

**POLICY FOR MANAGING
CONFLICTS OF INTEREST
AT IMPACT CLEAN POWER TECHNOLOGY S.A.**

Name of Document	Conflict of Interest Management Policy
Date of first issue	[-]
Version and update date	version 1,11.2025
Personal scope	The company's own employee resources, apprentices, trainees and management and the Supervisory Board
Reference to the value chain	own operations and supply chain
Nature of document	External (to be published on the website)
Process owner/position	Compliance, Risk & Audit Coordinator

Policy	Conflict of interest management policy at IMPACT CLEAN POWER TECHNOLOGY S.A.
Employee/co-worker	Any person who provides work for the Company, regardless of the basis of employment, including interns and trainees. Collectively, we also refer to them in the Policy as the " Team ".
Own staff resources	Employees, i.e. persons in an employment relationship with the Company, in accordance with national law, employed on a contract of employment or appointment basis and persons performing services or collaborating with the Company on the basis of a civil contract (contract of mandate, contract of work) or collaborative contract (B2B), as well as persons provided by entities primarily engaged in "employment-related activities"
We/ICPT/Company	IMPACT CLEAN POWER TECHNOLOGY S.A. with its registered office in Pruszków at Przejazdowa 22.
Conflict of interest	A situation in which the private interests of a person involved in the Company's activities may affect their objectivity, impartiality or loyalty to the Company. This means that a particular employee, board member or other person who acts on behalf of the Company may have conflicting personal goals or interests that may conflict with the best interests of the Company.
Associated person	A related natural or legal person with whom employees, associates, members of the boards of directors or supervisory boards of the Grenevia Group companies maintain an economic, family or personal relationship, because of which he or she may have a significant influence on the tasks performed or decisions taken by employees, associates of

	members of the bodies of the Grenevia Group companies.
Contractor	A person or organisation with whom the Company has or wishes to establish a business relationship.
Management	Management Board of IMPACT CLEAN POWER TECHNOLOGY S.A.
Supervisory Board	Supervisory Board of IMPACT CLEAN POWER TECHNOLOGY S.A.
Grenevia Group	Grenevia Group in its current structure - i.e. a group of companies controlled directly or indirectly by Grenevia S.A. as the parent company.
TDJ Group	TDJ Group in its current structure.

What is the purpose and scope of the Policy?

- As IMPACT CLEAN POWER TECHNOLOGY S.A. we want to:
 - recognise situations that are or may give rise to a conflict of interest,
 - determine the steps to take if a conflict of interest arises,
 - manage conflicts to protect our Company and its interests, as well as those of our business partners.

To this end, we have developed and implemented a Conflict of Interest Management Policy for our Company.
- Managing conflicts of interest builds trust with our business partners, including, but not limited to, customers, counterparties and investors.
- The Policy applies to all employees and associates of the Company, regardless of their position and form of employment, as well as persons acting for or on behalf of IMPACT CLEAN POWER TECHNOLOGY S.A., members of the Supervisory Board and members of the Management Board.
- The policy describes:
 - types of conflicts of interest,
 - actions to prevent conflicts,

- how conflicts of interest are reported,
 - roles and responsibilities in managing such conflicts.
5. A group of employees and collaborators, defined by the HR Department, who are particularly exposed to conflict of interest risks, acknowledge knowledge of the Policy at least once every 2 years.
6. Heads of department have particular responsibility for:
- managing their own actual, potential or perceived conflicts of interest,
 - managing the actual, potential or perceived conflicts of interest of all subordinate employees,
 - educating and informing their employees about the need to declare conflicts of interest.

What is a conflict of interest and what are its types?

1. A conflict of interest arises when financial, family, personal or other interests, whether our own or those of people with whom we are closely associated, influence - actually or potentially - the performance of our professional duties and responsibilities in an objective manner. In the event of a conflict of interest, our judgement may be distorted and the decisions we make may be more in our own interests than those of ICPT or the Grenevia Group to which we belong.
2. Each member of our Team must comply with the principles of preventing and managing conflicts of interest as set out in the Policy.
3. It is your duty as a member of our Team to take any action that - even indirectly - involves working with ICPT with due diligence and care for the interests of the Company, but also of the entire Grenevia Group to which we belong.
4. We can distinguish the following types of conflict of interest:

Type of conflict of interest	Definition	Example
Actual	Occurs when the private interest of an employee, a member of a body or a related person is in direct conflict with the interest of the Company or the Grenevia Group.	<ul style="list-style-type: none"> • A board member participates in the decision to award a contract to a company of which he/she is a shareholder. • A member of the purchasing department recommends the conclusion of a contract with a company belonging to his/her relative.
Potential	Arises in a situation where there is a risk of a future conflict between private interests and those of the Company or the Grenevia Group.	<ul style="list-style-type: none"> • An employee is discussing employment with a competing organisation while negotiating a contract with that organisation on behalf of the Company. • A board member is considering an investment in a company that operates in the same market as the Company.

