



Code of Conduct

card complete Service Bank AG

1. Introduction

This Code of Conduct is based on the principles „**Integrity, Ownership and Caring**“, which all employees and partnering Third parties of card complete must comply with in order to ensure ethical and sustainable results. These key values go along with the simple strategy and overall goal to „**Win. The Right Way. Together**“, which is applicable in all areas of conduct and at the centre of all interactions with stakeholders.

This Code, and the more detailed policies and procedures form a framework of standards ensuring that Recipients are aware of the expectations of card complete, and its Stakeholders on their behaviour.

This Code is not intended to be a comprehensive guide to all legal and regulatory obligations in force, but it aims at helping to promote a culture of compliance by providing an outline of the compliance rules and the ethical professional standards of the industry. The Code of Conduct is made available for all employees of card complete as well as external partners (third parties) and the general public.

Compliance with the rules and principles outlined in this document is an integral part of contractual obligations with card complete. This applies to all persons linked with card complete through an employment contract, all members of executive, strategic or control bodies and – as part of contracts – to third parties.

Breaches or behaviour which is not compliant with the regulations set out in this Code may lead to disciplinary consequences for employees, administrative sanctions by international and national regulatory authorities as well as legal proceedings according to respective jurisdictions.

The **UniCredit Code of Conduct Brochure** is integral part of card complete's Code of Conduct (<https://www.cardcomplete.com/rechtliche-hinweise/>).

2. Principles of professional conduct

2.1 General principles of conduct

2.1.1 Compliance with rules and managerial responsibility

Employees and third parties associated with card complete Service Bank AG are expected to observe high standards of professional conduct and encourage others to do so.

Employees and third parties shall act in compliance with the principles of UniCredit – **Integrity, Ownership and Caring** –, card complete's values, the applicable laws and regulations, the industry professional standards and internal rules. They have to be able to demonstrate competence, diligence, respect and ethical manner in their relationships with card complete's stakeholders.

They shall avoid any impropriety or any appearance of impropriety conduct and shall protect card complete's and UniCredit's reputation and business sustainability. It is each card complete employee's obligation to be aware of the responsibilities of their role within the Group and exercise discretion and professional judgment when performing their professional activities. Employees must:

- Understand and comply with applicable laws, internal and external rules, and regulations governing their professional activities within the Group;
- Perform and successfully pass within the established timeline mandatory training and educational activities the employing company has assigned to them;
- Constantly improve their knowledge on products, services and internal processes and procedures related to their activities with the support of the employing company;
- Take reasonable care of the proper and timely execution of the activities within their competence and supervision, with an appropriate sense of personal and ethical responsibility.

All employees, who are responsible for managing others (managers), are required to ensure that the activities subject to their supervision are conducted in compliance with applicable laws, internal rules as well as this Code, and ensure that the employees under their supervision meet their obligations and act in a professional and ethical manner.

Managers shall encourage and enable an environment for open discussion of risk and mistakes and raising concerns. They are prohibited to intimidate, retaliate or in any way disadvantage employees' equal opportunities for professional development because of employees' good-faith reports about known or suspected unacceptable behaviour or behaviour not aligned with the principles of this Code of Conduct.

Employees should timely raise concerns and suspicions on unacceptable conduct occurred or likely to occur. For this purpose, a **whistleblowing system** with the possibility of anonymous reports is made available and directly accessible for all employees at card complete.

2.1.2 Confidentiality

Employees (and third parties, where applicable) shall treat confidential information carefully, refrain from sharing with others, discussing them in public or inside card complete/UniCredit outside the strict business purpose and the need-to-know principle. Employees and third parties have to ensure that confidential information disclosure is performed only in compliance with the applied internal regulations.

