

The logo for HEDNO, consisting of the letters "HEDNO" in white, bold, sans-serif font, centered within a dark blue, irregular speech bubble shape pointing to the right.

HEDNO

HEDNO S.A. Policy against Corruption and Bribery

BoD Decision 10/02.04.2024

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One power
system for all

Table of contents

INTRODUCTION AND GENERAL PRINCIPLES	3
PURPOSE OF THE POLICY	3
SCOPE OF APPLICATION AND APPLICABILITY	3
PRINCIPLES AND IMPLEMENTING RULES	4
POLICY IMPLEMENTATION	15
MONITORING AND REVIEW OF THE POLICY	17

INTRODUCTION AND GENERAL PRINCIPLES

- 1** The Hellenic Electricity Distribution Network Operator (hereinafter "HEDNO" or "HEDNO S.A.", or "Company"), in the context of its activities, is committed to apply the highest standards of ethical behaviour and integrity to its business activities.
- 2** The Company rejects and opposes explicitly and unequivocally any form of corruption and bribery. Recognising the importance of combating such incidents and as far as possible giving no leeway for them to occur, it has established this Anti-corruption and bribery Policy (Policy). This Policy, in conjunction with and taking into account the Company's Code of Conduct, as well as the relevant – each time in force – regulatory framework against corruption at the national and supranational level, are the means to ensure the integrity, prestige and reputation of the Company.
- 3** The key control for a successful ABC policy is to have clear rules concerning on one hand Gifts , Entertainment , etc acceptance by the Persons to whom the Policy applies as well as Donations and Sponsorships granted by the Company to third parties.

PURPOSE OF THE POLICY

- 4** The purpose of this Policy is to make it clear that corruption, in any form, is expressly prohibited. To this end it sets out the principles and rules that all HEDNO staff must comply with, regardless of their rank and how they are implemented. In this way, it takes into account not only the interests of the Company, but also the expectations of staff, Network customers, shareholders, suppliers, business partners and society in general.

SCOPE OF APPLICATION AND APPLICABILITY

- 5** This Policy applies to members of governance bodies, to executives, to persons with an employment contract, to employees with project contracts, independent services contracts, remunerated mandate contracts, to persons employed through third-party service providers, as well as to those employed under a training, internship and apprenticeship scheme. The present Policy also includes "Closely Related Persons" as defined in the Company's Conflict of Interest Policy.
- 6** The strict implementation of this Policy is binding for any third party (natural or legal person) with which HEDNO cooperates, is going to cooperate or maintains a business relationship, such as indicatively (candidate) suppliers, contractors, etc. This Policy should be the starting point for any partnership and transaction and any business relationship. For this reason, prior to the commencement of cooperation and the signing of a relevant contract with any third party, and following due diligence procedures, the relevant HEDNO executive should check, inter alia, that the reputation, standing and reliability of this particular party is sufficient and satisfactory; so that cooperation with it does not endanger the reputation of the Company.
- 7** In any case, third parties should be contractually bound to fight corruption and bribery, but also to act in accordance with HEDNO business principles and values, as defined in the Company's current Code of Conduct.
- 8** This Policy is available on the Company's Internal Communication Portal for all HEDNO staff and is publicly available on its website.

PRINCIPLES AND IMPLEMENTING RULES

DEFINITIONS AND RULES

- 9 **PERSON TRANSACTING WITH THE NETWORK:** Within the sense of this policy a Person transacting with the Network is any natural or legal person entering into transactions and/or cooperating in any way with the Company.
- 10 **CORRUPTION** abuse of power, position or capacity for personal gain (pecuniary and/or non-pecuniary). Indicatively, it includes situations such as active and passive bribery, blackmail, nepotism, embezzlement of money, conflict of interest.

BRIBERY

- 11 **BRIBERY** refers to the act of exerting influence through offering, providing, promising or authorizing, directly or indirectly through third parties, any benefit for an individual or others, which affects an operational decision in the course of conducting business (active bribery). Bribery also refers to the act of requesting or accepting, directly or through a third party, any benefit for a person or others, in order to perform or avoid the performance of their professional/business duties (passive bribery).
- 12 As bribery, can be considered the acceptance by staff of gifts by the staff, including hospitality, entertainment or travel, offered by third parties, customers/associates, or prospective customers/partners. Moreover, as a form of bribery could also be considered the provision of gifts, hospitality, entertainment and travel by the staff to a client, prospective client or other business partner, provided that they do not fall within the scope of paragraphs 16-17 of this Policy.

- 13 HEDNO staff are strictly prohibited from engaging directly or indirectly in acts of bribery. HEDNO makes no distinction between public officials and private individuals regarding bribery. Bribery is not tolerated, regardless of the status of the recipient.