Type of conflict of interest	Definition	Example
Alleged (apparent)	It occurs when, in the light of external circumstances, a reasonable impression may arise that a person is acting under a conflict of interest, even though no such conflict actually exists.	<ul style="list-style-type: none"> An employee attends a negotiating meeting with a counterparty in whose company his spouse works, even though he has no influence on the scope of the negotiations. A board member accepts an invitation to a trip sponsored by a Company supplier, which may be perceived as an unauthorised favouritism.

5. A conflict of interest may arise in particular when:

- you carry out on your own account activities that are the same or similar to those of the Company (i.e. competitive activities);
- you receive a financial benefit from a counterparty, in relation to a service that you provide to it or that the counterparty provides to you;
- you have a personal reason (social, financial or otherwise) to favour one counterparty over others;
- you want to make a personal gain or avoid a loss at the expense of the Company;
- you seek a particular outcome (e.g., a decision made) to benefit a particular counterparty, even if it harms the Company's interests;
- you make decisions based on your own interest, or the interest of a close relative or affiliate, if that interest conflicts with the interests of the Company;
- you take advantage of a relationship with a person representing a public interest to gain an advantage for the Company - which could damage the Company's reputation;
- you unlawfully use confidential information, information constituting a trade or business secret, or other data you learn in connection with your employment with us; or

Type of situation	Description
External interest	When you are employed by another organisation or are engaged in a side business or are involved in other activities that may interfere with the performance of your duties for our Company or the Grenevia Group.
Close relationship	When you are closely associated or any person with whom you are closely associated is closely associated with: an officer or employee of our Company or an officer, partner, employee or consultant of an organisation to which we provide services, or which provides services to us, or competes with services provided by us.
Board membership	When you are a member of the board of directors of any organisation that carries out activities that may or may not compete with interests arising from our Company's activities.
External financial interest	When you or a person with whom you are closely associated has more than a 5% ownership or equity interest in an organisation that provides services to our Company or to which we provide services. The above does not apply to publicly traded shares.

- i. you have been asked to participate in the employment, supervision, management or career planning of a person with whom you are closely associated, or a person who is closely associated with a person with whom you are closely associated.
 - j. you participate in the employment, supervision, management or career planning of a person with whom a member of your management is closely associated.
 - k. you have accepted a personal discount, gift, gesture of hospitality or other benefit from suppliers, service providers, a charity or clients that may create a sense of obligation.
6. The above list are just examples. It does not include all situations that may lead to a conflict of interest within the Company.
7. Types of conflict of interest include:

How do you recognise a conflict of interest?

1. A conflict of interest can take many different forms and arise in unintended ways. Sometimes it is obvious and easy to identify. Sometimes it is more difficult to detect and can arise in unexpected situations.
2. To determine whether a situation may lead to a conflict of interest, try answering the questions we have included in the checklist - Appendix 2 of the Policy.
3. If you have any doubts or questions, or if you feel that a situation is legally uncertain, please inform your supervisor, the HR and Administration Director or the TDJ Compliance Officer. These persons will provide you with appropriate guidance on how to proceed properly.

What should I do if a conflict of interest arises?

1. In performing your duties, you must act in good faith, in accordance with our Company's and the entire Grenevia Group's internal regulations and rules of social conduct.
2. We expect you to act transparently with respect to conflicts of interest, in accordance with and respecting the values of the Company and the entire Grenevia Group.
3. Declaring a conflict is in your best professional interest. In the event of an actual, potential or perceived conflict of interest, you must inform us immediately to obtain a decision on how to proceed.
4. **Report a conflict or suspected conflict before taking action that may raise concerns.**
5. Remember that reporting a conflict of interest (of any kind) in good faith may not result in negative consequences against you.
6. Every conflict situation is unique. Therefore, report it even if you have reported a similar situation before and it was not considered a conflict of interest by us or did not require any special action.
7. If a conflict of interest results in fraud or a breach of the law, please report it in accordance with our Internal Reporting Procedure , in particular via platform <https://whistleblowersoftware.com/secure/impact>.
8. We will ensure the confidentiality of your report, support you and protect you from any retaliation in relation to your report.
9. If for any reason you do not wish to use this path you can also contact TDJ's Compliance Officer, at .compliance@tdj.pl

If a conflict of interest concerns you

1. Immediately report it to your Department Head, explaining the circumstances that you believe create or may create a conflict of interest.
2. Wait for a formal decision from the Company. Every effort will be made to communicate it within a reasonable timeframe. Your department head, with the support of the TDJ Compliance Officer, may also provide guidance or instruct you on how to proceed to resolve the conflict of interest.
3. Your Head of Department or our Company's Board of Directors will provide you with a decision regarding the reported conflict of interest or suspected conflict of interest. We will expect you to acknowledge receipt of it and commit to abide by it.
4. If the reason for the conflict of interest ceases to exist, you must promptly inform your line manager in the same way you communicated the conflict.