2.1.3 Working environment

All Employees and third parties must act in integrity with an inclusive, safe and non-discriminatory working environment. They must treat others with dignity and respect and under no circumstances shall demonstrate or tolerate discrimination or harassment on the basis of age, race, colour, national origin, citizen status, political opinions, religion, marital status, gender, sexual orientation, gender identity, disability and any other feature not otherwise mentioned.

card complete, her employees and third parties must not tolerate or exercise any form of mobbing and bullying. Managers shall encourage an environment for open discussion and reporting of compliance risks, social and ethical behaviour. By demonstrating the Code of Conduct's values and principles through good example, they actively support and promote the group culture of compliance and good governance. Employees and third parties of card comple Service Bank AG benefit from such environment of equal opportunities for professional development and contribute to it.

All employees and third parties have to ensure compliance with the criteria of objectivity, competence, professionalism, and equal opportunities, without any favouritism during recruitment, assessment, promotion, and other people development processes with the aim to ensure the selection of the best available expertise and professional integrity.

2.1.4 Protection of natural environment and human rights

Employees and third parties must carefully consider the environmental and human rights' impacts of their decisions and activities in the course of their work. They shall act responsibly and align to card complete's and UniCredit's commitments and policies with this respect (ESG – Ecological Social Governance).

2.1.5 Group assets

Employees and third parties may only use Group assets (e.g., capital, facilities, equipment, proprietary information, technology, business plans, trade secrets, innovations, client lists etc.) for legitimate business purposes in line with card complete's and UniCredit's internal rules. Under no circumstances must the Group's assets be used to sending or storing any unlawful, discriminatory, harassing, defamatory or other inappropriate material. Employees and third parties shall act to prevent any deliberate or non-deliberate misuse of Group assets.

Employees and third parties must not access, without the required authorizations, secure areas or systems which are not related to their working activities and responsibilities.

2.1.6 Intellectual property

Employees and third parties must respect the intellectual property obligations according to the applicable law. Inter alia, they shall respect card complete's intellectual property, IT systems, equipment, manuals and videos, knowledge, processes, technology, expertise and in general, all other work developed or created in card complete and within the Group.

2.1.7 Brands and Communication

Employees and third parties cannot disclose information or issue communication statements on behalf of card complete or UniCredit unless authorised to do so. They must ensure that their internal and external communications (when on behalf of card complete or related to their activity in/for card complete or UniCredit) are true, accurate and correct and are carried out in accordance with applicable law, regulations and internal rules.

Employees and third parties shall use the name and/or brand images of card complete in line with the applied internal brand policies and guidelines respectfully and always in good faith.

Third parties can publicly associate with the names and brands of card complete and UniCredit in the context of their professional activities in/for/on behalf of card complete upon specific authorisation.

2.1.8 Relationships with authorities

Communication and other relationships with public authorities must be based on the principles of transparency, integrity, professionalism and cooperation, and must be performed in strict compliance with the applicable legislation and card complete's internal rules.

By the way of no limiting examples, when dealing with authorities, employees are forbidden to

- state untrue or misleading information;
- conceal or omit important facts/information; and
- provide false or altered data.

2.1.9 Taxation

Employees must, when acting on behalf of card complete, not enter into transactions, investments, products and other initiatives with the purpose of avoiding and/or evading taxes or obtaining undue tax benefits in breach of law.

Employees shall only carry out activities which are supported by genuine business purposes and significant economic reasons and are forbidden from performing transactions that are aimed at circumventing tax provisions or obtaining a reduction or recovery of taxes, otherwise undue.

Information to Tax Authorities and other relevant bodies must be complete, accurate, true and transparent. It is forbidden to obstruct and encumber the activities performed by such authorities during tax audits or inspections.

Tax returns and any other fulfilment required by fiscal law must be filed/performed correctly and by the deadline, in order to avoid penalties.

2.1.10 Conflicts of interest

Employees of card complete and third parties are required to act in a fair and unbiased manner and to avoid finding themselves in situations of conflict of interests, whether actual or potential, that could:

- impair their independence of judgment and choice;
- be incompatible with their duties; or
- harm card complete's or UniCredit's interest or reputation.

This refers also to relationships with all business partners and customers including suppliers and public authorities.

