



Code of **Conduct** and **Ethics**  
2023

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## **Message from the Chief Executive Officer**



*Dear colleagues,*

*As a bank, we have a responsibility towards our clients, employees, shareholders and each other.*

*We are committed to upholding the highest standards in all our business and professional operations and relationships. Earning and maintaining the trust of our stakeholders is fundamental. We owe this, and no less, to the clients we serve.*

*The way we conduct our everyday activities affect our clients around the world, - a great privilege that also comes with great responsibility. Our global presence testifies the trust that our customers have in us as a group, a testament of the high quality of services that we offer. In my view, conducting our business ethically, with integrity and honesty, is essential to our long-term success. These are the core elements of our reputation and competitive excellence and the basis for any decision we have made so far and intend to make in the future. Our integrity should go beyond compliance with law and regulation, and should guide our deep sense of ethical responsibility.*

*The Board of Directors and the Authorised Management of the Bank share the conviction that the success of the Bank depends directly on the behavior of each employee. Together, we are committed to building the future of our Bank on the foundations of professional expertise and integrity.*

*We were one of the first banks in Luxembourg to have signed the ICMA Private Banking Wealth Management, Charter of Quality. In doing so, we pledged our commitment to the three main principles on which the charter is founded: integrity, transparency and professionalism. A valuable guide in this endeavour is our Code of Conduct and Ethics (the Code) which is based on the legislative and regulatory framework in which we operate, as well as recognized international standards of banking conduct.*

*If our core values are our compass, then our Code is our road map. I therefore, welcome you to this guide that puts our Bank's values into action. The Code sets the requirements for business conduct and serves as a foundation for our Bank's policies, procedures and guidelines, all of which provide additional guidance on expected behaviours. All staff members (employees, executives, Authorised Management) and our Board Members are expected to understand and comply with it, hence substantiate our reputation. By meeting the high standards and living the spirit of this Code in our daily work, all of us are expected to contribute actively in shaping our corporate identity, based on our values, vision and mission. The core values articulated in this Code are aligned with the core values of the Eurobank Group.*

*What makes our culture strong is not only that our people know the difference between right and wrong, but that they show through their actions, that doing the right thing is rewarding on its own. In a world that is increasingly complex, we all must remain vigilant that our words and actions reflect the right conduct.*

*Besides our Board of Directors and myself, for any question, query or doubt you may have, the Compliance Department as well as the relevant control bodies of the Bank are at your disposal.*

*I sincerely thank you for your contribution and commitment in forming a positive path to better serve our stakeholders and enhancing our reputation as a trusted financial institution.*

**Haris Hambakis**  
**Chief Executive Officer**



**1.**  
Who is affected by the  
**Code of Content and Ethics**  
of Eurobank and  
How to Apply it

The rules of the Code of Conduct and Ethics concern staff of the companies that comprise the Eurobank Private Bank Luxembourg S.A. It also concerns staff of its subsidiary in Luxembourg, its branch in the United Kingdom and its Representative Office in Greece based abroad, all together referred to 'the Bank').

Bank's staff (or "Staff") is considered to be:

- all members of the Board of Directors
- the authorised Management and Executive Committee'
- all members of the Management Committee
- all head of departments
- all persons engaged in Advisory positions
- all persons engaged as full, part time and temporary employees
- all persons engaged by the Bank on a contract basis (third persons collaborating with Eurobank within the context of either providing services or performing a project).

It is explicitly stated herein that although the wording of the Code of Conduct and Ethics may at several points be mostly focused on employees and Board members, all persons that may be assigned to perform a project or provide services for the Bank are expected to follow and comply with the Code in connection with their work for the Bank.

In essence, the Code of Conduct and Ethics concerns all of us that have a duty to preserve the integrity of the Bank/and the Eurobank Group (hereinafter referred to 'the Group') in our capacity as employees, or as representatives and as associates.

The rules described in the Code of Conduct and Ethics apply irrespective of our mode of work (on-site presence, teleworking etc.). Furthermore, they apply throughout the exercise of our duties, but also beyond, in cases where behaviors and actions can be linked to the Bank/ Group.

The Code of Conduct and Ethics acts as a regulatory framework for the Bank and is complementary and subsidiary to existing legislation. These rules and principles may be broadened or strengthened, in accordance with the legal and regulatory framework in place. The legal and regulatory framework shall take precedence in the event that it conflicts with the present Code of Conduct and Ethics or it has stricter requirements. Moreover, the Code is complemented by specific policies that serve as a further point of reference for Eurobank Staff.

Members of our Staff should ensure that their immediate family members do not adopt behaviors that would affect the interests and integrity of the Bank.

The **Code of Conduct and Ethics** applies to all those who are required to **preserve the integrity of the Bank/ Group**, that is all of us who have an employer/employee relationship or act as its legal representatives or associates.



## 2. Our **Goal** and our **Promise**

Our vision is to build long-term relationships of trust with our customers, providing access to cutting - edge digital opportunities, and creating added value for our clients, employees, shareholders and society. These make us the reference point of choice in the financial services sector, in customer service, in new technology, in efficient solutions, in certainty of prospects, for both the present and the future.

Our goal is to develop a dynamic presence in the Greek and European markets. At the same time, this goal forms a joint mission for all employees of the Eurobank Group, which exceeds 12.300 persons and covers a full range of services to Individuals and Businesses.

To achieve this objective our corporate values play a key role; they reflect the philosophy and principles of the Group and define the way we perform our work, creating a unique corporate culture.

By exemplifying our values we formulate our corporate identity and stand out as Eurobank Staff.

**Understanding our clients and colleagues, along with Cooperation, Trust, Dynamism, Innovation form the basis of our values. These contribute to our credibility and effectiveness, while at the same time they continuously inspire us in our daily interaction.**

**Enhancing TRUST:** In all our relationships there is value in “being able to look another in the eye”. We act with professionalism and reliability towards our clients, partners and our colleagues. Building relationships of trust results in human co-operation. It allows us to interact spontaneously, with authenticity and efficiency. We treat every demanding situation calmly and responsibly with respect for the parties involved. Our actions display transparency, accountability and credibility.

**Operating with UNDERSTANDING:** in our daily activities “we place ourselves in another person’s shoes” so as to understand their needs and priorities, to handle situations proactively, to face their problems as if they were our own. A key component of building healthy relationships, with both internal and external clients, is to develop empathy and understanding. By showing sincere interest, listening carefully, and by proposing solutions that meet individual needs, we succeed in making a difference in the lives of those who need us. By improving our cooperation with others, we ensure long-term relationships of trust.

**Acting with DYNAMISM:** it is important to foster the belief in ourselves and our partners that “it is up to me”, that I am able and can handle it. We operate with determination regardless of hierarchy. We commit to continuous action, daily mobilizations, utilization of resources available to the Bank, undertaking initiatives and accepting our due responsibility. In this way, we respond to our clients’ requirements and produce tangible results with high standards.

**Enhancing INNOVATION:** there is a special place in our vision “for building something new”. Looking ahead, we take an active role in making the change, we propose innovative and feasible solutions, we constantly “expose” ourselves to learning environments, regardless of our past experience or our hierarchy. We become part of the evolution, which is a dynamic feature of our society and a central pursuit of both the Bank and the Group and our client base.

**Believing in CO-OPERATION:** of primary importance in interacting with our colleagues is the belief that there is value “in supporting my colleague”. We place particular emphasis in building a strong team, which we actively support; we exploit the strengths of each member, listen to the diversity of opinions, and invest in dialogue and mutual trust. Our colleague’s failure is treated as our failure while success is also mutual. We thus create the ideal situation that has a multiplier effect for everyone’s success.

**Understanding, Dynamism,  
Co-operation, Innovation, Trust.**

These are values that unite us,  
distinguish us as professionals and  
individuals, inspire us daily, and bring  
us closer to our Vision and Mission.