If you are the manager of the person affected by the conflict

1. If an employee informs you of an actual, potential or perceived conflict of interest, first review all the facts in a business context.
2. Once you have received the report, you must analyse it with the support of the HR and Administration Director and the TDJ Compliance Officer based on the following guidelines. These are designed to enable you to make the right decision:
 - a. Base your assessment on TDJ Group values, the TDJ Group Code of Ethics and common sense.
 - b. Ask yourself supportive questions such as:
 - *Do other employees of our Company or outsiders believe that the decision I am about to make as a department head is appropriate to protect the interests of our Company and the Grenevia Group?*
 - *Would I be embarrassed if the decision I am about to make appeared in the newspaper tomorrow?*
 - c. ensure that your decision does not place our Company or the Grenevia Group in a questionable situation that will result in reputational risk;
 - d. if an employee's or colleague's private interest affects or could affect the impartiality and objectivity of his or her professional duties and responsibilities, thereby affecting the performance of the Company or the Grenevia Group:
 - exclude him/her from the decision-making process that may be influenced by his/her private interests, or
 - if you decide to leave him or her out of the decision-making process to protect the legitimate interests of the Company or the Grenevia Group:
 - carefully document your decision,
 - introduce measures to protect the Company or the Grenevia Group, such as double-checking the decision of this employee/co-worker.
 - e. provide the necessary information to the HR and Administration Director, who maintains the register of conflicts of interest.
3. If, in the course of assessing the case, you have ethical, business or legal concerns - consult the Company's Board of Directors or the TDJ Compliance Officer.
4. Communicate the Company's decision to the employee/co-worker in writing or electronically (preferably by email, to the attention of the HR and Administration Director and TDJ Compliance Officer).

What behaviour do we expect from our Team?

1. Conduct relationships with customers, suppliers, subcontractors and business partners in a professional, impartial and objective manner, free from conflicts of interest.
2. Do not take part in hiring, supervising, managing or planning the careers of persons with whom you are closely associated or persons who are closely associated with a person with whom you are closely associated.
3. Do not take part in the employment, supervision, management or career planning of people who are closely related to your supervisor.
4. Always disclose actual, potential or perceived conflicts of interest. **There is nothing wrong with encountering a conflict of interest.** What is important is to know that it exists and to report the conflict of interest and, in the case of heads of departments, to explain it in accordance with our Policy and ethical principles.
5. As you develop your career path, be aware of potential conflicts of interest that may arise from a new position you or someone with whom you are closely associated.

Without our prior approval:

- a. do not be employed by another organisation or undertake or take part in a side activity (for example, consulting or freelance), even if it is in line with the contract you have with us, if the other organisation is directly or indirectly our competitor, a business partner of ours. This prohibition does not apply to cooperation with other companies belonging to the TDJ Group.
- b. Do not deal directly with our business partner or a charity supported by us if you or someone with whom you are closely associated has an interest in such entities or organisations (for example, by virtue of investment, employment or management). This prohibition does not apply to relationships with other TDJ Group companies.

What measures do we take to minimise risks and manage conflicts of interest appropriately?

1. To prevent and effectively manage conflicts of interest, we take the following measures in particular:
 - a. we identify and assess potential conflicts of interest in order to prevent and minimise their negative effects;
 - b. we supervise persons performing tasks that may involve the risk of conflicts of interest;
 - c. we limit the number of people who have access to information that is confidential or constitutes a trade secret of our company and share such information only with authorised persons;
 - d. we apply non-competition and non-solicitation agreements to our selected employees and associates;
 - e. we periodically review and evaluate the effectiveness of the provisions of the Policy and the solutions that result from it;

Measure	Description	Example
Providing guidance	We provide an employee/co-worker or a member of the body with instructions on the appropriate course of action.	An employee whose relative is competing in a Company tender is instructed to exclude himself/herself from the tender evaluation process.
Limitation of participation in decisions	We temporarily exclude a person from processes in which he or she could be biased.	A member of the Company's Board of Directors does not participate in a decision to enter into a contract with a company where his or her spouse is a commercial director.
Transfer of responsibilities	We delegate certain tasks to another employee or supervisor.	The head of department does not give an opinion on the promotion of a person from his or her family - another manager makes the decision.
Additional supervision	We introduce control over the employee's actions by a supervisor or Compliance Officer.	The purchasing employee's decisions must be approved by a supervisor if he or she has previously worked with the supplier in question.

