

## **Code of Ethics**

### **Policy of Regulatory Compliance**

### **Anti-Corruption and Anti-Bribery Control**

#### **Introduction**

ENVIROPLAN S.A. (hereinafter referred to as "ENVIROPLAN" or "the Company") is a consulting company with an international orientation recognized as one of the leading companies in Environmental Management and Engineering Projects specializing in Waste and Wastewater Management. The Company specializes in providing environmental planning and management services, offering integrated solutions for sustainable development, including the study, design, and implementation of projects that promote environmental protection and the sustainable use of natural resources. ENVIROPLAN's services cover a wide range from environmental impact assessment and waste management to the development and management of renewable energy sources and environmental education for stakeholders. The Company is committed to providing innovative and effective solutions that contribute to environmental protection and the promotion of green development.

ENVIROPLAN operates based on ethics and principles that guarantee the Company's unwavering alliance with society, its employees, and the environment. Maintaining the principle of integrity in the implementation of its business activities is an integral part of its philosophy and code of values and a necessary element for maintaining the high level of ethics that governs ENVIROPLAN's corporate governance.

ENVIROPLAN's corporate governance ensures that the Company operates with reliability, responsibility, fairness, and transparency, complying with European and Greek legislation and following international best practices in corporate governance.

ENVIROPLAN adheres to a series of policies and procedures that frame the company's corporate governance and characterize its daily practices. At the same time, the Company continuously seeks to renew and shape its policies and strategy so that its business practices align with the principles and values it advocates.

These principles concern:

- The protection of labor rights and fundamental human rights
- The principle of equality and equal treatment
- The principle of transparency, reliability, and consistency in every business activity, collaboration, and transaction
- The fight against corruption and bribery

- Environmental protection
- The promotion of health and safety at work

In this context, the purpose of this Code is to serve as a set of guidelines that outline the basic requirements ENVIROPLAN expects its staff, partners, and any representative, consultant, or independent contractor acting on its behalf or providing services to a client on its behalf to adopt in their transactions.

Specifically, the Company expects its staff and partners to comply with policies and procedures regarding the respect for human rights and labor law, recognizing and monitoring the risks of bribery and corruption, identifying and monitoring the negative impacts on the environment, and maintaining policies and procedures that govern the areas of Quality Assurance and Health and Safety in their operations where feasible.

The Company's Management is committed to operating according to the principles of legality and transparency, as well as achieving the highest standards of ethical behavior and professional integrity, ensuring that all Company employees and third parties cooperating in the provision of products and services strictly adhere to the Policy of Regulatory Compliance and Anti-Corruption and Anti-Bribery Control as outlined in this Code of Ethics.

In this direction, ENVIROPLAN seeks to develop and maintain business relationships with partners who are able to share this commitment within the framework of:

- Conducting their business activities responsibly in compliance with applicable laws
- Upholding the rights of their employees in a safe working environment
- Complying with environmental laws and regulations
- Implementing and monitoring governance practices to ensure compliance with contracts and applicable laws

ENVIROPLAN, incorporating the mission, principles, and values that govern its corporate governance in every aspect of its relationships with its partners, is committed to:

- Operating with integrity in all aspects of its business relationship with its partners
- Fairly selecting its partners through documented procedures
- Pursuing their continuous improvement
- Willingness for mutual cooperation in managing business risks and improving business practices

### **Scope of Application**

The purpose of the Code of Ethics - Policy of Regulatory Compliance and Anti-Corruption and Anti-Bribery Control is to establish clear rules and standards of behavior that all Company employees and partners must follow. The Code reflects and reproduces the Company's principles and values that govern every process and transaction, whether internal, i.e., with employees or the Company's Management, or external, i.e., in the context of contracting with suppliers, participating in public tenders, etc. Additionally, it ensures that everyone understands their obligations and commits to adhering to the principles of transparency, integrity, and legality in all their professional activities. Specifically, it aims to:

- Prevent and detect bribery and corruption practices
- Ensure compliance with applicable anti-bribery and anti-corruption laws and regulations
- Enhance the trust of customers, partners, and the public in the Company
- Protect the Company's reputation and integrity
- Provide guidance and training to employees to recognize and avoid situations that may involve bribery or corruption risks
- Create a work environment where ethical behavior and responsibility are fundamental values

Compliance with this document or any revised version is an obligation of all Company employees, executives, and top management. Acceptance of this is also necessary for contracting with suppliers, subcontractors, external partners, consultants, and any other professional partner of ENVIROPLAN.

### **Legal and Regulatory Framework**

This policy complies with the applicable principles and provisions of international, European, and national regulatory frameworks against bribery and corruption, particularly the Greek Penal Code, including the OECD Convention on Combating Bribery, the United Nations Convention against Corruption (UNCAC), ISO 37001, the US Foreign Corrupt Practices Act (FCPA), and the UK Bribery Act 2010.