### 3. The Code of **Content and Ethics** at a glance

#### **a. We cultivate a strong relationship of trust with clients**

- By understanding their needs
- By treating them fairly and equitably
- By displaying confidentiality in their transactions
- By communicating transparently in product promotions
- By protecting the clients' personal data

#### **b. We provide financial security**

- By enforcing policies to combat fraud, corruption and money laundering, that are in compliance with international regulations for dealing with cases of violation of economic restrictions and sanctions
- By effectively managing potential conflicts of interest

#### **c. We maintain professional ethics**

- By not exploiting internal/confidential information when conducting our own transactions
- By avoiding situations in our external activities that may create conflicts of interest
- By taking measures against corruption and bribery

#### **d. We act with respect towards our colleagues**

- By applying high standards of professionalism
- By rejecting all forms of discrimination and harassment while promoting an inclusive workplace
- By respecting diversity
- By feeling that we can bring our authentic selves to work
- By feeling that we can express our ideas/views without any fear of negative consequences
- By following policies that maintain a safe work environment

#### **e. We protect Eurobank and its reputation**

- By protecting the information we receive
- By communicating responsibly within Social Media
- By adopting ethical codes of conduct in our collaboration with external partners
- By facing with particular responsibility the risks we encounter in our activities, in accordance with current policies
- By maintaining our confidentiality even after departing from Eurobank
- By protecting the Bank's assets and by using them only for the conduct of the Bank's business (except where otherwise provided for in the policies)

#### **f. We operate with social responsibility**

- By protecting Human Rights
- By protecting the Environment through environmental management programs and enhancing environmental culture
- By responding timely and responsibly to requests from Public Authorities
- By respecting competition rules

**Relationship of Trust with Clients, Financial Security, Professional Ethics, Respect for our Colleagues, Protection of Eurobank and its reputation, Social Responsibility.**

These are the **key elements** of our Code of Conduct and Ethics.



#### **4.** Criteria for **Proper Decision** Making in our Workplace

The rules of the Code of Conduct and Ethics cover a variety of areas of our daily activities within the Bank. They highlight points that shape our culture and become a valuable tool for making the right decisions even in cases where there is no specific reference.

With the aim of enhancing the personal responsibility of each member of our Staff, we have established a set of rules that define the correct, and in accordance with the Code, manner for decision making on every issue we handle. These rules are in essence a series of questions worth asking ourselves and answering in every situation that we face. As we are all aware, the responsibility for preserving the reputation of the Bank/ Group is shared by all of us.

**Before we make a decision, we should consider:**

- Is it in accordance with the Bank's Code of Conduct and Ethics and the Bank's Policies?
- Is it legal?
- Does it feel right?
- What are the potential risks? Have they been evaluated?
- Is there a potential for negative impact on me personally or the Bank/Group?
- Am I positive that my decision will not raise trust or reputational issues for the Bank/Group?
- Would I be embarrassed if others were aware of my actions or decision?
- How would I feel if it was announced in the media?
- What would a responsible person think?
- Can I sleep at night?

These are indicative questions, which, if we answer them in total, they can safely lead us to a correct decision. If there is a negative answer to even one question, if there is doubt or a lack of clarity, then we must interrupt the decision-making process and refer the matter to the authorized Management of the Bank or the Chief Compliance Officer.

**Correct or  
wrong decision?**

Questions-criteria that help us  
minimize our doubts.

#### 4a.

### We cultivate a Strong Relationship of Trust with Clients



#### a1. We give priority to our clients by applying transparency principles

Honest communication with our clients is a top priority for the Bank. That is why transparency in relationships with clients, Staff, shareholders, society is of strategic significance. The Bank provides to all its clients comprehensive information of our products and services, clear and valid information in accordance with legislation, while at the same time establishes procedures and follows best practices in governance. Respecting transparency rules, helps our clients understand the services we provide and leads to reliable and effective cooperation with mutual trust.

In this context, the Bank provides continuous training and certification of Staff in order to respond with professionalism and excellence to the needs of our clients. It also prepares and makes available the required pre-contractual material that provides extensive information on the characteristics and risks of the products provided and also ensures that the clients get properly informed throughout the term of their contractual relationship with the Bank.

Our ultimate goal is to ensure that our clients receive accurate information and enjoy the degree of protection that is tailored to their individual choices and their particular profile. Therefore, client classification in the categories provided by law is considered to be a basic prerequisite for their protection when conducting transactions concerning investment products and services.

At the same time, it is illegitimate to use our capacity as members of the Bank and the information we possess to ensure that we personally benefit from it. As employees of the Bank, we must not participate in any sale, loan or donation of property or general provision of service of the Bank as counterparties and in particular as recipients of assets/services or as authorized persons to conduct a transaction on terms not available to third parties or to other members of the Bank. In general, we must ensure that we abide by the rules established in the Conflicts of Interest Policy. In the event that we have doubts regarding actions that fall within the above context, we must make sure to obtain the Bank's written approval, by submitting a request to the Compliance Department, at the following email address: [Compliance\\_dept@eurobankpb.lu](mailto:Compliance_dept@eurobankpb.lu)

In addition, in accordance with the Policy for the Prevention and Detection of Market Abuse and the Insider Dealing Guideline, we must avoid copying successful client investment transactions in order to reap the same benefit for ourselves or for the benefit of any third party.

Our guiding principle is client Priority and the Protection of their interests. We achieve this by fully applying the **principles of transparency** and adopting procedures and practices that lead to the creation of **long-lasting relationships of trust.**

## a2. We evaluate our clients' requests and complaints

Our Staff is responsible for handling and evaluating our clients' requests and complaints. The purpose of this process is to enhance the quality of our client relationships. The management of their requests/complaints must always be handled in a transparent and irreproachable manner, on a timely basis and in full compliance with the rules as set out by the relevant provisions (CSSF issues Circular 17/671 as amended by circular 18/698 and CSSF Regulation 16-07 on out-of-court resolution of complaints and Regulation (EU) 2016/679 - General Data Protection Regulation).

For the evaluation of client requests, as well as in our general cooperative relationships with them, with suppliers, and with employees, the Bank follows anti-corruption policies where required and assists competent authorities in conducting investigations.

## a3. We protect personal data

The protection of personal data is of paramount concern for our Bank. All Staff is responsible for keeping current and showing maximum diligence and compliance towards applicable data protection laws and regulatory framework. A Personal Data Protection Policy has been issued describing the principles and framework governing the collection and processing of personal data in order to ensure high, secure and uniform protection of personal data across all Units. All those in managerial or supervisory roles throughout the Bank have the overall responsibility for complying with the existing data protection policies/directives and ensuring that the Staff is informed about the data protection policies and the relevant legal and regulatory framework. In addition, they are responsible for ensuring that the processing of personal data in the department is conducted exclusively by authorized persons. The aforementioned responsibility of those in managerial or supervisory roles does not exempt the Staff from its own personal responsibility for complying with the data protection framework.

Staff must be aware that personal data should be collected in a fair, transparent and legitimate manner and for specific, explicit and legitimate purposes. Data collected is that which is appropriate, relevant and limited to what is absolutely necessary in relation to the processing purposes.

It is also accurate and updated whenever necessary. All reasonable measures are taken to ensure that personal data which is inappropriate or inaccurate having regard to the purposes for which it is processed is deleted or rectified without delay. Finally, personal data is kept in a form which permits identification of the persons to whom it relates for a period not exceeding that which is necessary for processing purposes. The processing of personal data only takes place lawfully, namely when the processing can be founded on a legal basis among those specifically mentioned in the

applicable legal framework (processing that is necessary for the execution of contracts and pre-contractual measures at the request of the data subject, for the compliance with the Bank's legal obligations, for serving the Bank's own or third parties' legitimate interests, upon the data subjects' consent etc.), it is confidential and is carried out by persons who are bound to confidentiality.

The Bank takes appropriate measures to safeguard and protect data against accidental or unlawful destruction, accidental loss, alteration, unauthorized disclosure or access and all other forms of unlawful processing. Finally, the Bank ensures and demonstrates that each processing operation is in compliance with the provisions of the applicable legal and regulatory framework.

All personal data breaches and even alleged personal data breaches are reported immediately to the competent and relevant Data Protection Officer.

The **protection of personal data** is our **primary concern** and it is our duty and responsibility to prevent leakage to third parties who are not entitled to the relevant information.

#### a4. We operate with professional secrecy and protect banking secrecy

Staff commitment to prevent disclosure to third parties of any information acquired in the performance of our duties is explicit and absolute (Art 458 of the Criminal Code and Article 41 of the Banking Act).

Article 41, paragraph 1 of the LFS provides that: “Natural and legal persons, subject to the prudential supervision of the CSSF pursuant to this law, as well as directors, members of managing and supervisory bodies, managers, employees and other persons in the service of these natural and legal persons or natural and legal persons having been granted an authorisation pursuant to this law and in liquidation and all the persons designated, employed or mandated for any function in the framework of a liquidation procedure of such persons, shall be required to keep secret any information confided to them in the context of their professional activities. Disclosure of such information shall be punishable by the penalties laid down in Article 458 of the Criminal Code”.

