

COMMITMENT TO ETHICAL CONDUCT

Your obligations during cooperation with ŠKODA JS a.s.

I. INTRODUCTION

CEZ Group (i.e. ČEZ, a. s., companies directly or indirectly controlled by ČEZ, a. s., companies managed by ČEZ, a. s.) is an integrated group of companies active in Western, Central and South-eastern European countries. Company ŠKODA JS a.s. is also a part of the CEZ Group.

CEZ Group is fully aware of its corporate social responsibility. In its business dealings CEZ Group adheres to high ethical standards including responsible behaviour toward its employees and other workers, society and the environment as recorded in the CEZ Group Code of Ethics, which CEZ Group adapts as needed to reflect its observations and current best practices. In line with these values, CEZ Group also takes care to ensure that not only the individuals and companies working in CEZ Group, but also its partnering entities, abide by these ethical and legal standards as part of their value chains, and in particular supply chains.

The CEZ Group's Commitment to Ethical Conduct reflects the legislation, EU regulations, international treaties, international agreements on human rights, and regulatory rules currently in force and effect, in addition to current recommendations and procedures from expert organizations and best practices in legal and ethical regulation.

II. GOALS AND EXPECTATIONS

While cooperating with CEZ Group companies, you are required to maintain the same level of integrity as CEZ Group requires of its own companies and their employees, including in relation to third parties. This document informs you of the CEZ Group's basic ethical principles and gives a list of the rules supporting those principles. CEZ Group reserves the right to monitor and verify that the Supplier (business partner) is in compliance with the rules stipulated herein, in particular through a compliance questionnaire, assurances or external verification.

By entering into a contractual relationship, suppliers undertake to abide by this Commitment to Ethical Conduct and to provide CEZ Group with any and all cooperation necessary to verify compliance with this document as well as to perform any specified corrective actions, if applicable.

III. BASIC OBLIGATIONS

1. Legality and ethics

- Abide by all legal regulations, EU regulations, international treaties, international agreements on human rights, and regulatory rules in force and effect.
- Duly fulfil your obligations toward contractual partners, the state or other public institutions, and always act honestly in business matters.
- Fulfil your duty to inform arising from valid and effective legal regulations in relation to public registers of legal entities and natural persons, ultimate beneficial owners, contracts register, public tenders, etc.
- Do not tolerate or support violations of human and social rights, rules of environmental protection, fraudulent behaviour, corruption, breach of the competition rules, discrimination and other unlawful or unethical conduct.
- Heed current recommendations and procedures from expert organizations and best practices in legal and ethical regulation, including criminal liability of legal entities, due diligence, and sustainability principles.
- Take care to protect your business reputation.
- Take appropriate measures to prevent and avoid any criminal activity, corruption, or other unlawful conduct by your employees, representatives, and other workers that could entail criminal liability on the part of the legal entity or administrative sanctions (compliance programme).

2. Protection of privacy, data, information, and information systems

- Process personal data only for legitimate purposes arising from legislation in force and effect and contractual relationships or on the basis of consent from the data subject. Grant access to personal data only to persons who need it for legitimate purposes. Grant access to personal data only with the consent of the data subject if legal regulations require such consent.
- Take care to restrict unauthorised access to the personal data you process as well as to prevent accidental loss or destruction of said personal data.
- Abide by the rules for individual CEZ Group facilities and workplaces for handling CEZ Group data, information, and information systems.
- Protect CEZ Group digital systems to prevent theft or misuse.
- Report any shortcomings in the CEZ Group measures taken to protect data, information, and information systems.

3. Intellectual property, internal and confidential information, and protection of the same (insider trading)

- Protect the intellectual property of CEZ Group companies and third parties, even after the contractual relationship no longer exists.
- Note that information, ideas or inventions made or implemented in connection with your work for CEZ Group can under certain circumstances be the property of CEZ Group. Comply with the trade secrets of CEZ Group companies and third parties, even after the contractual relationship no longer exists.
- Do not disclose or release internal or confidential information or data on CEZ Group or other entities that CEZ Group is obliged to protect as confidential information without written consent from the relevant CEZ Group entity.
- Never buy, sell or advise anyone to buy or sell shares or other securities of a CEZ Group company or other company if you have access to insider information on the business activities of that company. Insider information (internal corporate information) means specific information about a CEZ Group company that is not public knowledge and that, if disclosed, would probably have a significant impact on the price of traded securities.

4. Conflict of interest rules

- Avoid activities and relationships that could be in conflict with your obligations to complete tasks for CEZ Group or that could create the impression of such a conflict.
- Use the resources and means of CEZ Group exclusively for the purpose of completing tasks for CEZ Group.
- If you are a member of a governing body of a company outside CEZ Group and would be capable of influencing the business dealings and conduct between a CEZ Group company and this company, inform your direct contact at CEZ Group of this immediately.
- If you are in a possible conflict of interest, immediately report the situation in writing to your direct contact at CEZ Group.
- Never offer, promise, pay, approve or accept any gift or other complimentary items with the goal of gaining or maintaining an unauthorised advantage or personal benefit.
- Never offer or accept any courtesy in business relations (such as a gift, hospitality, social event or other benefit) if the circumstances could be perceived as corruption or a conflict of interest.

