CCP

Business partners and suppliers are required to develop and implement health and safety practices in all areas of their business.

They are required to:

- Implement and enforce procedures that comply with all relevant occupational health and safety laws and regulations, including regular training on occupational safety, with a special respect to preparation for emergency, avoidance of workplace accidents and illnesses, maintaining occupational health, regulation pertaining to physically demanding work, protection of machines, hygiene, food and housing.
- All workers must be provided with a safe and healthy working environment where hazards are minimised and measures implemented to protect sensitive groups are effectively controlled.
- Implement an occupational health and safety management system which, as a minimum, ensures that health and safety management is an integral part of the business, allows for participation in management and encourages worker involvement in the definition of policies, roles and responsibilities, ensures the identification and assessment of risks and hazards, and provides communication channels for workers to access health and safety information. This management system should include procedures for recording, investigating incidents and taking corrective action.
- Provide training on the use of personal protective equipment provided free of charge.
- In workplaces using harmful substances, emissions must be controlled so that concentrations remain within local occupational health and safety limits or, in the absence of such limits, below the limit value for long-term exposure. Ensure that adequate equipment is available to allow rapid intervention in the event of a spillage, fire or contact with harmful substances.

With regard to natural resources and waste management, business partners and suppliers are required to limit the use of raw materials and resources in the production of goods, thereby minimising the relevant environmental impacts. The use of scarce resources should be limited or, where possible, avoided. Operations should ensure that waste generated is identified, monitored and managed.

Business partners and suppliers should strive to reduce the amount of waste generated. Measures should be in line with the legal provisions on environmental awareness.

4. EQUAL OPPORTUNITIES, EQUAL TREATMENT AND NON-DISCRIMINATION

KELER CCP is committed to providing equal opportunities for all and expects all its business partners and suppliers to treat everyone equally in accordance with the principle of equal opportunities and applicable law. KELER CCP expects all its partners and suppliers to refrain from any conduct, measure, condition, omission, instruction or practice that (directly or indirectly) discriminates or unlawfully segregates.

5. HUMAN DIGNITY, MUTUAL RESPECT

KELER CCP expects its business partners and suppliers to create a working environment based on mutual trust, where everyone is valued and their human dignity is respected. KELER CCP business partners and suppliers are expected to ensure that communication, both verbal and written, is based on mutual respect. KELER CCP considers sexual harassment, defamation and slander to be particularly serious violations of human dignity. KELER CCP business partners and suppliers shall refrain from all forms of harassment, in particular from intimidating, hostile, humiliating, degrading conduct that could create such an environment.

6. FAIR TRADE AND COMPETITION

KELER CCP is committed to fair market conduct, and therefore expects its business partners and suppliers to conduct their activities in accordance with the standards of fair competition and in compliance with the text and spirit of the applicable laws. In particular, KELER CCP expects its business partners and suppliers not to unfairly obtain, use, or disclose to others, without authorization, information about the business operations of others, or enter into any agreement or concerted practice with KELER CCP or others that restricts, prevents or distorts competition. Furthermore, KELER CCP expects its business partners and suppliers who provide services to clients to conduct themselves in accordance with all consumer protection provisions applicable to them, to conduct their activities in accordance with the spirit and principles of these consumer protection rules and to respect the rights and interests of consumers at all times and to refrain from violating or endangering them.

7. PROTECTION OF REPUTATION

The business partners and suppliers of KELER CCP are expected to protect the reputation of KELER CCP during the business relationship between the parties and after its termination. Therefore, business partners and suppliers shall not engage in any conduct, whether directly or indirectly, that is likely to damage or endanger the reputation of KELER CCP either in connection with their business activities or outside of them, in public or in private. In particular, business partners and suppliers are obliged to limit their right of expression in such a way that it does not, under any circumstances, lead to damage to the reputation of KELER CCP Zrt. Furthermore, KELER CCP expects all its business partners and suppliers to comply with the requirements set out in this

chapter with all employees of Business partners and suppliers and other third parties (e.g. subcontractors, business partners, suppliers) who have a contractual relationship with the business partner or supplier.

8. SANCTIONS POLICY, COMPLIANCE WITH EXPORT AND IMPORT REGULATIONS

Sanctions, import and export restrictions are trade restrictions imposed on countries, territories, individuals, groups or entities in order to maintain or restore international peace and security, human rights, democracy and the rule of law. Such sanctions are legal provisions that prohibit or restrict the sale, purchase, transfer or making available of goods, funds, services, technology or information. KELER CCP is committed to respecting international sanctions and expects its business partners and suppliers to do the same.