FACILITATION PAYMENTS

- 14 **FACILITATION PAYMENTS** are a form of bribery involving informal, improper, remuneration or advantages provided to an employee for the purpose of securing or accelerating the provision of services; the execution of a routine or necessary action for which the payer of the facilitation payment is legally entitled to and the employee is normally obliged to perform.
- 15 **Facilitation payments are prohibited by the Company.** Each employee, when they become aware of an incident involving an attempt to exercise undue influence via facilitation payments, is obliged to immediately notify the Compliance Department in accordance with the procedures set out in the Company's Sanctions Policy & Reporting/Complaint Handling Process. Such incidents will be immediately and thoroughly investigated in order to rapidly clarify them and effectively intervene.

GIFTS, HOSPITALITY, ENTERTAINMENT, TRAVEL

- 16 The exchange of gifts, forms of hospitality/entertainment and trips with external associates, consultants, between employees and third parties are common and in principle accepted practices in the business world. However, there are cases where the provision or acceptance of such gifts, hospitality/entertainment of value, might be interpreted as bribery or at least give rise to suspicion of bribery, resulting in possible civil claims and the attribution of criminal liability, the consequences of which are particularly serious for the Company, the employees and every person involved.

- 17** In this context, it is prohibited for staff to accept personal benefits or to offer gifts of any kind, hospitality, entertainment, travel, -including but not limited to-, accepting invitations to meals, sports, cultural or educational events, receiving loans or discounts or ensuring more favourable terms in their personal transactions with any active or potential counter party, supplier, etc. of the Company, the value of which exceeds the amount of 150 euros per case. The above prohibition does not apply to gifts in the form of books, albums, gifts of low value, falling within the framework of normal business practice and good manners (e.g. calendars, office supplies), as well as symbolic gifts due to religious holidays or other circumstances, which are considered acceptable and offered in the context of social interaction, as well as exchanges of customary gifts of fair value between employees of the Company on the occasion of holidays. In any case, the offer or acceptance of a gift in the form of money, or cash equivalents, regardless of the amount, is expressly prohibited. In addition to the above, any gifts, and hospitality/entertainment or travel should be made in a transparent manner and should not lead to or imply undertaking any commitment.

As gifts of low value can be considered:

- a.** business meals, hospitality/entertainment, accommodation, travel for reasons that serve the purposes of the Company and provided that their occurrence with the same person and/or with several persons representing the same legal person/business is not repeated or it is justified by the needs and business activity of the Company.
- b.** items bearing the Company's logo, such as T-shirts, mugs, USB sticks, etc.

c. small objects or promotional items that are representative of the Company or of the occasional business partner (e.g. drinks, local food, small folk-art items, etc.)

d. Christmas or other anniversary related (e.g. name days) gifts of a value usual for such occasions.

- 18** HEDNO staff shall not pay **travel, accommodation and related expenses** for others unless expressly provided for in a contract already concluded. Travel, accommodation and any related expenses by HEDNO staff are approved according to the Company's Guidelines and Regulations governing such expenses.

DONATIONS AND SPONSORSHIPS

- 19** All donations/sponsorships should contribute both to the achievement of the Company's goals, as defined and shaped by the relevant regulatory framework governing its operation as well as the approved Business Plan and the strategic directions of the Company, but also they should be made in accordance with its principles and values, as reflected among others in the current Code of Conduct of the Company. This Policy defines the implementation framework and the basic principles to be followed for the provision of any sponsorship/donation and up to the implementation stage, with the aim, inter alia, to track the amounts approved for the disbursement of each sponsorship/ donation at each stage of the process. The policies and procedures of responsible entrepreneurship and ethics established by the company play an important and binding role in raising and managing sponsorship and donations issues in order to meet all transparency requirements regarding the effective use of the resources available.

20 DONATION

A Donation is provided by the Company in cash or in kind to Legal Persons (e.g. provision of services or goods), without consideration on behalf of the recipient and without the donor expecting any contributory benefits.

It is divided into:

Money Donation: A money donation is any donation made with the provision of pecuniary amount.

In particular, Money Donations include:

(a) **A Grant**, i.e. the provision of financial participation or full coverage of costs to specific entities for them to develop a specific project. A Grant may also be combined with a Donation in kind, e.g. service provision.

(b) An **One-off financial aid** consisting of a donation of money to third parties for the general fulfilment of their purpose.

Donation in kind: Every donation that is not made in Money and concerns in particular:

- Purchases of goods by HEDNO, which are transferred directly to the applicant for the donation (such as: essentials and equipment to cover NGO charity, from electrical-electronic items to vehicles).
- Donations of intangible goods and services (concessions of intangible goods such as software, rights of any kind, etc.) as well as the provision of specialized services to third parties.
- The disposal of any surplus goods kept in HEDNO warehouses.