Employees and third parties take decisions related to their activity in/for/on behalf of card complete independently and solely based on solid professional judgment and ethical factors and must not be influenced by family ties, friendships with third parties or other personal interests.

Employees must report personal interest – for example corporate roles or shareholdings in companies outside Group or external jobs – to permit their employing company to identify and manage conflicts that could arise between employees' and the Group or its stakeholders' interest. Employees who hold a position that might affect their working activities must inform their employer company and support the most appropriate way to manage such a position, so that the position does not interfere or conflict with their work for the Group/card complete in terms of time, effort and use of company assets and information.

Employees' and third parties' close family member interests should also be reported whenever the employee has the power to influence the outcome of a business transaction and those family members could directly or indirectly benefit from it.

Purchasing or otherwise obtaining goods or services from customers and third parties for personal or professional purposes is only permitted on market conditions and at market prices.

In principle, employees must not provide inappropriate preferential treatment towards particular customers.

2.1.11 Leaving card complete

When the employment or other types of contractual relationships with card complete have ended, employees and third parties are forbidden to transfer, keep or use assets and any information (including data files, documents, etc.) belonging to card complete or UniCredit. They are obliged to respect the intellectual property of the company.

When in possession of confidential information belonging to card complete, even if no longer within a contractual agreement with card complete, employees and third parties are forbidden to share it unless at official request of card complete or official authorities.

Employees and third parties must refrain from personal investment decisions based on the possession of such information.

2.2 Conduct and principles for client interest protection

Employees and third parties (when acting on behalf of card complete) must act with reasonable care and exercise prudent judgement towards card complete's customers. They must act for the benefit of card complete's customers and put their interests first, while respecting the applicable law, regulations and internal rules. Employees and third parties must only act on behalf of a customer based on proper authorisation.

2.2.1 Fair Dealing and Mis-Selling

Marketing material, sales information, and advisory activities to the customers should always be based on the principles of fairness, objectivity, transparency, and sound financial judgement.

Employees must not perform deliberate or negligent sales of products or services in circumstances where the contract is either misrepresented, or the product or service is unsuitable for the customer's needs and risk inclination.

2.2.2 Customer information

Employees and third parties shall treat customer information and relationships confidential and disclose or use it only when permitted by law or with explicit customer consent.

Internal disclosure of customer information shall be based on the official processes of the company or, in any case, based on the sound judgement of the need-to-know principle and pursuant to the applicable law.

2.2.3 Preferential treatment

Recipients shall refrain from providing any single customer with an undue preferential treatment.

2.2.4 Customer needs

Employees shall take appropriate actions to understand the customer's needs and expectations. They shall make reasonable effort to support the customers who experience financial difficulties in finding mutually beneficial solutions.

2.2.5 Customer complaints

Employees and third parties shall treat customer complaints seriously, in a fair and timely manner.

Customers may always contact the ombudsman service at card complete: <https://www.cardcomplete.com/service/kontakt/ombudsstelle/>

2.3 Market Transparency and Market Integrity

2.3.1 Market Manipulation

Employees must not engage in practices that distort prices or artificially inflate trading volume with the intent to mislead market participants.

2.3.2 Inside information

Employees who possess information not generic and not yet public, relating – directly or indirectly – to one or more listed financial instruments (or relevant issuers), and which, if made public, would be likely to have a significant effect on their market prices must not act (disclose or use them to execute transactions for personal or other interest) or cause others to act on the information.

2.3.3 Antitrust

Employees and third parties need to be aware of, and to comply with competition and antitrust law.

In particular, they must not

- discuss price, product or service arrangements or division of market share with competitors;
- enter into any agreement that forces a counter-party/customer to deal exclusively with card complete or prevents the counter-party/customer from entering into transactions with a competitor;
- enter into any agreement with a third party that involves pricing restrictions; or,
- take part in meetings with competitors of card complete where information is exchanged which could reveal future conduct or strategies, or in any case illegally or improperly acquire information about the market or the competitors.

2.3.4 Dealing with competitors

Employees must refrain from discussing or collecting and using confidential information about competitors, and must not pass such information on to third parties.

