

# Whistleblowing

Section I.

## **Purpose and Reasons for Issuance**

This Methodological Guideline sets out the conditions and procedure for receiving complaints or notifications from employees of Povrly Copper Industries a.s. (hereinafter referred to as the Organization), the manner of handling complaints or notifications and the manner of handling the information obtained in a manner that is in compliance with generally binding legal regulations in force in the Czech Republic, in particular Directive (EU) 2019/1937 of the European Parliament and of the Council of 23 October 2019 on the protection of persons who report infringements of Union law (hereinafter referred to as the "legislation").

I.1. This guideline establishes internal reporting system for the submission and resolution of complaints (whistleblowing system), which is available to all employees and other affected parties in accordance with applicable law. The mechanism is designed to ensure its legitimacy, easy accessibility, transparency, predictability and fairness.

I.2. The receipt of a complaint or notification, the manner in which the complaint or notification is handled and the manner in which the information is handled will be carried out exclusively in accordance with the law, with due regard for the confidentiality and protection of complainants or whistleblowers and jointly protected persons. Any retaliation against whistleblowers is prohibited.

I.3. The internal reporting system allows complaints or notifications:

(i) by sending it through the postal service provider to the address for service at the hands of the authorised person

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marked WHISTLEBLOWING, to:

Štěpánská 621/34, 110 00 Prague 1

(ii) by electronic communication (e-mail), or

etickykodex@mtxgroup.cz

(iii) by dropping it in the "WHISTLEBLOWING" box set up by the Organization and located on the ground floor of the central locker rooms.

The mailboxes are collected at a frequency of once a month by the personnel department.

A record is made when a complaint or notification is made orally. The complainant or whistleblower shall sign the record and receive a copy.

Information on the process of receiving and handling the complaint or notification, as well as on the follow-up action taken, is provided in a transparent and easily accessible manner as an annex to this document, i.e. Appendix Nr.1 Whistleblowing - oznámení/notification, in secure mode.

I.4 An effective whistleblowing system can protect the reputation of the Organisation and avoid financial, legal and reputational consequences. Its purpose is to enable not only staff members but also others to report confidentially possible illegal acts that harm or threaten the public interest.

## Section II.

### **Basic definitions**

For the purposes of this Guideline, the following terms shall have the following meanings:

"Protected person" - a person who, together with the complainant or the whistleblower, cannot be subjected to retaliation, which means:

- (i) a person who has provided assistance in discovering the information that is the subject of the complaint or notification, filing the complaint or notification, or assessing its validity,
- (ii) a person who is a person close to the whistleblower,
- (iii) a person who is an employee or colleague of the whistleblower or a person in a similar position,
- (iv) a person controlled by the whistleblower,
- (v) a legal person in which the whistleblower has an interest, a controlling person, a controlled person or a person controlled by the same controlling person,
- (vi) a legal person of which the whistleblower is a member of an elected body, a controlling person, a controlled person or a person controlled by the same controlling person,

(vii) a person for whom the whistleblower performs work or other similar activity, a trust of which the whistleblower or a legal person referred to in (v) or (vi) is a settlor or a trustee or in relation to which the whistleblower or a legal person referred to in (v) or (vi) is a person who will increase the assets of the trust by contract or by acquisition on death.

"Ministry" - the Ministry of Justice, ID No.: 000 25 429, with registered office at Vyšehradská 427/16, 120 00 Prague 2.

'Retaliation' - conduct in connection with the whistleblower's work or other similar activity that is prompted by a complaint or report and that may cause harm to the whistleblower or a jointly protected person, including but not limited to:

- (i) termination of employment or non-renewal of employment for a specified period of time,
- (ii) the termination of a legal relationship based on an agreement to perform work or an agreement to work,
- (iii) dismissal from the post of manager,
- (iv) a reduction in pay or remuneration or the non-award of a personal allowance,
- (v) discrimination,
- (vi) transfer or reassignment,
- (vii) a performance review,
- (viii) ostracization,
- (ix) failure to allow professional development,
- (x) change in work schedules,
- (xi) requiring a medical report or occupational health examination,
- (xii) termination or withdrawal from the contract; or

interference with the right to protection of personality;