5. Protection of persons and property

- Abide by the rules for individual CEZ Group facilities and workplaces for entering and exiting buildings and other premises, including visibly wearing the relevant ID card.
- Prevent unauthorised persons from accessing CEZ Group facilities.
- Protect CEZ Group property to prevent theft, misuse, and loss.
- When your task for or cooperation with CEZ Group ends, surrender without undue delay all CEZ Group property or assets available to it, including materials of a confidential or internal nature.
- Report any shortcomings in the CEZ Group measures taken to protect persons and property.

6. Respect for human and social rights, protection of employees and workers in the value chain

- Comply with applicable and effective legislation relating to the protection of human and social rights. Violation of prohibitions on human trafficking or forced or compulsory child labour is completely unacceptable.
- Be polite and respectful to everyone and respect human and social rights in accordance with legislation, EU regulations, international treaties, and international agreements on human rights in force and effect.
- Never treat employees or other workers or colleagues differently because of their race, ethnic origin, nationality, gender, gender identity, sexual orientation, age, medical condition, religious beliefs, faith, worldview or other criteria prohibited by legislation in force and effect within the framework of equal treatment.
- Do not tolerate harassment of any kind, bullying, harassment, including sexual harassment, intimidation, discrimination, or an otherwise hostile environment at the workplace (ridicule, spreading malicious gossip, etc.) and inform your direct contact at CEZ Group of any breaches of this rule.
- Abide by all legal regulations in force and effect in the field of employment law and fulfil your obligations with regards to health insurance and social security as well as tax obligations.
- Create and maintain a safe work environment and take steps to prevent occupational injuries, occupational diseases and other medical conditions that could pose a threat to or damage employee's health.

7. Environmental protection and sustainable development

- Minimise the environmental impact, increase the efficiency of use of natural resources, and consistently contribute to improving the environment.
- Support sustainable development in accordance with internationally recognised initiatives in light of current requirements and standards.

8. Relations with suppliers (business partners) and customers

- Prevent any illegal conduct by your business partners and require adequate information and guarantees in this regard.
- Strive to ensure fair treatment of all business partners.
- Always act lawfully, deliberately, and honestly in all relations with suppliers.
- Because CEZ Group only works with trustworthy partners, choose for your own cooperation entities and representatives with a good reputation who comply with legislation, EU regulations, international agreements on human rights, treaties on environmental protection, and regulatory rules.
- Take care to maintain your good reputation and also, to the extent possible, that of CEZ Group.

9. Cooperation with public authorities, persons authorised to exercise public authority, and politically exposed persons

- In dealing with representatives of public authorities and other public institutions, as well as politically exposed persons, abide by the legal regulations in force and effect and act with the highest possible level of propriety and transparency, respecting the roles that both involved parties play.
- Act transparently and in accordance with legal regulations in force and effect when cooperating with public authorities and other public institutions.
- Avoid conduct that could be seen as bribery, corruption or other dealings involving unacceptable benefits.

10. Regulation of international trade

- If your activities for CEZ Group include international business activities, adhere to the legal regulations and the applicable international agreements in force and effect regarding international trade.
- Do not take part in transactions that are in conflict with imposed international sanctions against states, individuals or other subjects, or are otherwise in conflict with the rules in force and effect regulating international trade.

11. Prevention of money laundering and financing terrorism (AML)

- Comply with the legal regulations in force and effect prohibiting money laundering, prohibiting supporting and financing terrorism, and imposing the obligation to report cash or suspicious transactions (AML legislation).
- Do not permit payment in cash or using monetary instruments that are not connected to the customer or that have been detected as mechanisms serving to launder money.
- Abide by the "know your customer" rules and verify customers' trustworthiness pursuant to AML legislation.
- Abide by the legal regulations in force and effect regarding records of ultimate beneficial owners.

12. Compliance with the competition rules and public contracts

- Avoid any contact with competitors that could give rise to suspicion that CEZ Group is taking part in prohibited agreements or arrangements distorting competition (especially on fixing prices, sharing markets/groups of customers/public contracts or limiting production).
- Never talk to or share information with a third party that can compete with CEZ Group regarding prices, costs, price margins, or other topics subject to competition.
- Do not propose or enter into agreements or arrangements with any competitor regarding conditions that distort competition on the supply or demand side.
- When participating in public procurement under or outside the regime of the Public Procurement Act, avoid coordination with other competitors that could constitute bid rigging.
- Never propose or enter into any contracts or arrangements, written or oral, with customers (competitors) restricting the customer's freedom to re-sell or lease a product or service of CEZ group, in particular contracts and arrangements on minimum prices, territory, and groups of customers for resale.
- Avoid abusing a dominant or monopoly position on the supply or demand side of the market to enforce unfair business conditions.
- Avoid spreading false information about the competition, including their products or services.

13. Obligation to cooperate

- Provide the necessary cooperation requested by CEZ Group to check adherence to this Commitment to Ethical Conduct.
- When filling in the compliance questionnaire, give truthful and current information and approach your direct contact at CEZ Group for any clarification you may need.
- Inform your direct contact in the CEZ Group company immediately of any violation of the Commitment to Ethical Conduct.

IV. WHAT TO DO WHEN YOU HAVE CONCERNS

If you encounter a situation that seems to indicate serious misconduct, breach of legal regulations or rules of ethics during cooperation with any CEZ Group company:

- compile the information defining the suspected violation (who, what, when and where),
- report the suspected violation to your direct contact at CEZ Group or use the Whistleblowing Hotline.

e-mail: compliance@skoda-js.cz | tel.: +420 371 102 910 | www.skoda-js.cz/whistleblowing-hotline

Should you have any questions or concerns regarding any of the rules, get in touch with your direct contact at CEZ Group.