Conflict of Interest Policy of Arlen S.A.

1. Introduction

ARLEN S.A. undertakes to conduct business in an ethical manner, in accordance with the applicable law and internal standards. In the interest of transparency of its activities, the Company adopts a policy of counteracting conflicts of interest, aimed at preventing situations in which the private interests of employees or associates may conflict with the interests of the Company. This Policy forms part of the ESG management system and is linked to other internal documents, in particular: **the Code of Ethics**, **the Anti-Corruption Policy**, **the Whistleblowing Policy** and **the Supplier Code of Conduct**.

The Policy applies to all employees, members of management bodies, suppliers, subcontractors and business partners of Arlen S.A. Everyone is obliged to comply with its rules and to avoid actions that may cause the risk of conflict of interest.

2. Definitions

Conflict of interest – circumstances that may lead to a conflict between the interests of the Persons covered by the policy and ARLEN S.A. A conflict of interest may arise in particular when:

a) A person covered by the policy has a financial or other reason to prefer a counterparty over another counterparty, this also applies to cooperation between companies of the ARLEN S.A. group,
b) A person covered by the policy may gain benefits or avoid losses at the expense of the interests of ARLEN S.A., including interests of a reputational nature,
c) The person covered by the policy conducts the same activity specified in the CEiDG/KRS as ARLEN S.A.,
d) A person covered by the policy will receive a material or personal benefit from the contractor, in connection with the service provided by or for the benefit of a given contractor,
e) A person covered by the policy conducts professional or non-professional activities that may in any way be detrimental to the interests of ARLEN S.A. in the economic, financial or image sense,
f) The Person covered by the Policy and Close Persons remain in a relationship of subordination in the workplace,
g) ARLEN S.A. enters into transactions with Related Entities,
h) ARLEN S.A. enters into transactions with shareholders holding more than 5% of shares in the share capital of ARLEN S.A.,
i) ARLEN S.A. S.A. enters into agreements other than those resulting from the employment relationship or appointment with the Persons covered by the policy.

Person covered by the policy – employees, Board.

Employees – Persons with ARLEN S.A. in an employment, mandate or other relationship of a similar nature.

Close persons – the employee's spouse, ascendants or descendants of the employee, siblings, relatives in the same line or degree, a person in an adoption relationship and his/her spouse, as well as a person living together.

Contractors – natural or legal persons cooperating or seeking cooperation with ARLEN S.A. They include both customers, i.e. recipients, and suppliers of products and services.

3. Rules applied in areas of risk of conflict of interest

3.1. Identification of conflicts of interest

Every employee or associate should evaluate their activities and relationships on an ongoing basis to identify potential conflicts of interest. The conflict may arise from financial, personal, professional or family ties that may affect the objectivity of the decision.

A person covered by the policy shall refrain from taking any action that could undermine his or her personal credibility and integrity, as well as the credibility and integrity of ARLEN S.A. S.A., and that could be perceived as giving rise to a conflict of interest between them.

In case of doubt, the person is obliged to consult their circumstances with their supervisor or the Ethics Officer. Early identification allows for appropriate actions to be taken to minimize the risk of violating the Company's interests.

3.2. Reporting conflicts of interest

If a Person covered by the policy is aware that a conflict of interest may arise between him or ARLEN S.A. or such a conflict has occurred, he or she shall immediately inform his/her immediate superior of the above. The Policyholder's supervisor decides to take further steps in the matter, including, for example, removing the Policy Person from a job task in connection with which a conflict of interest has arisen or may arise.

The direct superior of the Person covered by the policy, who is aware of the possibility of a conflict of interest between ARLEN S.A. S.A. and the Person covered by the policy, should not entrust the person with the performance of activities that cause a conflict of interest as part of their official duties. If there is a need for the Person covered by the policy to perform activities, this process should be supervised by a superior in terms of protecting the interests of ARLEN S.A.

A person covered by the policy is obliged to inform his/her immediate superior if he/she or his/her relatives participate in supervisory or management bodies of entities conducting activities competitive to ARLEN S.A. or is in an employment relationship within the meaning of the Labour Code with another competitive entity.