KELER CCP expects all its business partners and suppliers to comply with applicable import and export regulations and to exercise due diligence when entering into contracts with third parties. You are also expected to bring to the attention of KELER CCP any information that could give rise to a risk of sanctions in connection with your business relationship with KELER CCP because of the subject matter of a transaction, the place of performance, the direction of the transfer of goods or services, the nature of the goods or services, the currency in which a transaction is made, the parties involved (including brokers and financial service providers used) or any other circumstances.

9. CORRUPTION AND BRIBERY

KELER CCP does not tolerate any form of corruption (including bribery, kickbacks, kickbacks, extortion, influence peddling, abuse of power for personal gain, undue advantages and gifts provided with the intention to influence) neither in the competitive (private) sector nor in the public or municipal sector (public sector), and expects the same from its business partners and suppliers. KELER CCP strictly prohibits any person acting on its behalf, on its behalf or in any way in its interest from offering, giving, soliciting, accepting or receiving any undue advantage. Payments or assets from KELER CCP shall not be used by business partners or suppliers for any form of undue influence. KELER CCP will do so and expects its business partners and suppliers to do so even if this puts KELER CCP at a competitive disadvantage or deprives it of a business opportunity. KELER CCP acts transparently and without undue influence in the selection of its partners, and therefore business partners and suppliers are expected to act in accordance with these principles in their relations with KELER CCP, in particular when giving business gifts and invitations to events, and to refrain from any conduct that could create even the appearance of undue influence.

Business partner and suppliers shall refrain from any form of corruption or any activity that could potentially be considered as corruption. Business partners and supplier shall not offer, promise or give an illegal advantage to a person in a national or international public function or other decision-maker in the private sector in order to obtain favourable treatment or to be the beneficiary of a decision, and the same rules apply to donations, gifts, hospitality and invitations to business events. A business partner or supplier may not accept or offer benefits to influence business decisions or even give the appearance of doing so. Likewise, business partners and

suppliers may not solicit the provision of benefits.

Business partners and suppliers shall avoid cases of conflict of interest that may give rise to a risk of corruption. If the business partner or supplier is also a client of KELER CCP, it shall not take unfair advantage of this circumstance and shall separate its purchasing and sales activities. Business partners and suppliers undertake and require the following from its directors, officers, employees, contractors, subcontractors, subsidiaries, agents (hereinafter referred to as Third Parties):

- comply with the anti-corruption provisions of this section and the requirements of this section to implement and maintain them, and provides tools and a compliance framework;

- ensure that Third Parties participating in the performance of the contract similarly comply with the requirements of the Framework described above and provide Third Parties with the means to comply.

10. FIGHT AGAINST FRAUD AND MONEY LAUNDERING

KELER CCP expects its business partners and suppliers to act in good faith, in compliance with applicable rules and regulations, and to support the fight against fraud and to refrain from fraudulent business practices. KELER CCP expects its business partners and suppliers not to engage in any business that supports, uses or conceals the origin of criminal activity or the financing of terrorism, and to comply with and apply the anti-money laundering rules applicable to them. Furthermore, KELER CCP expects all its business partners and suppliers to take reasonable and appropriate measures, in proportion with the size of their organisation, the resources available to them and their risk exposure, to identify their business partners and suppliers and to assess their integrity.

11. INSIDER DEALING AND MARKET MANIPULATION

KELER CCP's business partners and suppliers are required to keep confidential and protect information that is deemed to be inside information in relation to KELER CCP, and to comply with the regulations related to the prohibition and prevention of insider trading, such as not using inside information unlawfully, not disclosing or sharing inside information with unauthorised persons without authorisation. Business partners and suppliers may not spread false market information or rumours that could affect financial instruments, in particular securities managed and issued by KELER CCP "Inside information" means any information that is not publicly available and is material, directly or indirectly related to KELER CCP or other publicly traded companies or their securities, which, if made public, would in all likelihood have a material effect on the price of financial instruments. "Financial instruments" include, but are not limited to, negotiable instruments, money market instruments, options, futures, swaps and forward rate agreements. Market manipulation' means the dissemination or communication of untrue information concerning any financial instrument or its issuer in order to influence the price or market perception of a security for financial gain.

