

Personnel Conflict of Interest Policy

1. Introduction

- 1.1** Digi Communications N.V. (**DIGI**) and its subsidiaries (the **DIGI Group**) are committed to exercising high ethical standards and conducting business with fairness, honesty and integrity.
- 1.2** This commitment includes requiring all officers, directors, employees and contractors of the DIGI Group (**Personnel**) and partly-owned companies within the DIGI Group's control to make transparent, fair and merit-based business decisions free from real or perceived conflicts of interest.
- 1.2.1** Directors of the DIGI Group are also required to comply with the Director Conflict of Interest policy, available at www.digi-communications.ro/en/corporate-governance.

2. Definition

- 2.1** A **Conflict of Interest** is any relationship or activity, whether personal or professional, that influences, has the potential to influence or is perceived to influence Personnel's ability to:
- (a) make transparent, fair and merit-based business decisions; or
 - (b) act in the best interests of the DIGI Group.

3. Conflict of Interest Principles

- 3.1** Personnel must not make business decisions that are affected by Conflict of Interest.
- 3.2** Personnel must take care to avoid any situation giving rise to a potential Conflict of Interest or that may be perceived as a Conflict of Interest.
- 3.3** Personnel must not request, receive or accept directly or indirectly, goods, services or any other advantages (as kickbacks or personal commissions) from third parties that do business with the DIGI Group.
- 3.4** Personnel must recuse themselves from transactions or other business dealings between the DIGI Group and themselves or their family members.
- 3.5** Personnel must not misuse confidential information of the DIGI Group except for their professional responsibilities.
- 3.6** Personnel must not compete with the business of the DIGI Group.
- 3.7** Personnel must obtain advance written approval from DIGI Group before they are going to providing paid or unpaid services outside the DIGI Group.
- 3.8** Decisions regarding employment, promotion and pay will be based solely on merit and performance, without regard to the employment of any family members at the DIGI Group.

4. Concerns

- 4.1** Personnel must report any concerns about actual, potential or perceived Conflicts of Interest to the DIGI Compliance Group.

4.2 The DIGI Compliance Group will review each report submitted and, where appropriate, will conduct further investigation, make recommendations for remedial action and/or reporting potential issues to relevant law enforcement or regulatory authorities.

5. Further Information

5.1 All questions about these principles or other matters of compliance and ethics may be directed to the DIGI Compliance Group via email (grup.conformitate@digicomunications.ro).