To ensure compliance with these laws, the Company adopts this Code subject to and in accordance with any applicable laws and regulatory requirements. The terms of this Code apply to all recipients of remuneration, i.e., partners and staff, as well as to any representative, consultant, and independent contractor acting on behalf of ENVIROPLAN or has been engaged by us to provide services to a client. Any violations or alleged violations of this policy will be investigated by ENVIROPLAN's Compliance Department and reported directly to the Executive Committee to take appropriate actions.

All personnel and Management must respect and adhere to the law in performing their duties, regardless of the country of operation of the Company in which they are called to function. Each of the above bears personal responsibility for complying with the law and the Company's specific operating rules, and ignorance of the law is not acceptable. In particular, each individual must be aware of issues related to carrying out their work. Additionally, no employee should violate the law and later justify their decision as a direct order from their superior. Such incidents must be recorded at their inception to ensure the necessary investigation and appropriate measures.

For any clarification or question regarding the legal or regulatory framework, each interested party must refer to the relevant authorities, specifically the Company's Legal Counsel.

### **Anti-Corruption & Anti-Bribery Measures**

Employees and business partners of ENVIROPLAN commit to ensuring and maintaining the highest possible standards of integrity in all their business transactions.

First of all, the Company's policy strictly prohibits offering, providing, inciting, or accepting any form of bribery in any form and to any person or public or private company by any employee, partner, representative, consultant, and independent contractor acting on behalf of the Company or has been engaged by us to provide services on behalf of the Company.

Employees and business partners of ENVIROPLAN should be able to implement procedures to prevent conditions or incidents involving any form of bribery, corruption, extortion, and abuse within the scope of their activities, following a "zero tolerance" policy towards such phenomena.

Business partners of the Company should ensure that they comply with the applicable national regulations and laws and the international anti-bribery conventions as they apply and to the extent that these provisions apply to the services/projects they offer on behalf of ENVIROPLAN.

Finally, ENVIROPLAN reserves the right to terminate any form of cooperation with its supplier or partner if it is found that they fail to comply with the principle of integrity, as well as with the applicable laws and related regulatory provisions against corruption and bribery.

### **Fair Competition**

The Company and all its employees comply with the legislation on fair competition and anti-monopoly laws. It is in the Company's immediate interest to promote free, fair, and open competition in the market, avoiding unfair collaborations and actions that could restrict free competition. Prohibited activities and actions include: agreements aiming at price fixing or transaction terms, customer or market segregation agreements, production or sales control agreements, unfair practices, agreements or arrangements to exclude a competitor from the market or restrict market access for new competitors through unfair means.



Any behavior that could potentially be considered either an attempt to violate the provisions of competition protection or a completed act according to the relevant legislation must be avoided. It is the obligation of all employees and the Company's Management to conduct fair transactions with customers, suppliers, competitors, awarding authorities, and contracting entities, behaving meritocratically and always considering the rules of fair competition both during competitive procedures and during the execution of the contracts undertaken by the Company. Proven violation of the relevant legislation may result in civil and criminal liability under applicable law, as well as termination of the employment relationship or all ties of the involved person with the Company.

In any case where, despite the above prohibitions, an act or omission aiming at violating the provisions of competition protection is detected, the Company is committed to taking all necessary and sufficient remedial measures immediately.

### **Conflict of Interest**

A conflict of interest arises when an employee or collaborator serves their own interests or the interests of another person directly or indirectly connected to them in a way that competes with the Company's interests. Favoring personal interest and gain while performing duties, both by Management Executives and other employees, affecting their loyalty to the Company, constitutes a conflict of interest. Company staff and Management are obliged to always act in the Company's interest and take all necessary measures to avoid and detect behaviors that may lead to any form of conflict of interest.

Therefore, all employees at all levels are required to refrain from any business activity during which private interests may prevent them from making an objective decision. Also, any situation where a close relative works or provides services or has a significant financial interest in a competitor, supplier, or customer must be disclosed to the Company.

Any related incident or situation must be promptly reported to the immediate supervisor of each person or a member of the Management. Any doubt is resolved by seeking advice from the Company's Legal Counsel.

### **Anti-Corruption and Anti-Bribery Measures**

The Company does not tolerate any form of corruption, either accepting or offering money/gifts/rewards for achieving an unfair commercial advantage towards public officials or third parties related to a public official or any natural or legal persons. The Management and all employees of ENVIROPLAN subject to this Code of Ethics, as well as all collaborating with the Company who have accepted compliance with this Code, undertake to act with absolute integrity, honesty, and fairness in all relationships within and outside the Company and must comply with European and Greek anti-bribery and anti-corruption laws.