EXPENSES ON SOCIAL CONTRIBUTION PROJECTS

They concern costs of execution and repayment of public benefit projects at the local level directly by HEDNO.

- It concerns social return expenditure incurred in areas where HEDN operation may cause nuisance for the environment or the local community.

21 SPONSORSHIP

It concerns a pecuniary or other financial provision in kind, in intangible goods or services, to support specific cultural, sports or other sectors/fields (see in particular Ref. in point 21a of this Policy) activities or objectives of the recipient while in tandem promoting and communicating to the general public the Company's services to achieve this purpose. For example, to keep the public informed about them as well as their evolution and about corporate communication and promotion actions as well as the CSR actions of the Company. In the framework of such sponsorships, the company may receive from the recipient of the sponsorship compensatory tickets – invitations that may be available within the Company or exceptionally to third parties outside the company, if this is deemed necessary to serve the Company's purposes and based on the regulations of this policy.

CULTURAL SPONSORSHIP

Cultural sponsorship is a special case, according to Law 3525/2007, as in force, concerning a pecuniary or other financial provision in kind, in intangible goods or services, to support specific cultural activities or purposes of the recipient of the sponsorship, as compensation for the promotion of the social image and the good deeds of the company.

SECTORS & CRITERIA FOR SPONSORSHIPS/DONATIONS

A. SPONSORSHIP/DONATION SECTORS

- **Culture**
Supporting cultural associations, events aiming at the restoration and preservation of culture and monuments of national importance, or other activities that promote the country's civilisation.
- **Sports**
Supporting individual athletes, sports teams, sports clubs / associations / organisations / federations and sports events, functions and activities.
- **Children - Family - Senior Citizens**
Supporting actions, institutions and/or NGOs that promote and care for children or senior citizens in need and/or contribute to the growth and well-being of children.
- **Education and Innovation**
Supporting and promoting education and/or innovation in state educational institutions of all levels, non-profit research centres which are legal entities under private law, conferences, and educational events. Supporting educational institutions, organizations and/or NGOs promoting education and innovation
- **Entrepreneurship**
Supporting actions, entities, organizations and/or NGOs that promote entrepreneurship.
- **Professional events**
Supporting professional functions, one day events, conferences, etc., through which the work, services and actions of the company are promoted, including events organised by the Company.

- **Society**

Support to vulnerable social groups, people in need of assistance, people with special needs but also bodies active in these fields, either nationally or internationally, as well as to actions contributing to society and to welfare programs.

Support to fundraising initiatives for charitable purposes or for the common good (e.g. TV/radio marathons, etc.).

- **Environment and Sustainability**

Donations contributing to environmental protection, improving the quality of life, financial support for covering Local Authorities' expenses, non-profit Legal Persons, NGOs on environmental protection issues, as well as covering costs in general for actions contributing to environmental protection and biodiversity and also improving the quality of life under the auspices of the above legal entities, within the framework of Corporate Social Responsibility

- **Health**

Cooperation with well-established and recognised bodies in health sector, such as State and Municipal Nursing Institutions and Hospitals.

- **Emergency assistance**

Donations of this kind aim to directly support national / international emergencies, donating money and equipment or other products needed (such as food, medicine, water, clothing, etc.).

22 B. SPONSORSHIP / DONATION GRANTING CRITERIA

In order to be accepted, Donations/Sponsorships must meet some of the following criteria:

- 1.** A Donation/Sponsorship should be consistent with the strategic guidelines of the company.

2. Recipients of Donation/Sponsorship: The Company's Donation/Sponsorship strategy is to support organisations that can demonstrate their effectiveness in achieving their set goals and are well organised and transparent in their transactions. In addition, these entities should operate legally, avoid, otherwise adequately manage conflicts of interest in the Company's sovereign discretion, demonstrate a broad public interest contribution and orientation and act for the benefit of vulnerable social groups.

3. Prohibition of bribery and granting unjustified advantages: Regardless of the recipient or the organisation receiving the Donation, Donations should not be offered/ promised/ granted for the purpose of influencing the decisions of business partners. In terms of granting the benefits in question, existing policies governing the prevention of corruption and of conflicts of interest should be respected, but it should also be ensured that all Network customers are equally treated and distortion effects on competition are avoided.

4. Transparency: Donations/sponsorships must be transparent, their recipients, use and purpose must be verifiable. Therefore, all transparency requirements regarding the effective use of funds available for sponsorship or donations should be respected and in no case should any sponsorship or donation be aimed at securing unfair advantage.

5. Avoiding Conflicts of interest: Decisions regarding the granting of Donations/sponsorships in terms of the selection of recipients and the amounts of donations should not be linked to personal preferences or other incentives, and any conflict of interest should be avoided, in accordance with the Company's Conflict of Interest Policy.