"notification" - a notification by an individual containing information about possible unethical or wrongdoing which has the characteristics of a criminal offence or misdemeanour or breaches a law or regulation of the European Union governing areas:

- (i) financial institutions, financial services, financial products and financial markets,
- (ii) corporate income tax,

- (iii) prevention of money laundering and terrorist financing,
- (iv) consumer protection and safety and compliance with product requirements under legislation,
- (v) transport, transport and road safety,
- (vi) environmental protection, food and feed safety and animal welfare,
- (vii) radiation protection and nuclear safety,
- (viii) public procurement, public auctions and competition,
- (ix) protection of internal order and security, life and health,
- (x) protection of personal data, privacy and security of electronic communications networks and information systems,
- (xi) the protection of the financial interests of the European Union, or
- (xii) the functioning of the internal market, including the protection of Union rules on competition and State aid, or otherwise violates the company's ethical principles or values, the commission of which has come to the attention of the complainant or the whistleblower in connection with work or a similar activity; work or a similar activity shall, for the purposes of this Act, include applying for a job or other similar activity;

"whistleblower" - the natural person who has reported a possible infringement;

The whistleblower became aware of the commission of the offence in connection with work or other similar activity, i.e:

- (i) persons who have the status of workers within the meaning of Article 45(1) TFEU,
- (ii) persons having the status of self-employed persons within the meaning of Article 49 TFEU;
- (iii) persons who, in the intervening period of the notification of the infringement, have had their employment relationship terminated or are in the process of recruitment or other pre-contractual negotiations,
- (iv) shareholders and persons belonging to the administrative, management or supervisory body of the Organisation, including non-executive members, as well as volunteers and paid or unpaid interns;
- (v) all persons working under the supervision and direction of contractors, subcontractors and suppliers.

"Designated Person" (or the competent person according to Act No. 171/2023 Coll.)- a person designated by the Organisation to receive the notification and to act as a confidentiality officer (assessing the validity of the notification);

"complainant" - the person seeking redress for a violation of the European Convention on Human Rights;

'complaint' - an expression of dissatisfaction by the complainant in relation to a breach of the European Convention on Human Rights;

Section III.

### **Complaint and notification procedure**

III.1. Procedure for lodging and receiving complaints and notifications

III.1.1 A complainant or whistleblower may submit a complaint or notification to the Ministry and/or through the internal notification system established by the Organization to the designated person in the manner described in Article I. The designated person shall notify him/her of the receipt of the complaint or notification within 7 days, unless the complaint or notification is made anonymously.

III.1.2 The complainant or notifier may disclose the information that constitutes the content of complaints and notifications if:

- (i) he or she has submitted a complaint or notification through the internal reporting system or directly to the Ministry and appropriate action has not been taken within the specified time limits, in particular the person in charge has not assessed the validity of the complaint or notification, the obliged entity has not taken appropriate action to prevent or remedy the unlawful condition, or the person in charge has not assessed the complaint or notification,
- (ii) has reasonable grounds to believe that the unlawful conduct alleged in the complaint or notification may lead to an imminent or obvious threat to internal order and safety, life or health, the environment or other public interest, or to irreparable harm; or
- (iii) has reasonable cause to believe that, if the complaint or notice is filed with the Department, there is an increased risk, given the circumstances of the case, that he or a jointly protected person will be subjected to retaliation or that the Department's authority is at risk.

### III.1.3. Submission requirements

The complaint and notification must contain at least the following information:

- (i) the name of the company, its registration number and registered office address, the name of the person acting - name, surname, and function,
- (ii) a contact address, or telephone or e-mail contact for further inquiries by the Organization regarding the complaint or notification,
- (iii) a precise description of the contents of the complaint or notification, together with any available documentation and other relevant information,
- (iv) the date of the complaint or notification and the signature of the complainant or notifier.

A record shall be made when the complaint or notification is made orally. The complainant or whistleblower shall sign the record and receive a copy, see Article I.

III.1.4. The person responsible shall notify the complainant or the whistleblower in writing of the receipt of a complaint or notification under this Guideline within 7 days of its receipt, unless:

- (i) the complainant or whistleblower specifically requests that the designated person not notify him or her of the receipt of the complaint or notification; or
- (ii) notification of receipt of the complaint or notification would reveal the identity of the complainant or whistleblower.

