

The procedure for anonymous reporting of violations of law, procedures and ethical standards Action S.A. in restructuring

1. Aims and objectives of the Procedure

1. The procedure for anonymous reporting of violations of the law, procedures and ethical standards of ACTION S.A. in restructuring was introduced in order to develop a culture of intra-organisational whistleblowing as an expression of concern for the good of the Company.

2. The objective indicated in point 1 above and the promotion of a whistleblowing attitude is achieved through the implementation and development of appropriate whistleblowing systems and whistleblower protection programmes for those wishing to report internally.

2. Basic Terms Used in the Procedure

Whenever the Procedure for anonymous reporting of violations of the law, procedures and ethical standards of ACTION S.A. in restructuring is referred to:

Secure communication channel - refers to the mode of anonymous reporting of Violations using electronic forms in accordance with paragraph 4, points 4 - 9 of the Procedure.

Violation - refers to the identified behaviour (action or omission) reported by the Whistleblower that is not in compliance with generally applicable laws, the Company's internal acts and ethical standards.

Procedure - refers to this Procedure for anonymous reporting of violations of the law, procedures and ethical standards of ACTION S.A. in restructuring.

Regulation - refers to Regulation (EU) No 2017/1129 of the European Parliament and of the Council of 14 June 2017 on the prospectus to be published when securities are offered to the public or admitted to trading on a regulated market and repealing Directive 2003/71/EC.

Company - refers to ACTION S.A. in restructuring.

Act - refers the Act of 29 July 2005 on public offerings and the terms for introducing financial instruments to an organised trading system and on public companies.

Whistleblower - refers to the person making the report on the Violation, in particular an employee or associate (on a basis other than employment) of the Company.

3. Legal basis and the scope of the procedure

1. The procedure has been prepared on the basis of Article 97 d of the Act and Article 41 of the Regulation and sets out the conditions for the anonymous reporting to the Members of the Management Board, and in specific cases to the Supervisory Board, of actual or potential Violations, in particular of the provisions of the Act, the Regulation and the Company's procedures and ethical standards, through an internal channel by means of a special, independent and separate channel created to ensure the protection of the Whistleblowers.

2. The procedure applies to reports of violations of all internal acts in force in the Company.

Where the internal act in question provides for a stand-alone whistleblowing procedure, the whistleblowing in question in accordance with the Procedure shall be effective and recognised under the Procedure, notwithstanding any provisions to the contrary in the internal act in question.

4. Rules for reporting actual or potential Violations and establishing a Secure communication channel for such reports

1. The Whistleblower shall be entitled to submit reports of Violations directly to the Members of the Company's Management Board and, where the report of a Violation would concern a Member of the Company's Management Board, directly to the Members of the Company's Supervisory Board.

2. Reports of Violations may be made either identifying the Whistleblower or anonymously. If the identity of the Whistleblower is disclosed, it shall remain known to the notified Members of the Management Board or the Supervisory Board, except in cases where the Company is obliged to disclose the identity of the Whistleblower to the authorities investigating a report of a Violation. In this case, information on the identity of the Whistleblower may be communicated to the persons providing the information to the authorised bodies on behalf of the Company with the obligation of secrecy in this respect. Personal data, including in particular Notifier's identity data, is subject to legal protection in accordance with data protection legislation at all stages of the Procedure. The Company undertakes to exercise due diligence to maintain the utmost confidentiality in the event that the identity of the aforementioned persons is disclosed.

3. Ways of receiving reports of Violations:

1) by e-mail - sent to the address of the Members of the Management Board (address: z@action.pl) or the Supervisory Board (address: rn@action.pl),

2) by correspondence to the Company's address, indicating the Members of the Management Board or Supervisory Board as addressees,

3) using the Secure communication channel,

4) by any other means deemed appropriate by the Notifier.

4. The Secure communication channel is available via an electronic form at the following web address: <https://www.action.pl/pl/firma/profil/zgloszenia-naruszen-mdr>

5. The Violation Report Form contains 3 fields: 1) the content of the report on the Violation; 2) the checkbox marked with the letter "N"; 3) the checkbox marked with the letters "NZ".

6. The checkbox marked "N" indicates that the Violation relates to the conduct of persons other than the Company's Directors and its selection by the Whistleblower will result in a report of the Violation being sent to the email address z@action.pl.

7. The checkbox marked "NZ" indicates that the Violation relates to the conduct of the Company's Directors and its selection by the Whistleblower will result in a report of the Violation being sent to the email address rn@action.pl.

8. E-mail access at: a) z@action.pl is available to Members of the Company's Management Board; b) rn@action.pl is available to Members of the Company's Supervisory Board.

9. The Report shall include a description of the Violation, specifying: a) the date (period) of its occurrence; b) the course of conduct classified as an Violation; c) the persons committing the Violation; d) any witnesses to the Violation; e) any other evidence of the Violation that may be available.

5. Identification of Reports of Violations and Measures Taken as a Follow-up to Reports of Violations

1. Upon receipt of a report, the Company shall immediately carry out actions to establish the circumstances of actual or potential Violations, to protect the Whistleblower of the Violation, to remedy the consequences of the Violations and to prevent their future occurrences.

2. Upon receipt of a report of a Violation, a Member of the Management Board or of the Supervisory Board shall forward the report for investigation to the Board's Legal Officer, unless the reported Violation concerns the Board's Legal Officer, in which case the report shall be considered by a person indicated by the Member of the Management Board or of the Supervisory Board, without excluding the outsourcing of the investigation to entities external to the Company. Investigations may also be outsourced to parties external to the Company if a report of a Violation involves a Member of the Management Board and the Supervisory Board considers this necessary to maintain objectivity in the circumstances.