Article 458 of the Criminal Code provides that: “Physicians, surgeons, medical officers, pharmacists, midwives and all other persons who are, by virtue of their situation or profession, depository of the secrets confided to them and who reveal such secrets, to the exception of the cases where they have to testify in court or are under a legal disclosure obligation, are punishable by eight days’ to six months’ imprisonment and by a fine of EUR 500.- to EUR 5.000.-”.

Under Luxembourg law, criminal sanctions apply both to natural persons and to corporate entities. In the event where a natural person has committed a criminal offence in the course of its professional activity at the service of a corporate entity, both the natural person and the corporate entity may be held responsible for such offence.

A third party is considered to be any person who is not legally entitled to know the above information. Third parties also include all Staff members whose access to such information is not required for the performance of their duties.

It is worth noting that the execution of searches on accounts and client data through the central and peripheral systems of the Bank and through the inter-bank information systems **performed outside the context and not in connection with the exercise of one’s duties and tasks**, is unethical, illegal and is also considered a violation of our Code of Conduct and Ethics.

Finally, it is important to be aware that the obligations of professional secrecy and banking secrecy exist even after our departure from the Bank.



Safeguarding Banking Secrecy and Professional Secrecy is an **explicit obligation of carrying out our duties**, while our commitment applies even after our departure from the Bank.

## 4b.

We provide **Financial Security**

### **b1. We communicate openly and have a duty to report dishonest and irregular behaviour**

The Bank operates on the basis of high ethical standards, integrity, transparency and accountability. Our strategic commitment is to **safeguard our reputation and clientele**.

For this reason, it is of primary concern for Staff to act with **honesty**, a high sense of **responsibility** and to **ensure the safeguarding** of the assets and resources under its responsibility.

In this context, we apply the rule of zero tolerance in cases of fraud, corruption, violation of legislation related to money-laundering and generally actions that cause material and reputational damage to our Bank. Department heads must ensure a work environment that creates security for Staff members to communicate freely and to report possible issues that come to their attention.

In any event, Staff has the ability to contact the competent bodies stating facts or circumstances that constitute indicatively:

- **violation of law or other regulation**
- **violation of the Code of Conduct and Ethics**
- **violation of the Bank's Policies**
- **other forms of illegal, irregular, dishonest, unprofessional or unethical behavior**, including but not limited to:
  - theft
  - embezzlement
  - bribery and corruption
  - conflict of interest
  - money laundering and terrorist financing
  - misappropriation and destruction of assets
  - misuse of confidential information
  - ethical / psychological / physical / sexual harassment
  - fraud attempts
  - transactions or conduct that can be interpreted as indications of fraud or attempted fraud

The Bank provides protection against reprisals and keeps confidential the identity of those who have submitted information they know and consider to be accurate and true. Malicious reports are not subject to protection and confidentiality and are considered to be unethical.

Reporting the above incidents can be made at either the **e-mail address:**  
**[ethicshotline@eurobankpb.lu](mailto:ethicshotline@eurobankpb.lu)**

or the **phone line:**  
**+352 420 724 111**

Extensive listings of alternative channels for reporting are described in detail in the Policy for Whistleblowing and Reporting Unethical Conduct.

We implement a **zero tolerance policy** in all cases that cause harm to Eurobank and us as professionals. Such cases include: **fraud, corruption, violation of legislation related to money-laundering** as well as any other form of illegal, irregular, dishonest or unethical conduct.



## b2. We avoid conflicts of interest

The Bank's Staff members need to be aware of, identify, manage and avoid situations that could give rise to a conflict of interest. Conflicts of interest may arise when the personal, business or financial interests of a Staff member deviate from the interests of the Bank, Group Companies or key stakeholders (e.g. clients, shareholders, suppliers etc.). These situations primarily occur during the conduct of the Bank's business for clients and in personal transactions carried out by Staff.



Provided below are some **indicative conflicts of interest situations**, when a Staff member:

- may derive an inappropriate financial gain, or avoid a financial loss, at the expense of a client
- has different interests from the client's interest regarding the outcome of a service provided or a transaction carried out on the client's behalf
- has a financial or other non-financial incentive in favor of the interests of another client or client group at the expense of the interests of the client/group of clients served
- carries on the same business activity as the client
- receives or will receive from a person other than the client a consideration, in the form of money, goods or services beyond the usual fees or commission, relating to the service provided to the client
- establishes a business relationship on behalf of the Bank with a supplier that is a relative/family member or with whom the Staff member maintains a business relationship outside of the Bank

The Bank recognizes that proper identification and handling of transactions that occur between the Bank's related parties and the Group, enhances transparency, prevents any conflict of interest and ensures that the Bank's financial statements and reports to the Regulatory Authorities contain the necessary disclosures required by the International Accounting Standard and the applicable regulatory framework.

**Compliance Department is responsible for the monitoring, disclosure and evaluation of incidents** that could give rise to conflicts of interest. In cases where there is doubt or a question arises about the handling of the situation or the assessment of the existence or absence of a conflict of interest, the Bank's Staff members must submit a written request to the relevant authority level of the Bank, describing the characteristics of the specific case that can lead to conflicts of interest. Concerning the responsibilities of each approving body, the approval levels referred in the External Engagements Policy apply.

The request is forwarded to **Compliance Department** who **determines the gravity of the case and formulates an opinion** on the existence of a conflict of interest.

Each case of conflict of interest is considered independently and responded within 30 days.

We understand, identify, manage and **prevent situations** that may lead to conflicts of interest e.g. between Eurobank and our clients, between our interests and Eurobank's interests etc.

When in doubt, we submit a request to Compliance

### **b3. We prevent instances of bribery and corruption and promote integrity within the business environment**

The primary commitment of the Bank, is adherence to the highest ethical standards and show zero tolerance in cases of **bribery and corruption**. This commitment applies without saying to our Staff.

Staff members and members of our family are not allowed to receive gifts, rebates, fees or benefits, whether monetary or otherwise, from clients of the Bank or from third parties for the services we provide or intend to provide, as Staff members of the Bank, as well as for services associated with our professional status. This restriction also applies to gift offering attempts.



It is noted that it is not prohibited to accept small, symbolic gifts in the context of courteous communication and relations between Staff and clients/suppliers provided they are common practice in the country and remain reasonable and acceptable, as well as legal and properly recorded. Moreover, such gifts must leave no grounds for negative criticism.

In particular, regarding gifts that fall under the “hospitality/entertainment” category, the recipient should inform her/his head of Department. Gifts that are beyond those that are considered as symbolic/customary should be reported by the recipients to their immediate supervisor and Compliance Department. In the event of an attempt to offer gifts (other than customary) or in cases of doubt as to whether or not to accept a gift from a client, we must seek advice from Compliance Department.

Members of Staff involved directly or indirectly in the provision of investment services or activities (such as, indicatively and not exhaustively: the execution of client transactions, the reception/transmission of orders, investment advice, portfolio management) and ancillary investment services (such as, indicatively and not exhaustively, the safeguarding and administration of financial instruments, the granting of credit or loan to investors to carry out a transaction in one or more financial instrument), may not receive any additional rewards apart from the ones documented in the Bank’s policies and procedures, as determined by Human Resources Department and which are linked to their duties.

#### **b4. We enforce legislation on “anti-money laundering”**

The Bank ensures strict compliance with the existing legislative and regulatory framework for the prevention and combating of money laundering and terrorist financing (“anti-money laundering”). As members of Staff, we must not assist or co-operate with any client, or fail to report to the competent bodies any suspicious or unusual transactions that may be related to money laundering and terrorist financing.

Additionally, if we have sufficient cause for suspicion regarding a client or transaction relating to money laundering or terrorist financing, we must immediately notify Compliance Department either by telephone or in writing through the relevant form as described in the AML/CFT Manual.

Further, we should be aware that Legislation requires the Bank to follow the same stance towards its Staff when there is a violation of applicable laws.

We commit ourselves to upholding the **highest ethical standards and display zero tolerance towards bribery and corruption** by graciously refusing to accept gifts, discounts, fees or benefits for our services and our professional dealings.