12. AN EFFECTIVE COMPLAINTS PROCEDURE

Business partners and suppliers should provide effective grievance procedures for employees to bring workplace problems, including harassment and discrimination, to the attention of management to ensure appropriate resolution. Workers should be provided with a safe environment in which to air their grievances and feedback. Business partners and suppliers should regularly review reporting procedures and monitor the status of the resolution of complaints received. Complaints handling procedures should be accessible and culturally appropriate and should allow for anonymous reporting where possible. Employees and/or their representatives should be allowed open communication and the opportunity to share their ideas and concerns about management, working conditions and management practices without fear of discrimination, retaliation, intimidation or harassment as a consequence. Business partners and suppliers shall regularly inform employees of all grievance procedures. Any form of retaliation against employees for raising workplace concerns is strictly prohibited. The business partner or supplier shall not use personal attacks, intimidation or other threats against workers who raise workplace problems, including violations of workers' rights under local laws or international standards.

13. TRUE AND CORRECT RECORDS, REPORTING AND BUSINESS PROCESS INTEGRITY

The integrity of financial and non-financial records and reports is essential for good decision making and for maintaining trust between business partners and suppliers: Therefore KELER CCP's business partners and suppliers are required to keep their financial (accounting) and non-financial records and prepare their reports and accounts honestly, accurately and objectively, and to maintain legal, ethical and fair accounting practices. Falsification of records or misrepresentation of facts shall be neither justifiable nor acceptable.

14. AVOIDING CONFLICTS OF INTEREST

KELER CCP's business partners and suppliers are expected to avoid any situation which, in connection with the performance of a contract or business relationship with a member of KELER CCP, could create a conflict of interest, give the appearance of a conflict of interest or otherwise jeopardise KELER CCP's legitimate economic interests. In particular, KELER CCP expects its business partners and suppliers not to enter into any relationship with KELER CCP employees or other third parties that could jeopardise KELER CCP 's legitimate economic interests, create a conflict of interest or give the appearance of influencing business decisions. Conflicts of interest may typically, but not exclusively, result from the continued employment of employees of KELER CCP companies in any employment relationship (except for dual employment based on an agreement with KELER CCP) and, except for the acquisition of publicly traded shares, the acquisition of an investment, share or partnership interest in a business partner, supplier or company by an employee of KELER CCP. KELER CCP 's business partners and suppliers are expected to avoid and disclose any situation that creates or may create the appearance of a conflict of interest in connection with a position held in KELER CCP.

15. PROTECTION OF CORPORATE ASSETS

KELER CCP's business partners and suppliers shall be responsible for the integrity, proper, economical and efficient use of KELER CCP's assets and resources that they have been entrusted with or to which they have access, and shall use KELER CCP's assets and resources only for legitimate and approved business purposes.

16. PROTECTION OF TRADE SECRETS AND INTELLECTUAL PROPERTY

The business partners and suppliers of KELER CCP, in the course of their business activities of the KELER CCP and third parties, may obtain information regarding their commercial relations, transactions, operations, financial situation, investments, negotiations, economic performance and plans, business scope, clients, suppliers, related documents, data carriers and solutions which may be created or collected in the course of their activities. All facts, data, information, knowledge, ideas, concepts and other information generated or collected in the course of their activities, shall be treated as business secrets and must not be used, disclosed, published or made available to any person other than those persons designated by the authorised person for his own benefit or for the benefit of a third party. KELER CCP respects the work and intellectual property rights of others and expects the same from its partners. Valuable, confidential ideas, strategies and other business data developed at KELER CCP are proprietary and in some cases protected by law as intellectual property. Intellectual property includes, for example, inventions, know-how, patents, trademarks, industrial designs, copyrights, domain names, scientific and technical knowledge and all other intellectual property rights. KELER CCP's business partners and suppliers are required to respect all intellectual property and the rights thereto. Any agreements concluded on behalf of KELER CCP or using KELER CCP resources in relation to intellectual property created or acquired shall be fully respected by all parties.

17. DATA PROTECTION AND DATA SECURITY

KELER CCP's business partners and suppliers shall respect the privacy of others and are responsible for complying with the laws on the protection of personal data. In particular, they may collect and process personal data only for lawful purposes, for the time necessary to achieve the purposes for which they are processed, and they must provide information to data subjects about their processing as required by applicable law. Furthermore, KELER CCP expects all its business partners and suppliers to act in accordance with the terms of their contract with KELER CCP in relation to the processing of personal data. KELER CCP's business partners and suppliers are required to take appropriate security measures to ensure the confidentiality, integrity and availability of data to those entitled to access it. KELER CCP is committed to fostering a culture of cyber security throughout its value chain, and KELER CCP's business partners and suppliers are required to implement appropriate data security measures, including cyber security awareness programmes. Accordingly, all users of the IT infrastructure owned or used by KELER CCP and affected by the management and operation of the IT infrastructure shall regularly attend information security awareness training. Such training programmes shall also be offered to their employees, subcontractors and agents. KELER CCP's business partners and suppliers shall ensure that

only identified users with appropriate authorisations have access to the information infrastructure on a "need to know" basis. With regard to the IT tools provided by KELER CCP, KELER CCP reserves the right to monitor and control their operation and use by means of technical solutions to ensure data security.