Management Board Office: 17 Adama Branickiego Street, 02-972 Warsaw
tel.: +48 22 530 59 01 (-06), fax: +48 22 530 59 07, e-mail: arlen@arlen.com.pl
Arlen S.A., Adama Branickiego 17, 02-972 Warsaw, Company entered into the register of entrepreneurs at the District Court for the Capital City of Warsaw, XIII Commercial Division of the National Court Register, KRS No. 0000125086, NIP 526-10-39-877,
REGON 011346610, share capital: PLN 2,213,300 (paid in full)

In addition, the Person covered by the policy is obliged to notify the superior if he/she or his/her relatives hold shares or shares giving control over more than 10% of shares in entities conducting activities competitive to ARLEN S.A.

3.3. Transparency and transparency of activities

A person covered by the policy may not use the name and logo of ARLEN S.A. companies, as well as its forms and company forms, for activities not related to the performance of official duties. ICT equipment and company cars made available to the Person covered by the policy by ARLEN S.A. may not be used for any activity other than that performed for ARLEN S.A., including in particular for profit.

3.4. Loved ones

Persons covered by the policy who are close to each other must not remain in a relationship of subordination (and consequently official authority). If such a situation occurs, the director of a given division is obliged to take action to eliminate it. If the indicated situation concerns the director of the division, the Management Board is responsible for taking action to eliminate it.

The Directors of the Divisions and the Management Board are obliged to analyze the possibility of conflicts of interest in the relationship of authority and subordination, also taking into account other types of personal connections of the Persons covered by the Policy, and these persons are obliged to disclose such such connections. In particular, it concerns family ties related to the status of siblings, spouses of siblings, as well as children and parents of Persons covered by the policy – who do not live with them in the same household.

3.5. Protection against retaliation

Persons reporting conflicts of interest in good faith are protected from any retaliation, including discrimination, loss of bonuses, or promotion.

ARLEN S.A. ensures the confidentiality of reports and actions taken and monitors situations to eliminate the risk of unfair treatment of Whistleblowers of Conflict of Interest.

Any breach of the whistleblower's protection is grounds for disciplinary action against those responsible for retaliation.

3.6. Monitoring and control

ARLEN S.A. introduces mechanisms for monitoring reported conflicts of interest in order to assess the effectiveness of the remedies applied.

The Ethics Ombudsman conducts periodic reviews of reports, analysing recurring situations and recommending additional preventive actions.

3.7. Escalation of conflicts of particular importance

In cases where the conflict of interest concerns members of the management bodies or material contracts of the ARLEN S.A. group, the matter is escalated to the highest level of management, i.e. to the Management Board and the Supervisory Board of ARLEN S.A.

Managers prepare recommendations for corrective actions and forward them to the relevant decision-making bodies, ensuring full transparency and reliability of the process.

The escalation is aimed at minimizing the risk of violation of the interests of ARLEN S.A. and ensuring that strategic decisions are made without the impact of conflicts.

4. Reporting violations

This Policy is a specification of the guidelines contained in **the Code of Ethics of Arlen S.A.**, therefore reporting potential violations is carried out according to the same principles. In addition, detailed rules for reporting violations are described in **the Whistleblowing Policy**.

Applications can be submitted:

a) to a supervisor or a higher-level supervisor (in the case of reports made by employees or associates of ARLEN S.A.),
b) directly to the **Ethics Ombudsman** (in any case) at: etyka@arlen.com.pl or the Office of the Management Board of Arlen S.A., 17 A. Branickiego Street, 02-972 Warsaw,
c) In matters requiring legal interpretation, support is provided by **the Legal Department of Arlen S.A.** at prawny@arlen.com.pl or the Office of the Management Board of Arlen S.A., 17 A. Branickiego Street, 02-972 Warsaw.

5. Final provisions

This Policy enters into force on 1 October 2025 and is effective until it is repealed or replaced by a new document.

The Policy is subject to annual review and updating by the relevant organizational units of Arlen S.A., taking into account regulatory and organizational changes and best market practices.

The Management Board of Arlen S.A. together with the Company's subordinate organizational units, it is responsible for supervising the implementation and effectiveness of the application of the provisions of this Policy.

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