#### **b5. We follow international regulations on economic sanctions (“Sanctions and embargoes”)**

The Bank has developed policies, procedures and monitoring mechanisms to fully comply with current legislative and regulatory framework and to deal with violations of International Regulations, by prohibiting, interrupting and identifying any case of an economic entity/ organization/country, associated with terrorist activities, human trafficking, drug trafficking and arms trafficking.

In particular, the Bank trains us to understand and identify cases of financial sanctions and cases where a total or partial ban on economic activity is foreseen. Additionally, with regular updates and instructions, the Bank is committed to and encourages Staff, and in particular authorized executives, to report all cases of financial offenses that are encountered.

Our Bank provides appropriate training and regular updates so as to immediately **report cases of violation of the International Rules** for the exclusion of economic units, entities, states, organizations associated with terrorism and human, drug and arms trafficking

## 4c.

We maintain

## Professional Ethics



### c1. All senior executives lead by example - Tone at the Top

In the Bank and in the Group, Management Executives, Managers and Supervisors (those who have Staff under their responsibility, irrespective of their hierarchy level) lead by example, by applying the provisions of the Code of Conduct and Ethics with diligence and loyalty. In addition, they have the duty to communicate, explain and inspire all employees under their responsibility, as to the culture of the Group, so that they become stakeholders and ambassadors of the values advocated by the Group.

Indicatively, they need to:

- strengthen and promote respect and honest communication
- communicate the present Code and the Bank's Policies in its letter and spirit
- to ensure understanding of the potential risks of each activity
- be an example and communicate with honesty and respect to customers, colleagues, business associates of Eurobank
- respond with speed, punctuality, and reliability to protests, comments and testimonials of clients and Staff of which they become aware

### c2. We implement a relatives' employment policy

The intention of the Group is to ensure meritocracy and avoid the creation of conflicts of interest in the recruitment, promotion and transfer process between relatives. In this context, the Bank has "Statement of Relation Form". The Bank does not hire siblings and relatives.

We always keep in mind that conflicts of interest may arise where the personal interests of Staff take precedence over the interests of the Group.

Executives and Managers lead by example, **inspiring all employees** under their responsibility

### c3. We avoid participation and dependence in gambling activities

The formation of a particular corporate identity and culture may impact on various aspects of our individual activities. All the more so when each member of our Staff is required to be a **model of professionalism, integrity and maturity and avoid behaviors that reflect dependencies that cause concern to the Bank**. For these reasons we should abstain from personal activities that seriously hinder the smooth performance of our duties.

In particular, the systematic participation in gambling activities with the purpose of obtaining a financial reward is prohibited and constitutes a misconduct that is subject to administrative sanctions.



### c4. We participate responsibly in social, political and voluntary activities

As Staff members, we belong to an organization that encourages participation in charitable and social activities and welcomes volunteering without requiring approval or notification. In any case, however, we must act responsibly so as to avoid any adverse effects on our daily duties. Our Staff is encouraged to discuss with their immediate supervisor any concern with regard to the impact of such activities.

Staff members have the right to participate in political activities such as supporting their local governments/regional authorities or undertaking specific tasks within a political party. However, such political activities must be conducted as an individual rather than as a representative of the Bank and must not create a conflict of interest, lead to any damage to the reputation of the Bank and the Group, or interfere with the performance of our duties.

The External Engagements Policy recognizes that each individual has the right to participate in political activities and more generally in public life. However, prior to accepting any governmental position or elected office, we must inform our immediate supervisor, the Human Resources and Compliance Departments.



Our responsible participation in voluntary and social activities is encouraged by the Group. Political activities are welcome to the extent that they **do not interfere** with the performance of our professional duties, **pose a reputational risk** to the Bank and/or create a conflict of interest.

## c5. What applies for our accounts and investments

### For our bank accounts

All investment accounts (securities/ deposits), for both our personal and for our immediate family members' accounts, it is recommended that they be held with the Bank and/or Eurobank SA. In order to ensure transparency in our transactions, it is recommended to avoid cash transactions and particularly large amounts of funds to third parties. In cases where large sums are handled, it is recommended that such transactions be performed through electronic fund transfers.

In cases where we hold cash and/or investment accounts with other credit or financial institutions, we must submit to the Internal Audit Department copies of the statements of the transactions executed in the other financial institutions, if requested in the context of an investigation.

If we hold securities accounts with another Securities Company, even if it is a member of the Bank outside of Luxembourg, United Kingdom and Greece (e.g. Eurobank SA in Greece and/or Cyprus), we need to inform Compliance Department by submitting copies of the statements of the transactions executed, if requested in the context of an investigation.

### For holding joint accounts with third parties

Eurobank Staff members are allowed to hold joint accounts at Eurobank only with their spouses, relatives (blood relatives up to the 4th degree or relatives by marriage up to the 3rd degree) as well as with persons with whom they cohabit. In the event that we wish to open an account with persons not falling under the above categories or to continue to maintain such an account, we must first obtain permission from Compliance Department. This may be obtained by submitting a relevant application, accompanied by the written approval of the supervisor.

Similarly, a member of Staff is not allowed to perform any transaction on behalf of a client using a power of attorney (except for his/her spouse or a person with whom the Staff member has concluded a cohabitation agreement without marriage or is simply cohabiting without marriage or relatives of the degree mentioned above), without prior permission from Compliance Department and after having obtained the relevant approval of the Staff member's supervisor.

We must be aware that no Staff member can act on behalf of a client as their authorized representative, especially in the cases regarding stock exchange transactions either on Greek or foreign securities.

### For transactions on our own accounts

Bank Staff members are not allowed to perform any transactions on their individual accounts and accounts which they hold jointly (transaction examples include: account opening, transfers between their own accounts and third parties, liquidation of investment products, addition of account holders, etc.), through the central or peripheral systems of the Bank to which they have access in the context of their duties. The prohibition includes any transaction they perform on their own behalf.

All such transactions must take place through the designated employee within the Bank's official channels of transaction performance (E-Banking).

### For borrowing

Staff members need to pay particular attention in their exposure to loan obligations, either as debtors, or as guarantors. It goes without saying that excessive loan obligations are not allowed, and members of our Staff are obliged to have a prudent and consistent approach with regard to their debt burden.

To ensure transparency in our transactions, we **follow the rules of the Code of Conduct and Ethics**, relating to our accounts and investments, to holding joint accounts with third parties, to transactions in our own accounts, and to borrowing.

## **c6. What applies for our external employment-business interests**

Regarding the possibility of our external engagement outside the Bank, it is expected that we avoid any involvement in external activities, which could create a conflict of interest, or in any way compromise the integrity and reputation of the Bank. In addition, we must ensure that any possible external appointment does not affect our ability to perform our duties as derived from our contract as employees, senior managers and board members.

We must remember that a conflict of interest may arise from our professional and personal activities when our actions and our personal interests hinder or may impede the impartial and effective fulfillment of our duties.

For example, we cannot without the prior written consent of the Head of Department, Compliance Department and where applicable the Chief Executive Officer:

- acquire a significant interest in any external business activity or venture;
- undertake any obligation for an external business or venture;
- perform any remunerated activity, directly or indirectly for our own account or for the account of another natural or legal person;
- undertake employment either on a remunerated or non-remunerated basis for companies that have a commercial or other gainful activity;
- accept board membership positions in public or privately held companies;
- acquire a significant financial or other interest in a supplier, client or competitor of the Bank or the Group.

In order to obtain authorization from the Bank for external appointments, the decisions must be taken according to the procedure described in the External Engagements Policy.

It should be noted that with regard to the members of the Boards of Directors, the maximum number of positions on Boards that a member may simultaneously hold, is governed by the provisions of the Greek Law 4261/2014 applicable to the Group and the CSSF circular 12/552 as amended., as in force.

Lawyers and management advisors are excluded from seeking prior approval for their external engagements. In particular, at the end of each calendar year, lawyers and management advisors must submit to Compliance Department an attestation / statement that no conflict of interest has been identified in relation to their professional mandates outside the Bank and/or Group.

## **c7. We prevent activities that lead to market abuse**

Of primary concern to the Bank is to prevent its Staff from engaging in activities that may lead to market abuse, in violation of provisions laid down by the legal and regulatory framework in force. More specifically, for all of us who work in the Group, as well as for persons closely associated with the Group Staff, it is not permissible to engage in market abuse, according to Regulation 596/2014 and its implementation decisions, and in particular to:

1. engage or attempt to engage in insider dealing;
2. recommend that another person engage in insider dealing or induce another person to engage in insider dealing;
3. use recommendations or inducements of others, where we know or ought to know that the recommendation or inducement is based upon inside information;
4. unlawfully disclose inside information;
5. engage or attempt to engage in market manipulation.

