



Non-Group Policy

Code of conduct - JSC Deutsche Bank DBU

Breaches of provisions within this document will be viewed as a violation of your terms of employment and may result in disciplinary action, up to termination of employment, in line with DB Group's [integrated Consequence Management Framework \(iCMF\)](#), as well as local law and practice.

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0. Key Data

Summary

This Code of conduct describes corporate values and common standards of behavior of staff members of JSC Deutsche bank DBU, and defines local staff responsibilities including SB and AFC/Compliance department

Document Category

- Group Policy Non-Group Policy
- Group Procedure Non-Group Procedure

Applicability

DB Group Restricted to: JSC Deutsche Bank DBU

Risk Type

All compliance risk types

Risk Type Authorisation

- (i) Risk Type Control Function, as per Group’s risk Type taxonomy; and / or
- (ii) Approval by the relevant Risk Type Controller / RTC Contact / issuing Unit
- (iii) Management Board resolution
- (iv) Business Allocation Plan of DB AG

Addressees

All Employees

Implementation Date

07.03.2019

1. Introduction

Code of conduct - JSC Deutsche Bank DBU (hereafter – the Code) is the key document, that describes corporate values and common standards of behavior of staff members of JSC Deutsche bank DBU (hereafter – Bank).

The Code is developed based on the Regulation on Organization of a Risk Management System in Ukrainian Banks and Banking Groups (approved by the Resolution of the National Bank of Ukraine No. 64 dated 11 June 2018), taking into consideration Methodological Recommendations on the Organization of Corporate Governance in Banks of Ukraine (approved by the Resolution of the National Bank of Ukraine No. № 814-рш dated 03.12.2018) and is based on the Deutsche bank Group Code of Conduct.

Staff Members of the Bank have to follow the requirements of this Code as well as Deutsche bank Group Code of Conduct.

2. Scope

The Objective of the Code is to determine:

- the mandatory rules of conduct for managers and other employees of the Bank, as well as responsibility for violation of those norms;
- the prohibition of illegal operation;
- requirements on compliance with the risk management culture;
- the measures on prevention of violation of consumer rights;
- the procedure for actions taken by executives and other employees of the Bank to prevent damage to property of the Bank;
- the prohibition of abuse of office by executives and other employees of the Bank in order to obtain unfair personal benefits or to provide such benefits to third parties;
- the measures on the prevention of bribery and corruption;
- guarantees of equality of relations between the bank and its customers, employees, suppliers and competitors;
- restrictions on donation and receipt of gifts;
- principles of handling, storing, and distributing confidential and insider information.

The Code is developed and is applicable to all employees across all units and departments of JSC Deutsche Bank DBU, regardless the job tittle, including permanent staff and contingent workers and others intern.

3. Key requirements

All employees are to be familiar with the document confirming that by signature or via e-mail (by receiving a document and providing the confirmation).

All employees should:

- 1) comply with corporate values of the bank;
- 2) comply with the requirements of Laws of Ukraine, regulations of the National Bank, internal documents of the Bank and Deutsche bank Group;
- 3) ensure the operation of the bank within the determined risks appetite and risk limits;
- 4) avoid misconduct/ misbehavior when performing of the duties. Unacceptable behavior shall include provision of false financial statements, statistical and management reports, economic crime, business crime (fraud), violation of sanctions, legalization (laundering) of proceeds from crime, financing of terrorism and financing of proliferation of weapons of mass destruction,

non-competitive practice, bribery, corruption, violation of consumer rights, violation of the Ukrainian laws, internal documents of the bank;

- 5) be responsible for any misbehavior;
- 6) perform of the obligations in good faith, with reasonable care and in a professional and diligent manner;
- 7) escalate to AFC/Compliance department in case of any doubts regarding incompliance with this Code in a particular case or if the employee has reason to believe that the Code is violated in general;
- 8) be responsible for non-observance of the Code.

The AFC/Compliance department:

- is responsible for controls over implementation and adherence to this Code and advise employees on those questions;
- in order to increase awareness of key corporate standards, ensure training and familiarization of the Bank's employees on the requirements of the Code and ensure delivery of such trainings, including induction trainings with new joiners;
- analyze violations of the Code and its potential/real impact on the Bank;
- reports to Supervisory board on compliance/incompliance with the Code, on violations identified and measure taken to avoid such violations in future;
- submits notification of the National Bank of Ukraine about confirmed facts of inappropriate behaviour in the bank/violations in the activities of the Bank, and conflicts of interest arising in the Bank if the Bank's Supervisory board has not adopted measures aimed at their elimination. Information about confirmed facts of inappropriate behaviour in the bank/violations in activities of the bank, and conflicts of interest arising in the Bank shall be provided by the head of AFC/Compliance department to the structural unit of the National Bank of Ukraine responsible for bank supervision.

Supervisory board makes decision to eliminate violations and ensures taking measures to avoid such violations in future.

Disciplinary action may apply to the employee for violation of the Code.

The full version of the requirements of the Code is provided in the Addendum 1, which includes the translation of the Deutsche bank Group Code of Conduct considering that all such requirements are applicable to all employees of the local Bank.

4. Final Provisions

This Regulation becomes effective upon its approval by the Supervisory Board of the Bank.

Any amendments to the Regulation may be made only via approval thereof by the Supervisory Board of the Bank.

Upon acceptance of a revised version of the Regulation, the previous version of the Regulation shall automatically become void.

If any part of this Regulation doesn't conform to the Ukrainian legislation, including the National Bank of Ukraine regulations, including new acts or amendments to existing ones, this Regulation shall be valid only in the part, which doesn't contradict the Ukrainian legislation, including the National Bank of Ukraine regulations. Until relevant amendments are made to the Regulation, employees of the Bank shall be governed by the Ukrainian legislation in their work.

5. List of Annexes and Attachments

Annex 1: Code of conduct - Deutsche bank Group

APPROVED by
Supervisory Board of Joint Stock
Company Deutsche Bank DBU
(Minutes No. 80 dated May 12, 2021)

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