6. Appropriateness of the amount / cost: All Donations must fall within appropriate limits, as stated in the respective Business Arrangements, taking into account both the financial situation of the Company and the purpose of the Donation. The amount of the Donation should be defined and clearly justified. The Board of Directors is informed ex post on an annual basis about the sponsorships and donations that have been given within the Company's approved annual budget, but also about the effectiveness of these actions, through the Company's published reports (Annual Non-Financial Report, Sustainable Development Report, etc.).

7. Purpose Donations/Sponsorships should be made for purposes that are considered useful and feasible and their support contributes to the Company being appreciated by Society, in the sense of "good corporate citizen". In addition, all Donations must be compatible with the statutes of the recipient of the donation (if the legal form of the recipient requires a statute). The Company will not proceed to any sponsorship or donation that may compromise the integrity of the Company, damage its image or have a negative impact on its reputation.

8. Evaluation of the Integrity of sponsored entities / Reliability of the beneficiary: In any case, a control on the reliability/integrity of the recipient shall be conducted in so far as possible. All sponsorships / donations are recorded and a register of monitoring the implementation and certifying the good execution of a sponsorship action or donation including a final evaluation of the sponsored entities is kept. In the case of a sponsorship, the implementation of contributory benefits is also monitored.

9. Approval: Donations and/or sponsorships up to an amount of 10.000 euros are approved by the CEO of the Company and from the amount of 10.001 euros by the Executive Committee.

23 NON-ACCEPTABLE DONATIONS / SPONSORSHIPS

The Company may not make any contribution, donation, financial support or other kind of provision or facilitation to political parties, movements or political organisations, party representatives, state officials, or candidates for public office.

In addition, donations to trade unions are not allowed, according to art. 5 of Law 1264/1.7.1982, as amended and the applicable legislation in force. This does not apply in the case of co-organizing certain events, as it is specified in the Company Guidelines (TV productions, information conferences). In these cases, HEDNO should have an independent and distinct presence as an employer Company, thus justifying serving its own purposes (communication, information, etc.), as well as its corresponding financial participation and in no case HEDNO' relevant participation, should lead to exclusively undertaking the financial burden on behalf of HEDNO. As a general rule, donations and sponsorships are provided in accordance with applicable law and should never, directly or indirectly, be linked to any unlawful act or granting of an unfair advantage in favour of anyone entering in transaction with HEDNO, explicitly including, inter alia, electricity suppliers or producers and HEDN users in general.

POLICY IMPLEMENTATION

EDUCATION AND AWARENESS

- 24** The Compliance Department (hereinafter, COMD) undertakes to provide continuous training and information to HEDNO staff, in order to ensure the effective implementation of this Policy. In particular, as regards the training of its staff, COMD, in cooperation with HRD and the Department of Training, Development and Organisational Structures, will take the following measures:

- Providing relevant information, including the publication of this Policy, via the intranet, internal seminars and open discussions, etc., to ensure staff awareness about the prevention of corruption and
- Including mandatory information on the Company's rules and regulations to combat corruption and bribery in the induction and training programs of new employees.

COMD is responsible for providing advice and guidance on questions or doubts that may arise from staff in the context and during the implementation of this Policy.

POLICY VIOLATION AND REPORTING

- 25** Violations of this Policy shall not be tolerated and may lead to the initiation of disciplinary proceedings.
- 26** Any member of staff who detects or suspects a possible violation of this Policy by another member of staff is obliged to report this suspicion immediately to COMD. Additionally, if they wish, it is possible to submit a relevant report through the Company's reporting or complaints line. Reports of suspicious bribery/corruption violations are investigated and controlled in accordance with the provisions of the HEDNO Sanctions Policy & Reporting/ Complaint Handling Process. Staff members who report potential misconduct or provide information or otherwise assist in any inquiry or investigation of potential misconduct shall be protected from retaliation also in accordance with the relevant legislation.

RESPONSIBILITIES

- 27** It is the responsibility of each executive to comply with this Policy in the area of their functional responsibility, to set an example (tone from the top) and to provide guidance to all staff members in the area of their responsibility.

- 28 All staff members are responsible for the observance of the principles and rules set out in the present Policy.

MONITORING AND REVIEW OF THE POLICY

- 29 COMD shall periodically review the Anti-Corruption and Bribery Policy at least every two years, or as necessary and in accordance with any changes in the relevant legal framework, in order to determine whether there is a need to revise or amend the Policy and as to what provisions thereof so as to reflect best practices and ensure that the Company complies with the applicable legal framework and abide by its internal policies and procedures.
- 30 This Policy was approved by the HEDNO Board of Directors by its decision of 02.04.2024 and it is valid as of said date.