## c8. We do not misuse inside information (“Insider Dealing”)

As staff members of the Bank, we are obliged to avoid practices that constitute abuse of inside information. In particular, it is not permitted:

- to use inside information to acquire or dispose of, for our own account or for the account of a third party, directly or indirectly, financial instruments to which this information relates;
- to use inside information by cancelling or amending an order concerning a financial instrument to which the information relates where the order was placed before the person concerned possessed the inside information;
- to possess inside information and to recommend or induce on the basis of that information another person to a) acquire or dispose of financial instruments to which that information relates or b) cancel or amend an order concerning a financial instrument to which that information relates.

Categories of persons possessing inside information include:

- Persons involved in decision-making, implementation, or who have access to strategic matters (Strategic Actions Insiders)
- Persons who are involved or have access to Financial Information during the preparation of the Financial Results (Financial Results Insiders)
- Persons involved in any other way in individual events which include issues with inside information (Other Ad Hoc Insiders)

In order to ensure the confidentiality of important information among the departments of the Bank, a system of Chinese Walls is implemented. Chinese Walls are implemented not only in information systems, but also extend to the physical separation of the departments and the persons employed in the departments or in the Group Companies, so as to avoid information leakage as well as to secure the physical access to records and information that is not part of their duties. In this manner, we ensure that communication and information leakage between the units is avoided and aim to prevent situations that create conflicts of interest.



As members of the Eurobank Group Staff, we have a duty **to refrain** from activities that lead or may lead to **Insider Dealing, Unlawful Disclosure of Inside Information or Market Manipulation.**



## c9. What applies to our dealings

### For investment transactions

It is recommended that the Bank's Staff execute their trading orders through the Bank and the Transactions in financial instruments should take place in a manner and frequency such that they do not impede the effective performance of our duties during working hours.

In cases where transactions on any shares (domestic and / or foreign) listed or unlisted in any regulated market are not carried out through the Bank, we report the transaction in writing to Compliance Department. The notification is made within 5 working days of the transaction and only in cases where the total transaction value for the day exceeds the amount of EURO 10,000.

With regard to debt obligations issued by domestic or international issuers (e.g. corporate bonds and notes, government bonds etc.), buy/sell transactions shall be reported only where the transaction value is greater or equal to EURO 30,000 in total during the trading day. The notification is made within 5 working days of the transaction.

For other financial instruments (other than the above) traded on regulated markets or on a Multilateral Trading Facility (MTF) or on an Organized Trading Facility (OTF) or over-the-counter (OTC), reporting should be made for transactions amounting to or greater than EURO 10,000 within the day and no later than 5 working days after the transaction takes place.

In particular, persons discharging managerial responsibilities within an issuer are required to disclose transactions to the issuer and the Hellenic Capital Market Commission, within 3 working days of the date of the transaction. The disclosure concerns EYPQB shares and Eurobank (issuer) instruments over EURO 5,000, within the calendar year. The limit of € 5,000 is calculated by simple addition, without offsetting transactions

It should be noted that no disclosure of the aforementioned transactions (shares, debt securities and other financial instruments) to Compliance Department is required if they are carried out, as should be, through the Bank or another Group Company. However, if the transactions are carried out through another bank or through another brokerage/investment services company, we are obliged to report these transactions in writing to Compliance Department.

The Bank encourages Staff to carry out transactions in financial instruments in the context of normal investment/trading activity. It goes without saying that any transaction that aims at short-term gain and/or speculation is discouraged. For this reason, securities purchased on a regulated market or an MTF or an OTF or OTC, should be held by Staff for at least 24 hours. Bonds must be held for a period greater than or equal to three months after the transaction date.

Short-term gains include foreign exchange transactions (for speculation purposes) and especially when linked to other investment products.

Moreover, it is recommended that continuous and repetitive intra-day transactions in financial instruments be avoided, particularly short selling. In addition, transactions with leverage in financial instruments are discouraged, except in cases where, such transactions are performed in the context of hedging long-term investment positions. Taking into consideration the market condition at the time, transactions which have a long-term investment horizon or at least a medium term one are considered as acceptable investment practice. Our investments should be consistent with our financial knowledge and financial position.

All our investment transactions and our participation in auctions **must comply** with the **rules** of the **Code of Conduct and Ethics** and be consistent with the framework set by the Eurobank Group for each case.

The Bank reserves the right to prohibit the performance of transactions on margin/collateral by Staff, in cases where the particular member appears to be over-lended or in cases where it is obvious that such service is performed for speculative purposes (taking advantage of market conditions or of conditions relating to the particular traded instruments). The use of such service is recommended for medium/long-term investment transactions. Moreover, in no instance shall a margin account be used for intra-day transaction purposes. The non-executive members of the Board of Directors report as required, to the Audit Committee, in accordance with current regulations.

Finally, transactions in the name of the Bank are not permitted unless they are performed in the course of our duties or under special authorization given for the particular transactions.

### For participation in auctions

The Bank does not permit our participation, directly or indirectly (through surrogate persons) in auctions for the sale of movable or immovable property of debtors of the Bank, as well as any related action that could create adverse consequences or have an adverse effect on the credibility and reputation of the Bank and/or the Group. This prohibition does not include cases in which the Bank invites its Staff to participate in the process as an interested party, in accordance with the applicable procedures of the Bank



### c10. We use staff rates properly

We work in an organization that provides us with a range of benefits, among which are favorable terms for services and products. We, as Staff, must take care for their proper use. As such, these favorable terms and personal accounts should not be used for the benefit of third parties who are not entitled to these, for example the business activities of a relative or other person, etc.

As members of Staff, we have favorable terms on products and services. These were created exclusively for us and **we have an obligation to use** them appropriately.

#### 4d.

We act with **Respect** towards our **colleagues**



#### d1. With dignity and high standards of professionalism in our workplace

Mutual respect and dignity are our core priorities. Each of us must show respect towards the Bank and its clients as well as those with whom we cooperate internally and externally. Due care in our work, professionalism, honesty, integrity, impartiality, fair treatment and with value for our clients defend the interests of the Bank and the Group in the most effective way, and ensure our excellence as professionals and people.

The Bank recognizes the value of diversity and the benefits that derive from differences. Therefore, we have created a working environment that welcomes and supports people irrespective of age, marital status, maternity, paternity, gender identity and expression, sexual orientation, ethnicity, race, color, religion, disability or other status. This is reflected in our recruitment processes, as well as in the actions we take in order to develop and retain our Staff. The Bank is committed to providing equal employment opportunities and development of its employees by treating each member of Staff with equity, meritocracy and objectivity.

It is important to remember that Understanding and Cooperation are two fundamental values of the Bank. More specifically, “understanding” includes showing respect for the diversity of individuals and helping others feel comfortable in being themselves. At the same time, “cooperation” means that we support our colleagues, we encourage different opinions, dialogue and debate and we make good use of the advantages that emerge as a result of the diversity of the members of the Staff.

All forms of discrimination, harassment or intimidation relating to ethnicity, gender, motherhood, color, religion, health, sexual preference and any other distinction are behaviors incompatible with our culture and values. We show zero tolerance to such behaviors and we have established communication channels and processes through which any incident or suspected incident of discrimination, harassment or intimidation can be reported, examined and addressed. All Staff members are encouraged to raise issues of concern and speak up when they suspect potential wrongdoing or are faced with conduct or situations that may raise ethical, legal or regulatory concerns.

If you believe that you or someone else is a victim of harassment or discrimination, you can refer the matter to your Manager, the Human Resources Manager as well as other communication channels as described in the Policy for Whistleblowing and

**Dignity and respect are essential elements of our attitude** in our workplace, where discrimination, harassment, rudeness and intimidation have no place.

Reporting Unethical Conduct. More specifically you may:

- Communicate with the Chief Compliance Officer
- Communicate with the Chief Governance and Controls Officer
- Communicate with the Chief Internal Audit
- Send an email to [ethicshotline@eurobankpb.lu](mailto:ethicshotline@eurobankpb.lu)
- Report in writing to the Internal Audit Department/Compliance Department, 534, rue de Neudorf L- 2220 Luxembourg

In case any employee wishes to use a Group reporting channel they are free to do so.