2.3.5 Personal Dealings

Employees and third parties cannot use client or third-party information acquired in the course of their working activity with card complete or UniCredit for executing personal dealings or obtaining any personal benefit. They shall avoid personal investments that might result in reputational risk or conflict with an interest of the Group/card complete or entailing the use, abuse or unfair diffusion of confidential information concerning both clients and/or their transactions.

Employees are recommended to trade, to the extent permitted by the applicable law and internal regulations, responsibly and reasonably, according to their financial resources, encouraging long-term investments and discouraging speculative trading (such as IntraDay trading).

3. Anti-Bribery and Anti-Corruption

Employees and third parties must not conduct any action of bribery and corruption irrespective to whether the receiver is a public official or a private individual and irrespective of their nationality and the place where the bribery and corruption is committed. Attempting, inciting, aiding and abetting bribery and corruption is also illegal and prohibited.

Employees and third parties must not request, receive, offer or be in any way involved in bribe payments.

Employees are allowed to use gifts, entertainment, or hospitality for promoting or maintaining a business relationship only when of reasonable and proportionate value. They must not be considered as placing undue influence in relation with pending or anticipated business.

Offering, promising or giving (directly or indirectly), gifts, entertainment or hospitality or any other benefit to public officials, foreign or domestic, are not allowed, unless the local procedures allow it with approval from the Compliance function.

Gifts in cash or cash equivalent are prohibited.

Third parties are expected to comply with the Anti-Bribery and Anti-Corruption principles of this Code of Conduct. Employees shall start or renew business relationships with a third party based on good knowledge on the partner and only if the relationship is grounded on legitimate purposes.

Employees take decisions about charity donations and sponsorships on behalf of, or in the name of card complete in good faith and for legitimate purposes only, and not as an inducement for obtaining any business advantage.

Recipients are prohibited from making or endorsing political donations on behalf of, or in the name of card complete. They must not use offers of employment, including part-time, temporary employment, or promotions to place undue influence and must always perform recruitment through the normal competitive hiring process.

4. Anti-Financial Crime

4.1 Anti-money laundering and counter-terrorist financing

All employees and third parties are prohibited from supporting or facilitating money laundering or terrorist financing. They must take reasonable care to not (deliberately or not) tip off persons suspected of money laundering or terrorist financing.

All card complete employees must

- know and follow card complete's Know-Your-Customer (KYC) principle and other Group guidance on anti-money laundering (nationally or internationally);
- be always vigilant and critically analyse customers and transactions; and
- timely raise concerns and report suspicions related to money laundering and terrorist financing in line with the reporting process implemented in card complete.

3.1 Financial sanctions

Employees are strictly prohibited from engaging, supporting or facilitating business relationships and business activities with persons and entities that are subject to United Nations, European Union or United States sanctions as well as with countries that are subject to comprehensive sanctions (broadly prohibited countries).

Employees must

- be knowledgeable of the requirements included in the Financial Sanctions Policy and connected operational regulations on financial sanctions, payment and customer as well as trade finance screening;
- pay particular attention to changes in sanctions requirements and the immediate impacts these have on business activities;
- be alerted to spot issues related to financial sanctions, involvement of sanctioned parties or countries when reviewing or analysing business dealings; and
- escalate concerns immediately following the internal procedures defined by card complete.

5. Data protection and banking secrecy

Employees and third parties shall use, access, store, transfer, delete and disclose information belonging to card complete with care and based on the principle of confidentiality. They shall appropriately protect the information belonging to the Group, including clients' data from loss, destruction and unauthorized access or use.

Recipients of this Code of Conduct are required to maintain the confidentiality of any non-public information, which come to their knowledge due to their work or in the working environment, and to use such information exclusively for the execution of their work. They must handle such information in accordance with applicable laws and the Group guidance applying to the protection or use of such information.

Employees and third parties are obliged to comply with data protection law and § 38 of the Austrian Banking Act and must not divulge or exploit secrets, which are revealed or made accessible to them exclusively based on business relations with customers.