III.1.5. The complainant or whistleblower is entitled to submit the complaint or notification anonymously.

Anonymous complaints or notifications shall only be recorded and verified by the Organisation.

### III.2. Assessment of the validity of the complaint or notification

III.2.1. The person responsible shall assess the validity of the complaint or notification and inform the complainant or notifier in writing of the results of the assessment within 30 days of receipt of the complaint or notification. In cases of factual or legal complexity, this time limit may be extended by up to 30 days, but not more than twice. The person in charge shall inform the complainant or the whistleblower in writing of the extension of the time limit and the reasons for it before its expiry, unless:

- (i) the complainant or whistleblower specifically requests the designated person not to notify him or her of the receipt of the complaint or notification; or

(ii) notification of receipt of the complaint or notification would disclose the identity of the complainant or whistleblower.

III.2.2. If the authorised person finds that the complaint or notification:

(i) is substantiated, the Organization shall propose measures to prevent or remedy the violation,

(ii) is unfounded, shall without undue delay inform the complainant or whistleblower in writing that, on the basis of the facts set out in the complaint or notification and all the circumstances known to it, it does not find that an offence has been committed, or finds that the complaint or notification is based on false information, and shall advise the complainant or whistleblower of the right to lodge a complaint or notification with a public authority; or

(iii) is not a notification under the legislation, it shall without undue delay notify the complainant or whistleblower in writing.

III.3. Adoption of appropriate measures

III.3.1 If the complaint or notification is found to be justified, the authorised person shall propose to the Organisation appropriate measures to prevent or remedy the violation, which the Organisation shall adopt or take other appropriate measures.

III.3.2. All grievance redress will be in accordance with internationally recognised human rights. The mechanism will ensure that the proposed measures do not cause further harm or discrimination to the parties concerned.

III.3.3. The Organization shall promptly notify the authorized person of the measures taken, who shall inform the complainant or the whistleblower in writing without undue delay, unless:

(i) the complainant or whistleblower specifically requests the designated person not to notify him or her of the receipt of the complaint or notification; or

(ii) notification of receipt of the complaint or notification would reveal the identity of the complainant or whistleblower.

III.4. Disclosure rules

III.4.1. The authorised person shall not be entitled to provide information which could defeat or undermine the purpose of the complaint or notification.

III.4.2. Information about the identity of the complainant or whistleblower and the jointly protected person may be provided only with their written consent unless the authorised person is obliged to provide such information to the competent public authorities under

other legislation. This also applies to information on the identity of the person named in the complaint or notification.

## Section IV.

### **Recording, registration and storage of complaints or notifications**

#### IV.1. Recording of oral complaints or notifications

IV.1.1. In the case of an oral complaint or notification, an audio recording (if the complainant or notifier agrees) or a transcript shall be made. The person responsible shall give the complainant or whistleblower the opportunity to comment on the transcript. The complainant's or whistleblower's statement shall be attached to the transcript.

IV.1.2. Unless the complainant or whistleblower consents to the making of the audio recording or transcript, the authorised person shall not make it. In such a case, they shall make a record which faithfully captures the substance of the oral complaint or notification. The authorised person shall allow the complainant or whistleblower to comment on the recording. The statement of the complainant or whistleblower shall be attached to the record. A similar procedure shall be followed where it is not technically possible to make an audio recording of the oral complaint or notification.

#### IV.2. Recording and retention of the complaint or notification

IV.2.1 The authorised person shall keep an electronic record of the details of complaints or notifications received, to the extent that:

- (i) the date of receipt of complaints or notifications,
- (ii) the name, where applicable, the name, surname, date of birth and contact address of the complainant or notifier, if known,
- (iii) a summary of the content of the complaints or notifications and the identification of the person against whom the complaints or notifications were directed, if known to him; and
- (iv) the date on which the assessment of the validity of the complaints was completed
- (v) or notification and the outcome thereof.

IV.2.2. Complaints or notifications shall be recorded to the extent specified above for a period of 5 years from the date of receipt, with access to this record only by the authorised person.