For difficult situations encountered in the performance of our duties it is recommended to seek the advice and/or guidance of the Authorised Management or directly from Compliance Department.

We must be aware that in order to strengthen our working environment and promote an inclusive workplace each one of us is individually responsible for safeguarding and supporting diversity, abiding by the requirement, and creating an environment where there is no discrimination, intimidation, rudeness, and where respect, inclusion, solidarity, understanding, honesty and meritocracy dominate and prevail.

## **d2. With optimal levels of health and safety**

One of the most important priorities for the Bank and for us as Staff is to ensure our physical and mental health and safety in the workplace. That is why, in addition and above legislation, all necessary measures are taken, to prevent and deal with accidents and occupational illnesses. Furthermore, the Bank and the Group are committed to maintaining high standards of prevention in the workplace in case of pandemics.

More specifically, the Bank:

- implements programs to ensure a safe workplace and prevent risks associated with health and safety;
- possesses the appropriate infrastructure and equipment that is needed for a safe working environment;
- trains and informs the members of the Staff regarding health and safety issues.

Respectively, we as Staff, are committed to contributing to, complying with and following precisely the relevant directives, aiming at our complete protection.

More specifically, we, as Staff members:

- ensure, insofar as it is feasible, our own health and safety, as well as the health and safety of others in the workplace;
- comply with health and safety instructions given by the Bank;
- report all incidents, conditions or behaviors that pose a threat to health and safety in the workplace.



**Health and safety in the workplace are top priorities** for the Bank to which we all contribute by following precisely all regulations/directives intended for our protection.

## 4e.

We protect the Bank, the Group and its reputation

### e1. Our attitude towards the Bank's assets

We protect the Bank's assets irrespective of our mode of work (on-site presence, teleworking etc.). the Bank's assets include, but are not limited to, buildings and fixed assets (e.g. any type of machinery, computers, desks, drawers, filing cabinets, lockers, archives and in general any equipment used by Staff in the performance of their daily duties), software, communication networks, procedures, elements of corporate identity, information, customer base, supplier information, reports, regulatory documents, files, supplies, intellectual property rights. For all tangible and intangible assets, we must show due care and responsibility in safeguarding their integrity so as to properly serve the business purposes of the Bank.

In addition, we must be aware that the Bank's assets should not be used for personal benefit and for purely personal use, and that any concern regarding its proper use should be reported to the Information Security Officer.

It is important to remember that anything we do using the Bank's assets (e.g. computers, mobile devices, network etc.) or store in the Bank's premises might be disclosed to people inside or outside the Bank (e.g. when this is required by law, in the context of an investigation, in the course of maintaining the security of resources and users etc.).

When Staff members have any reason to believe that the network security has been violated in cases they have lost their laptop or smart phone or think that their network password has been compromised, they are required to promptly report the incident to the Information Security Officer.

### e2. Our participation in social media

The Bank and the Group recognize our need to participate in Social Media Networks, the right to maintain personal accounts and to freely share our views on various subject matters. However, their responsible and correct use, in accordance with the applicable legal framework and the relevant regulatory and policy framework is recommended. In this respect, the Group has developed a Social Media Policy.

According to that policy, we must be careful about our statements and show the necessary diligence when participating in social media. It is particularly important to behave with respect towards others and not



to publish statements/comments that may be insulting or detrimental to others or to the Bank or to the Group. It is worth remembering that:

**1. We do not reveal Information relating to the Bank Information Security** is our central priority, and we are obliged to keep confidential information about our clients, our strategy, our colleagues and our suppliers, as well as documentation that is passing through our business network (Intranet) such as Management Acts, Announcements etc.

**2. We do not post or make comments regarding the Bank.** Only specific employees/board mem-

**Protecting the Bank's/Group's assets is one of our priorities.**

Their proper use, the reporting of our concerns, and our due care contribute to the company's business goals and thus to our professional success.

bers are authorized to publicly represent the Bank, therefore any opinion we express is our personal opinion and not related in any way to our position in the Bank. Therefore, we need to make it clear in our postings, where necessary, that the views we express are our own. In addition, if we do not represent a competent body, we do not comment on issues about the Bank that require legal advice.

**3. We ensure that our Imprint and Communication Style are compatible with the Bank's principles.**

We manage responsibly the content of our posts, knowing that it remains visible to a wide audience and for a long time. We respect our audience, copyrights, the privacy of third parties and make no petitions without the prior approval of the individuals concerned (especially clients and associates); we do not blame, use obscenities, intimidate, or insult other individuals or social groups.

**4. We comply with our obligations towards the Bank.** We follow the terms of our employment contract, especially those relating to Confidentiality, Non-Disclosure, Representation and the rules of the Code of Conduct and Ethics, even when using Social Networks in our own time.

**5. We act responsibly even when we have the best intentions.** Anything we publish regarding the Bank may potentially harm it and be damaging to us personally. When publishing material about the Bank we keep in mind that we are responsible for its image, and act so that the Bank and we personally can only reap the benefits of digitalization.

It goes without saying that the use of Social Media Networks within the workplace is only allowed for business purposes. **Personal use of social media should take place outside working hours and not affect our daily work activity.**

As a general remark, we need to remember that our obligations not to reveal information relating to the Bank and not to make comments regarding the Bank apply not only to our participation in social media, but also to other online posts, photos, communications with the press, public speaking engagements etc.

### **e3. Our participation in court or out-of-court cases**

In cases where we are called upon or voluntarily decide to stand as a witness in cases related to clients, associates, other members of Staff or even ex-staff members, in legal proceeding or in out-of-court settlement proceedings, we must not take any action prior to informing the authorized Management and the Compliance Department.

### **e4. We foster a culture of risk awareness**

Eurobank aims to demonstrate a culture of strong risk awareness and ownership, where all Staff members act as risk managers. It is our responsibility to be aware of the risks, which can result from our actions or decisions and to manage these risks appropriately.

Managers are also responsible for understanding the risks in their business and appropriately managing those risks within the Bank's risk appetite.

The Risk Department is mandated to develop policies, procedures and processes to set the risk management framework for the Bank. All Eurobank Staff members need to be aware of and adhere to these minimum risk management standards.

### **Our active participation in Social Media Networks must take place in a responsible manner:**

within business hours, exclusively for business needs-outside of business hours, with respect for human dignity and without exposing us as professionals and as representatives of the Bank

#### 4f.

We operate with **social responsibility**



#### f1. Following a business continuity plan

The Bank has taken care to develop a Strategic Business Continuity Plan, which is in full compliance with the provisions of relevant legislation.

Its main goal is to protect the life and the safety of Staff, provide uninterrupted service of our critical tasks and services to our clients, and safeguard our reputation and our property. The Bank has carried out a thorough analysis of its operations, ensuring an assessment of emerging risks and developing strategies to address issues that may affect its day- to-day operations..

It goes without saying that we all comply, participate and follow closely directives aimed at the continuation of the Bank's business activity.

#### f2. By specifying relationships with our suppliers

The Bank applies policies and procedures which take special care so that when entering into a contract between the Bank and a Service Provider, the latter complies with the Bank's regulatory requirements and internal regulations and policies in order to avoid situations of Conflicts of interest.

The Bank verifies the suitability, legitimacy and competence of the service provider in terms of its financial condition and its operating and control procedures to ensure that the provider is able to provide the required level of service. It also assesses the risks that may arise from the assignment, establishes mechanisms for risk control and takes special measures if it is found that the provider does not perform the functions assigned to him effectively and in accordance with the applicable legal and regulatory requirements.

In particular, the following rules of conduct governing the procurement of goods and services and the tendering process of technical and physical security projects in the Bank are in force in order to ensure transparency and objectivity:

- Avoid transactions with Suppliers who use practices that the Bank considers vulnerable.
- It is not permitted to accept gifts from Suppliers, except for those of a small value and customary.
- Avoid any personal relationship that may affect or be considered to affect the impartiality of the Bank's Staff members.
- Ensuring the confidentiality and the ethical business and trading principles of the Bank, the transparency of procedures, the objectivity in the selection of Suppliers and the protection of the interests of the Bank implies the confidential treatment of the evaluation of the tenders throughout the tendering process, and after their completion and contract award.