Guidelines on data security, data protection, intelligence

The data processing and intelligence algorithms and the use of the data must be documented in an understandable way and, if necessary, be provided to KELER CCP. These activities shall be subject to the applicable laws and regulations, in particular the data protection and security provisions agreed upon by the parties to the Contract. The development and use of artificial intelligence shall be carried out in accordance with the European core values. The use of AI systems shall be provided to users in a non-discriminatory and transparent manner. Employees shall be given access to them. The use of such tools requires that it is clearly defined who is responsible for which system and for which AI function of the AI solutions and that it provides the conditions for the responsible user to shut down or disable the AI systems at any time ("emergency shutdown"). Business partners and supplier shall comply with all relevant data protection laws and the data protection and security requirements set out in the contract entered into with them.

18. QUALITY REQUIREMENTS

KELER CCP always strives to ensure that its services, the products it distributes, the development and delivery of its own products meet the highest quality standards. KELER CCP carries out all its activities in accordance with the relevant legal and regulatory requirements and its own strict internal quality standards, and expects the same from its business partners and suppliers. KELER CCP's business partners and suppliers shall provide the highest level of quality and product or service safety that can be expected based on the product or service specification. They must meet their commitments in a timely manner and provide all their business partners with true, correct and complete information about their products and services. If a business partner or supplier of KELER CCP or a party acting on behalf of or in the interest of a business partner or supplier violates this Code in the context of its business relationship with KELER CCP, KELER CCP reserves the right to take the necessary measures to clarify the circumstances and remedy the proven violations, to conduct an investigation or, based on the findings of such investigation, to terminate the contract(s) and the business relationship, according to the legal rules applicable to the relationship. KELER CCP is committed to the principle of zero tolerance with regard to corruption, the prohibition of cartels, respect for human rights and human dignity, equal treatment, health protection, data protection, data security and environmental protection, and therefore KELER CCP does not consider the business relationship with partners who materially breach these obligations to be sustainable. Furthermore, business partners and suppliers shall not disclose to any unauthorised person any information which has come to their knowledge in the context of their relationship with KELER CCP or the performance of their activities and the disclosure of which would have a negative impact on KELER CCP or third parties, or which KELER CCP has classified as confidential or the confidentiality of which the partner must have realised. Since information, data and knowledge are critical assets, all business partners and suppliers are responsible for the confidentiality of the information, data and knowledge of KELER CCP. All business partners, suppliers and disclosers of information are

responsible for protecting the confidentiality and integrity of the data created, modified, transferred, shared, stored or used in the course of their business relationship with KELER CCP regardless of its actual location and form (electronic, paper, other formats, etc.). Business partners and suppliers are required to immediately destroy or return to KELER CCP any confidential information or business secrets that have come to its knowledge in connection with the performance of the contract, as agreed by the parties, after the termination of the business relationship or contract between business partners and suppliers. If any information should surface about a violation of this Code, the business partners and suppliers of KELER CCP are required to cooperate with KELER CCP in clarifying the circumstances.

Within this framework, KELER CCP expects cooperation primarily in the following areas:

Disclosure: business partners and suppliers undertake to disclose any information obtained in connection with the violation of this Code to the Compliance Department of KELER CCP in case of any breach of this agreement.

Conducting a self-audit: business partners and suppliers undertake to investigate any suspicions of violations of the Code of Conduct for Business Partners and Suppliers by the business partner or supplier, and to report the results of these internal investigations to the Compliance Department of KELER CCP. KELER CCP shall notify the business partner or supplier of any suspicion of a violation of this Code by a business partner or supplier of the investigation into the violation.

Cooperation: business partners and suppliers undertake to cooperate with KELER CCP if KELER CCP has any further questions or doubts in connection with the results of the internal investigation (e.g. by filling in a questionnaire, making a statement, providing the requested documents, etc.).

Presentation of a certificate or declaration: e.g. a certificate of compliance, a declaration or third-party (data provider or public registry) compliance data.