## Section V.

### **Monitoring of complaints or notifications**

#### V.1. Obligation to inform within a reasonable time

The complainant or whistleblower shall be informed both of the receipt of the complaint or notification within a specified period, i.e. within 7 days of receipt of the complaint or notification, and of the handling of the complaint or notification within 30 days of receipt of the complaint or notification; including possible extensions, but no later than 3 months from the date of receipt of the notification, see Article III. Notification of the complainant or whistleblower applies even if no decision on appropriate follow-up has yet been made, or if no violation is suspected or suspected, or if the notification is based on false information (penalties in Article VI).

#### V.2. Safeguards to prevent retaliation

The Organization guarantees the confidentiality of the identity of the whistleblower during the whistleblowing process and the investigation prompted by the report and is protected from retaliation such as discharge, non-promotion, discrimination or harassment in the workplace, change of hours, place of work, non-renewal of a fixed-term contract, etc..

In the event that the complainant or whistleblower perceives certain actions of the Organization as retaliatory measures and fails to demonstrate that they are unrelated to the complaint or report filed by him or her, the violation is a violation of law and the procedure is again under Article I.

#### V.3. Whistleblower protection conditions

A whistleblower is entitled to invoke protection if he or she meets the conditions that:

- (i) the information notified about the infringement was true at the time the notification was made;
- (ii) the information fell within the scope of the Directive;
- (iii) at the same time, he or she made the notification either internally or externally or made such information public (see below).

In the case of protection from retaliation, a person who knowingly made a false notification cannot claim protection, thus the legislator is mindful of cases where such a person would wish to avoid employment sanctions through whistleblower status.

#### V.4. Measures to protect against retaliation

A complainant, whistleblower, or protected person who has been subjected to adverse action is entitled to invoke protection from retaliation. Upon a request for reconsideration of whether an action was retaliatory, the Organization will review, see Procedure OS 2/22 Ochrana oznamovatelů, Whistleblowing, and make an equitable determination.

The Organization shall prevent any retaliation:

- (i) Setting rules and monitoring notifications;
- (ii) transparency and training of Whistleblowing;
- (iii) risk assessment;
- (iv) financial controlling;

Moreover, the protection against retaliation applies not only to the whistleblower, but also, for example, to intermediaries, colleagues or relatives who might be affected by retaliation in a work context.

#### Section VI.

##### **Offences under notification**

If the Organisation breaches its obligations and fails to allow or even prevent complaints or notifications, fails to take retaliatory measures or fails to ensure the anonymity of whistleblowers, it may be fined up to a maximum financial penalty of CZK 1,000,000 depending on the form of fault.

For a knowingly false report, on the other hand, the whistleblower may be fined up to CZK 50,000.

## Section VII.

### **Company liabilities**

VII.1. The Company shall ensure that the grievance mechanism is accessible to all groups regardless of gender, age, nationality, language or other characteristics.

VII.2. The Company regularly conducts analysis of data collected from complaints to identify recurring patterns and to detect systemic weaknesses. The findings are used to improve internal processes, implement preventive measures and minimize the risk of similar problems in the future.

VII.3. Anonymised information on the reports received and their outcomes will be published regularly in the Company's sustainability report.

VII.4. The Company will regularly consult with key stakeholders, including employees and the trade union, on the effectiveness of this mechanism to ensure that it is continuously improved and adapted to meet current needs.

VIII.5. The Company regularly seeks feedback from whistleblowers and other affected parties through anonymous questionnaires. The results of the feedback are analysed and used to improve the grievance mechanism, including possible adjustments to the guidelines and processes

## Section VIII.

### **Final provisions**

VIII.1. This Guideline is issued for an indefinite period of time and shall enter into force on 1 September 2025, and shall be updated according to individual revisions.

VIII.2. This Guideline will be reviewed at least once every 5 years or whenever there is a significant change in legal or regulatory requirements. However, the Employer reserves the right to update it at any time by issuing a new complete version, and employees will be notified of such changes at least 1 calendar week before they take effect.

VIII.3 All employees of the Organization shall be familiar with this guideline and shall be properly trained on its principles and application.

VIII.4 This Guideline is also published in controlled documentation the Organization's guidelines.

Povrly, 25.8.2025

Ing. David Kozel, Chairman of the Board of Directors