### **f3. By supporting sustainable development - demonstrating social responsibility**

Corporate Responsibility is a fundamental and integral part of our Group's strategy. Working with sensitivity, respect and high corporate responsibility, we strive to actively contribute to the improvement of the economic and social environment in which we are a part of and operate in. In this context, through various initiatives we support Innovation & Youth Entrepreneurship, Education, Culture, Sports, Social solidarity, and the Environment.

In particular, responding to the needs of society, we support actions that promote Innovation, Entrepreneurship and Extraversion. In addition, the Group with the program "Great Moment for Education" rewards the effort of young people to acquire knowledge and rewards those capable and deserving of prospects for the future.

We have also, been traditionally involved in the support and promotion of culture. We steadfastly support sports and top-level athletes, demonstrating in practice our particular interest in the development of athletic ideals.

Social contributions are an integral part of all subsidiaries of the Group. At the same time, the Group contributes annually, through donations and voluntary work, to the work of a significant number of non-profit organizations and institutions, mainly in areas concerning children and health.

With the aim of ensuring a high level of consumer protection in the promotion and advertising of financial products and services, the Bank was one of the first banks in Luxembourg to ratify the International Capital Market Association Private Wealth Management Charter of Quality (ICMA Charter of Quality, 'the Charter'). In doing so, we pledged our commitment to the three main principles on which the Charter is founded: integrity, transparency and professionalism.

By ratifying the Charter our Bank has committed to:

- Providing access to highly skilled and adequately educated advisors;
- Offering the most pertinent investment solutions and financial services;
- Assisting its clients to comply with their legal and tax obligations;
- Ensuring protection of its clients' right to privacy;
- Extending the highest levels of customer service and hospitality.

In addition, in the context of our Corporate Social Responsibility strategy and aiming at enhancing the image and reputation of our Organisation, we have established procedures that ensure that we follow rules of conduct for all of the above actions.

### **f4. By having environmental responsibility in our Group**

We believe that the need to protect the environment is of strategic importance and that environmentally and socially responsible action is an essential part of sustainable business growth. As a financial group we are aware of the environmental and social impacts of our own operations and we therefore endorse, and set specific objectives and targets for the optimum use of natural resources, the mitigation of waste production, the prevention of pollution, the mitigation of climate change and the protection of biodiversity and ecosystems, in a workplace where human and labor rights, as well as health and safety, are considered matters of utmost priority and in compliance with applicable environmental and social legislation. This behavior, is also, gradually, adopted towards our shareholders, our customers and suppliers, as well as towards society at large.

**Education, Culture, Sports, Economy, Society:** The main pillars in our effort for Sustainable Development in Greece, and also evidence of our consistent and stable work on **Corporate Responsibility**



By committing to responsible energy management as part of our overall Environmental & Social Policy, we follow in all our installations the rationale of minimizing energy costs, harmful emissions, fossil fuels, and at the same time maintain our operational objectives and provide an acceptable working environment for our Staff.

Within our Environmental Management, we implement a specialized Energy Management System to ensure proper implementation of the aforementioned policy and continuous improvement of our energy performance.

By making every effort to recycle and/or redirect the main waste generated, through special recycling programs, we aim at the safe management of all recyclable outgoing materials. Particular emphasis is placed on preserving the most important natural resource, water, by taking measures through specific programs.

At the same time, we aim at transmitting our environmental responsibility to clients and suppliers. We develop evaluation criteria for both individuals and legal persons with whom we cooperate and for the products and services that they provide.

In all cases, we encourage the participation of Staff both in the Group environmental projects and in adopting environmental behaviors that promote our personal growth, the spirit of volunteering and contribute to a better life for all of us.

## **f5. By respecting human rights**

Within its framework of influence, the Eurobank Group is committed to ensuring respect for human rights, and in particular among Staff members, suppliers and clients. In this context, we participate in Associations and Organizations that promote Sustainable Growth and Responsible Entrepreneurship.

Specifically, the Group:

- Accepts the UN Global Compact, an international voluntary initiative to promote sustainable and responsible business. The pact provides a framework of 10 internationally accepted principles in the areas of human rights, working conditions, environmental protection and anti-corruption, whereby participating companies commit to aligning their strategy and activities.
- Participates in the United Nations Environment Programme Finance Initiative (UNEP FI) to promote Sustainability.
- Is an ambassador to the Sustainable Greece 2020 Initiative, which aims in promoting Sustainability and Responsible Entrepreneurship.
- Is a member of the Greek Corporate Social Responsibility Network, which aims at promoting Corporate Responsibility of Greek businesses and organizations through a series of initiatives, good practices and actions that help to strengthen social cohesion and sustainable growth.
- Is a member of Global Sustain, which promotes corporate responsibility, green economy, sustainability, business ethics, excellence, responsible investment, transparency, human rights and accountability.
- Has instigated the formation of the Hellenic Bank Association's "Committee for Sustainable Growth", coordinating its activities to date.
- Is a member of the standing working group of experts of the Energy Efficiency Financial Institution Group (EEFIG) established by the European Commission to Finance Energy Efficiency.

Environmental Protection, Energy Saving, Participation in Voluntary Programs for a **Better Life on a Better Planet: Liability and Commitment** of the Group and its Staff.



## **f6. By promoting free and fair competition**

The Group is an active member of an upstanding global economy. That is why we are committed to full compliance with the International, European and, by extension, Luxembourg legal framework. Each of our activities forms part of the free economy and faithfully abides to practices of fair competition. As such, we do not seek to gain a competitive advantage through unethical, illegal means and unfair trade practices. In our daily activities, we work harmoniously with market regulators. In our dealings with customers and suppliers, we always act with integrity, transparency and fairness.

The Group understands the importance of the legal and regulatory framework on the protection of free competition and its benefits for consumers, competitors, as well as for the market as a whole. In this context, we take all appropriate measures in order to promote and protect free competition. The Group provides training to Staff members and raises awareness in order to prevent behaviors that aim or lead to the restriction or distortion of competition.

When Staff members have doubts as to whether a specific behavior could constitute a breach of free competition or fair competition laws, they should seek advice by contacting the Compliance Department.

Moreover, the Group informs Staff members that breaches of the free competition legal and regulatory framework may lead to heavy fines and reputational damage for the Group, as well as to administrative fines, penal sanctions and disciplinary sanctions for those natural persons liable for non-compliance with the competition rules and responsible for the violation.

In the case of a surprise inspection (“dawn raid”), the Group will cooperate fully and actively with the competent authorities.

By participating in Associations and Organizations that promote **Sustainability and Responsible Entrepreneurship**, Eurobank Group demonstrates its commitment to **respecting the human rights of Staff members, clients and suppliers** throughout our frame of influence.



## 5. The **Control Function** and the **Monitoring** of the Code of Conduct and Ethics

Compliance Department as well as the other competent auditing and control bodies of the Bank are responsible for monitoring the Bank's Code of Conduct and Ethics. In this context, they are authorized to review transactions in savings and/or investment accounts, personal data available in computerized systems, e-mail, interbank information systems, files etc. Their purpose is to aid and support the application of the rules described, to defend the Bank's interests, as well as fulfill their obligations as foreseen under applicable legislation.

Persons charged with the monitoring and implementation of the Code of Conduct and Ethics take appropriate organizational and technical measures to protect data and ensure their security, thus attaining the level of security based on the nature of the data being processed. Also, under measures of high security, information is provided to national competent authorities (e.g. Prosecutor's Offices, Commission de Surveillance du Secteur Financier, Tax Authorities, Magistrates etc.) when requested.

Compliance Department is also responsible, for handling questions that may arise, as well as our training on the proper application of the rules of the Code of Conduct and Ethics.

We note that any perceived violations of the provisions of this Code of Conduct and Ethics may be referred to the competent bodies of the Group and can even lead to administrative or disciplinary action including the resolution of the Staff member's relationship with the Group.

Compliance and the relevant auditing bodies of Eurobank are responsible for monitoring and implementing the Code of Conduct and Ethics.  
**Every action is performed with the highest level of security for the information and data they hold**



## 6.

The **Duration** of the Code of Conduct and Ethics and its Revision

The Code of Conduct and Ethics is re-evaluated and updated every 3 years. Compliance Department is responsible for reviewing it, and undertakes to ensure that its content and rules are fully updated to possible changes in the current legislative/regulatory framework and/ or the principles of the Group.