3. Where the report of the Violation has been made with the identity of the Notifier, the transmission of the report, pursuant to paragraph 2 above, shall be made without the identity of the Notifier. Identity data may be forwarded for the purpose of notifying external authorities of a Violation when such a decision is made following the completion of a background check report, in accordance with paragraphs 7 and 8 below.

4. The investigation shall be undertaken within a maximum of 5 days from the date of receipt of the report of the Violation and shall aim to establish:

- 1) the factual circumstances of the claimed Violation and its nature (actual or potential),
- 2) consequences of the Violation, including its impact on the Company's operations and reputation, and how to remedy and prevent future Violations,
- 3) the existence of grounds for notifying the competent authorities of the Violation.

5. The person carrying out the investigation within the scope of the Violation Report has the right to:

- 1) request Members of the Company's Bodies and persons employed by the Company to provide explanations or documents within the scope of the reported Violation;
- 2) make photocopies, copies, extracts, compilations or printouts of any documents, information and data and other materials related to the Company's operations.

6. The investigators and persons participating in the investigations are obliged to keep confidential the facts which they have learned or about which they have given explanations or documents in the course of the investigations.

7. The investigation should be concluded within 21 days of its commencement by issuing a report containing the results of the investigation and the elements indicated in point 4(1) - (3) above. If it is not possible to carry out the investigation in full within the aforementioned time limit, the person conducting the investigation shall notify the Whistleblower of this

before the expiry of the 21-day time limit and indicate a new time limit for the completion of the investigation. The report shall be submitted to the Member of the Management Board or Supervisory Board who communicated the Violation.

8. Either the Management Board or the Supervisory Board shall, on the basis of the report received, decide:

1) on the decisions on the further handling of the Violation in accordance with the applicable regulations and internal acts of the Company, and, in the event that the Violation is subject to recognition by external authorities, shall give the appropriate notice to such authorities;

2) on the follow-up actions to remedy the effects of the Violation and to prevent future Violations from occurring.

6. Measures for the protection of Whistleblowers of Violations and the measures applied by the Company to verify their operation

1. The Company shall provide direct access to the Members of the Management Board and the Supervisory Board to report Violations, including those reported anonymously.

2. The Violation Whistleblower cannot suffer any negative consequences of the Violation Notification. It is forbidden to: disclose his/her identity (if the report was not anonymous) except in cases specified in the law and the Procedure, to use reprisals from the environment, to discriminate or otherwise treat the Whistleblower unfairly, and to terminate his/her employment contract or to change the terms of this contract to a less favourable one because of the notification of a Violation Report.

3. In the event of the occurrence of the prohibited behaviour referred to in point 2 above, the Whistleblower shall be entitled to notify the Members of the Management Board or the Supervisory Board directly, including using the Secure Communication Channel.

4. The investigator for the reporting of Violations involving persons performing internal control functions in accordance with the Internal Control System adopted by the Board of Directors of the Company on 25.11.2019 and approved by the Audit Committee of the Company on 26.11.2019. (as may be amended from time to time by this document) carry out a regular internal audit of the proper functioning of the system of anonymous reporting of Violations and protection of Whistleblowers.

5. Internal audit includes the examination and evaluation of, in particular:

1) compliance of the actions taken with the provisions of the Act, the Regulation and the Procedure,

2) the efficiency and effectiveness of the measures taken, including in particular the actual operation of the protection measures granted to the Whistleblowers;

3) the impact of the actions taken in relation to the reported Violations on improving the functioning of the elements affected.

6. Following the internal audit, an audit report shall be drawn up taking into account the matters indicated in points 5(1) - (3) of the audit, which shall be presented to the Audit Committee at least once a year, in time for it to be referred to in the Audit Committee's annual report.

7. The Company shall make available information on the possibility of reporting Violations, in particular using the Secure Communication Channel through training courses and when entering into contracts with employees and collaborators.

7. Register of Violation reports and storage of Violation data

1. The Company maintains a register of Violation Reports.

2. The register referred to in point 1 shall contain, in particular, information on: 1) the serial number of the reported Violation (consecutive number/calendar year); 2) a general description of the subject of the reported Violation; 3) the manner and date of the handling of the case of the reported Violation (including information on whether a report has been made or whether the report has been forwarded to external bodies); 4) information on the identification of negative behaviour towards the Reporting Whistleblowers; 5) information on the decisions and follow-up actions taken after the investigation of the Violation in accordance with paragraph 5 item 8 of the Procedure. The Register of Violation Reports shall be maintained in accordance with the model in Annex 1 to the Procedure.

3. The Company shall keep the documents and information obtained and produced as a result of a report of Violations for a period of 5 years, counting from the end of the year in which the report was communicated to the person responsible for receiving the report.

4. The time limit for the Company to delete the personal data contained in the reports of Violations is 5 years from the end of the year in which the report was communicated to the person responsible for receiving these reports.

8. Final Provisions

1. The Procedure shall be effective as of 30 July 2019.-----
2. The Procedure is subject to posting on the Company's website.
3. All amendments hereto must be made in writing or otherwise remain null and void.

Attachment 1 Model record of Violation Report

No.	Date of Report	General description of the subject of the reported Violation	Method and date of handling of the Violation Report (including information on the date of the report and its conclusions)	Information on the identification of negative behaviour towards Whistleblowers	Information on decisions and follow-up actions taken after the investigation of the Violation in accordance with paragraph 5(8) of the Procedure