Overall, the Company encourages employees to proceed with anonymous or named reports of any incidents or suspicions of Bribery. Reports/notifications can be made to the Compliance Officer with the Anti-Bribery System.



- **Active Bribery:** We do not engage in bribery. We will never provide, offer, or promise to provide benefits directly or indirectly to any person to influence their actions or omissions for business advantages. We also do not provide benefits to third parties if we suspect they will use them as bribes. We are particularly cautious in our dealings with the public sector and regulatory authorities, ensuring compliance with all relevant laws and regulations. Our success is achieved through legal cooperation with public authorities and regulatory bodies, never through offering gifts or benefits.
- **Passive Bribery:** We do not accept bribes. We will never demand or accept benefits directly or indirectly from any party to influence improper actions in any way. We actively support initiatives that promote transparency and integrity in the public sector and oppose any form of corruption involving public officials, including regulatory authorities, inspectors, and other government officials.
- **Facilitation Payments:** We do not accept, seek, agree to receive, promise, offer, or give facilitation payments to expedite routine governmental actions or services.
- **Prohibition of Money Laundering:** We comply with anti-money laundering and anti-terrorism laws, reporting any suspicious activity to the relevant Greek authorities. We do not accept cash payments above the limits set by applicable legal provisions. Our books and records are maintained accurately and transparently and are subject to audits and investigations if necessary. We refuse to assist clients in illegal transactions and do not provide advice that facilitates illegal activities, including money laundering, terrorism, corruption, fraud, or other financial crimes.
- **Gifts/Meals/Hospitality:** We are extremely cautious regarding granting and accepting gifts, meals, and hospitality. Although the acceptance of nominal or customary and ceremonial gifts such as business meals, invitations to events, alcoholic beverages, flowers, etc., is acceptable, we strictly prohibit the granting or acceptance of gifts that could be considered excessively luxurious or inappropriate. All gifts must be reasonable, proportional, and appropriate for the business occasion, offered for legitimate business purposes, and not solicited. Cash or equivalent means are never acceptable as gifts. We also prohibit offering or accepting gifts from individuals in the public sector, such as public servants, judicial officials, and politicians, except for cases of classic ceremonial gifts. Meals should not be considered unfair, unjust, or unethical and should not constitute potential bribery. We do not allow discounts or waivers of our Company's fees in exchange for gifts, meals, or hospitality.

### **Validity of the Code**

The Code of Ethics is approved by the Board of Directors. It is their responsibility to ensure that the principles incorporated in this Code are communicated, understood, and followed by all employees. Compliance with the Code is regularly monitored. The relevant findings ensuring its proper implementation and further revision are the responsibility of the Board of Directors.

As previously mentioned, this Code binds all Company staff regardless of their time of hire. If, in the course of performing their duties, an employee deals with suppliers and customers, they must inform them of the Code and indicate their compliance with its rules if required.

### **Compliance with the Code**

It is the responsibility of all Company employees and partners to read and understand the Code, seek guidance when necessary, and comply with its spirit. They should not exhibit behaviors that could harm the Company's reputation. They are obliged to safeguard confidential information, protect the Company's assets, and avoid conflict of interest situations. Transactions with all public authorities, customers, and suppliers should be conducted with integrity and based on honesty and fairness.

### **Violation of the Code**

Managing violations of the Code is assigned to the Company's Management in cooperation with the Anti-Bribery System Officer, who also serves as the Disciplinary Actions Officer.

Company staff and partners are obliged to report serious irregularities, omissions, or criminal acts that come to their attention and concern employees or external partners of the Company. Depending on the severity of the violation, appropriate actions in accordance with the law are taken.

If violations of this Code are detected, the Company, depending on the degree of non-compliance of any employee or collaborating with the Company, may apply disciplinary actions defined according to the extent of damage caused to the Company, which may extend to the termination of the cooperation with the respective accountable person. The range of disciplinary actions includes simple recommendations, suspension, up to termination of cooperation with the Company, without excluding any legal right of the Company to pursue further civil claims.



**The Code of Ethics was approved and endorsed by the CEO of ENVIROPLAN S.A. on 22-03-2024 and can only be amended or revoked by him. The validity of this Code and any subsequent revision is immediate and starts from the date of approval by the Board of Directors. Possible revisions of this or updates are made either by expanding/diversifying the Company's activities, following an incident, or finally reviewing the implemented Anti-Bribery System ISO 37001:2016.**

**For the Management  
Athens, 22-03-2024**

**CHRISTOS TSOMPANIDIS  
Chairman and Chief Executive Officer of ENVIROPLAN S.A.**