Compliance and the relevant auditing bodies of Eurobank are responsible for monitoring and implementing the Code of Conduct and Ethics.  
**Every action is performed with the highest level of security for the information and data they hold**



**7.**  
Our personal commitment to  
**Professional Responsibility**

On an annual basis, we confirm that we are aware of the terms of the Code of Conduct and Ethics. The general issues developed in this Code of Conduct and Ethics are specified by policies, guidelines and procedures issued by the relevant Business Units. These are distributed by electronic mail and/or saved in the common folder at the disposal of the employees or by any other means deemed appropriate by the Bank. This enhances the knowledge of our Staff with regard to the procedures that we all must learn and be aware of.

Indicatively but not exclusively, we must be aware of:

- the Policy for the Prevention and Detection of Market Abuse
- the Insider Dealing Guideline
- the Management of Complaints Policy
- the General Data Protection Regulation Policy
- the Policy for Whistleblowing and Reporting Unethical Conduct
- the Conflicts of Interest Policy
- the Group's Related Party Transactions Policy
- the Anti-bribery and Corruption Policy
- the Group's Relatives Policy
- the Group's Social Media Policy
- the Outsourcing Policy
- the Group's External Engagements Policy
- the Anti-money laundering and combating the financing of terrorism Policy and Manual
- the Group's Environmental & Social Policy
- the Group's Fraud Risk Management Policy
- the Group's Procurement Policy
- the Group's Reputational Risk Management Framework
- the Group's IT Security Responsibilities Guideline
- the Group's Data Loss Prevention Guideline
- the Group's Requirements for Data Classification, Labelling and Handling of information assets Guideline
- the Group's Secure Paper Destruction and Disposal Guideline
- the Group's Secure Adoption of Cloud Computing Guideline





## **8.** **Terminology and Examples**

**“Conflict of Interest”** is defined as the situation that:

- could arise in any area of activity of the Bank,
- within the context of its operations,
- when the personal interest of a member of Staff or relevant person competes with the interests of the Bank and/or at the same time proves to be harmful to the interests of a client (of the Bank).

More specifically, a Conflict of Interest may arise in any of the following cases (indicatively and not exhaustively):

- between the Bank and a client or a member of Staff or relevant person
- between two or more departments of the Bank, or between Eurobank Companies
- between two or more clients, in the context of the provision of a service by the Bank to those clients.

**“the Bank’s Staff”** or **“Staff”** means:

- a) all members of the Board of Directors
- b) the authorized Management
- c) all managers
- d) all persons engaged in advisory positions
- e) all persons engaged as full, part time and temporary employees
- f) all persons engaged by the Bank on a contract basis (third persons collaborating with the Bank within the context of either providing services or performing a project).

“Financial instruments” As described in Annex I Directive 2014/65/EU.

**“Immediate family member”** means:

- a) the Staff member’s spouse or a person with whom the Staff member has concluded a cohabitation agreement without marriage or is simply cohabiting without marriage,
- b) the dependent children of the Staff member and the dependent adopted children of the Staff member and
- c) all other relatives of the Staff member, who live together with the Staff member under the same roof.

**“Inside information”** means information relating, directly or indirectly, to one or more issuers or to one or more financial instruments, that:

- a) is of a precise nature,
- b) has not been made public and which,
- c) if it were made public, would be likely to have a significant effect on the prices of those financial instruments or on the price of related derivative financial instruments

**“Insider Dealing”** arises where a person possesses inside information and uses that information:

- 1) by acquiring or disposing of, for its own account or for the account of a third party, directly or indirectly, financial instruments to which that information relates, or
- 2) by cancelling or amending an order concerning a financial instrument, to which the information relates, where the order was placed before the person concerned possessed the inside information.

Recommending that another person engage in Insider Dealing, or inducing another person to engage in Insider Dealing, arises where the person possesses inside information and recommends, on the basis of that information, that another person:

- 1) acquire or dispose of financial instruments to which that information relates or
- 2) cancel or amend an order concerning a financial instrument to which that information relates, or induces that person to make such an acquisition, disposal, cancellation or amendment.

The use of the recommendations or inducements referred to above amounts to insider dealing where the person using the recommendation or inducement knows or ought to know that it is based upon inside information.

**“Market manipulation”** shall comprise the following activities:

- a) entering into a transaction, placing an order to trade or any other behavior which:
  - i. gives, or is likely to give, false or misleading signals as to the supply of, demand for, or price of a

- financial instrument or
- ii. secures, or is likely to secure, the price of one or several financial instruments at an abnormal or artificial level, unless the person entering into that situation establishes that such transaction, order or behavior have been carried out for legitimate reasons, and conform with an accepted market practice;
- b) entering into a transaction, placing an order to trade or any other activity or behavior which affects or is likely to affect the price of one or several financial instruments and which employs a fictitious device or any other form of deception or contrivance;
  - c) disseminating information, which gives, or is likely to give, false or misleading signals as to the supply of, demand for, or price of a financial instrument, or secures, or is likely to secure, the price of one or several financial instruments at an abnormal or artificial level, including the dissemination of rumors, where the person who made the dissemination knew, or ought to have known, that the information was false or misleading;
  - d) transmitting false or misleading information or providing false or misleading inputs in relation to a benchmark, where the person who made the transmission or provided the input knew or ought to have known that it was false or misleading, or any other behavior which manipulates the calculation of a benchmark.

**“Multilateral trading facility” (“MTF”):** a multilateral system, operated by an investment firm or a market operator, which brings together multiple third-party buying and selling interests in financial instruments – in the system and in accordance with non-discretionary rules – in a way that results in a contract.

**“Organized trading facility” (“OTF”):** a multilateral system which is not a regulated market or an MTF and in which multiple third-party buying and selling interests in bonds, structured finance products, emission allowances or derivatives are able to interact in the system in a way that results in a contract.

**“Owner of inside information”**

Any person who possesses inside information as a result of:

- a) being a member of the administrative, management or supervisory bodies of the issuer;
- b) having a holding in the capital of the issuer;
- c) having access to the information through the exercise of his/her employment or duties (Indicative cases but not be limited to: Fund managers, financial analysts, any person receiving information on the strategic decisions of Eurobank, which could bring about a positive or negative impact on financial markets, the internal and external auditors of Eurobank as well as any person that, due to their work/assignment, is being informed about subjects related to financial instruments that will be or are listed in a regulated market or MTF or OTF).

In any case, it is meant the person who possesses inside information under circumstances other than those referred above, where that person knows or ought to know that it is inside information. Where the person is a legal person the above definition includes the natural persons who participate in the decision to carry out the acquisition, disposal, cancellation or amendment of an order for the account of the legal person concerned.

**“Person closely associated to person discharging managerial responsibilities”** means one of the following:

- a) a spouse, or a partner considered to be equivalent to a spouse in accordance with national law;
- b) a dependent child, in accordance with national law;
- c) a relative who has shared the same household for at least one year on the date of the transaction concerned; or
- d) a legal person, trust or partnership, the managerial responsibilities of which are discharged by a person discharging managerial responsibilities or by a person referred to in point (a), (b) or (c), which is directly or indirectly controlled by such a person, which is set up for the benefit of such a person, or the economic interests of which are substantially equivalent to those of such a person.

**“Person discharging managerial responsibilities”** means a person within an issuer who is:

- a) a member of the Board of Directors or of Management or supervisory body of that entity; or
- b) a senior executive who is not a member of the bodies referred to in point (a), who has regular access to inside information relating directly or indirectly to that entity and power to take managerial decisions affecting the future developments and business prospects of that entity.

**“Unit”**: all departments of the Bank.

**“Unlawful disclosure of inside information”** arises where a person possesses inside information and discloses that information to any other person, except where the disclosure is made in the normal exercise of the person’s employment or duties.

## 9. Contact Information

For any matter concerning the provisions of the Code of Conduct and Ethics and the submission of approval requests where required, the following **e-mail address** is available:

**[Compliance\\_dept@eurobankpb.lu](mailto:Compliance_dept@eurobankpb.lu)**

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Responsible Department: Compliance Department

Head of Responsible Department: Danielle Marc

Approved by: Audit Committee

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Our new Code of Conduct and Ethics highlights the importance the Bank places integrating our ethics principles in the way we behave as professionals and in the way we conduct our business. Every one of us demonstrates our daily practices our values of social responsibility and transparency. For the Bank, our Code of Conduct and Ethics is a constant compass pointing in the direction where the philosophy of ethics becomes practice.