Organisational measures	We change procedures, reporting structures or the evaluation committee to reduce the risk of conflict.	A Group company competes in an internal tender - the evaluation is carried out by a committee made up of people from other units.
Training	We refer an employee to ethics and <i>compliance</i> training or workshops.	Once a conflict is reported, the employee attends a workshop on avoiding conflict situations.
Personnel actions	In case of a serious or repeated conflict - we change the position, limit the scope of responsibilities, end the cooperation.	A manager who conceals links with competitors and acts in their favour loses his/her position or is dismissed.
Reporting to authorities	Referral to the Group or supervisory authorities if required by law.	Conflicts of interest in the area supervised by the FSC are reported to the relevant Group authorities and the FSC.

- f. we conduct training and awareness campaigns for our Team;
- g. we have implemented and apply an Anti-Corruption Code and an Anti-Corruption and Gift Procedure.
2. We allow family members of our current employees and associates to work for the Company, provided that they are objectively assessed and selected based on the same criteria as other candidates and provided that their positions are not potentially in conflict. These cases are subject to appropriate screening and approval processes, particularly where there are direct hierarchical links.
3. The manner in which an actual conflict of interest is resolved, including the category and extent of the measures then applied, is determined by a decision of the head of department or the Board of Directors - depending on which level in the organisational structure is involved.
4. If the conflict relates to the members of the Management Board, the decision on how to address the conflict of interest and the extent of the measures applied is taken by the Supervisory Board.

How do we respond to conflicts of interest?

1. For each type of conflict identified, we put in place tailored solutions to manage, monitor the conflict and prevent the potential adverse impact it may have on the Company and the Grenevia Group, as well as their employees and associates and business partners.
2. Depending on the nature of the reported conflict of interest, we may specifically apply one or more of the following measures:

Table of remedies for conflicts of interest

Recording of conflicts of interest

1. Conflicts of interest are appropriately documented by the HR and Administration Director. The conflict register is kept in electronic form and includes at least:
 - a. **Identifying information** - date of conflict report, reporting person (name, organisational unit), person affected by the conflict (if not the reporting person);
 - b. **Characteristics of the conflict** - type of conflict of interest (actual, potential, alleged), brief description of the circumstances giving rise to the conflict, parties involved - e.g. counterparty, related party, relative.
 - c. **Risk assessment** - scale of impact on the Company's interest (low, medium, high), area of business affected (e.g. procurement, investment, personnel decisions).
 - d. **Remedial actions/decisions** - measures taken (e.g. exclusion of the person from the decision-making process, transfer of duties, termination of contract), person/body responsible for the decision (e.g. supervisor, board of directors), date of decision and how the action was implemented.
 - e. **Monitoring and closure of the case** - status of the conflict (open, under investigation, closed), date of closure of the case, additional comments (e.g. recommendations for the future, lessons learned from the incident).
2. The register can only be accessed by those authorised to maintain it, Internal Audit Department, Compliance Officer TDJ and the Company's management.
3. Each year, the HR and Administration Director creates a report summarising the reporting of conflicts of interest in the calendar year, together with a summary of the actions taken, and transmits the report to the Management Board and Supervisory Board for information.
4. The data in the register is retained for a period of 5 years from the end of the calendar year in which the conflict in question was recorded.

Breaches of Policy

1. The Board of Directors and the HR and Administration Director are responsible for ensuring that the provisions of the Policy are complied with and ensures that any identified breaches against its provisions are immediately corrected.
2. Violations of the Policy by members of our Team may result, in particular, in: disciplinary penalties, material liability, termination of cooperation, legal consequences, including criminal penalties.
3. If violations of the Policy by members of the Management Board are identified, the Supervisory Board may decide to impose official consequences on the offending members of the Management Board.

Monitoring and amending the Policy

1. The HR and Administration Director and the Compliance Officer of TDJ monitor the currency of the provisions of the Policy on an ongoing basis. The Policy is reviewed and updated periodically - at least once every two years. The Policy is updated more frequently if new risks, changes in generally applicable laws or internal Company regulations, or issues that need to be addressed are identified.
2. In case of doubt, uncertainty or difficulty in interpreting or applying the Policy, the TDJ Compliance Officer must be consulted.

The Policy enters into force 28.11.2025.