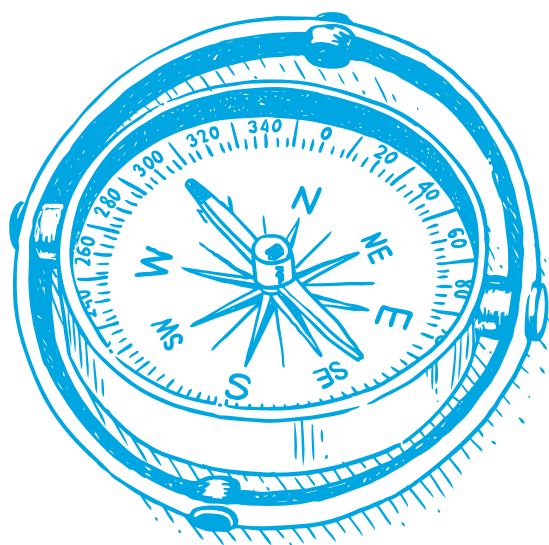


# Code of conduct

**COMMON  
SENSE  
CLEAR  
CONSCIENCE**



# Foreword

This is our Code of Conduct entitled 'Common Sense, Clear Conscience'. Below, we explain what you can - and should - do with this code.

De Volksbank's mission is banking with a human touch. We do this by creating value for all our stakeholders: customers, employees, society and shareholder. We aim for optimal total value, rather than maximum value for one particular stakeholder.

In your work, this means balancing different rights and interests. Our starting point in this respect is trust in each other and in our customers.

*Our ambition is to optimise shared value*

Through our strategy 2021 - 2025 'From promise to Impact', we want to become the bank with the strongest customer relationship and the greatest, proven social impact. The strategic plan builds on our mission of banking on a human touch.

Our behaviour reflects both our mission and our strategy. The behaviour we need to achieve this is described in Volksbank's DNA: customer-focused action, result-oriented cooperation and continuous improvement and innovation. Our behaviour is particularly important at this time, given the growth we are experiencing in our four brands and the five necessary movements of change, in particular our agile way of working.

In an agile work environment, responsibility lies low in the organisation and employees are supported by facilitative and servant leadership to exhibit the right behaviour.

This Code of Conduct provides a framework within which employees can take responsibility for implementing the strategy. To achieve this, we need a risk-aware culture that enables us to be the bank we want to be for our customers and society. This means that we understand what is expected of us, that we act correctly and therefore do the right thing.

By taking the banker's oath, you have declared that you will perform your duties with integrity and care, put customers' interests first and submit to disciplinary law. In that sense, you are personally responsible for complying with the Code of Conduct. But what principles does the code set out, and how can you put them into practice?

*Banking with a human touch*

The Code of Conduct describes the desired ethical behaviour of all employees of de Volksbank. It sets out what we expect of you and the framework within which you can take responsibility. It also provides guidelines on how to deal with different interests you will come across in your work, and what kind of behaviour is specifically inappropriate.

By making conscious and well-considered choices and discussing dilemmas, you can continue to improve yourself and, as a result of this, our organisation. This is how we keep our mission and strategy alive together.

*Martijn Gribnau  
Jeroen Dijst  
Marinka van der Meer*



# 1. Respect and professional conduct

## Equal treatment for everyone

We are a bank for everyone in the Netherlands. At de Volksbank, our mission is to work with each other and others in a respectful way. That is to say, openly and on an equal footing, retaining a human touch, and staying considerate and appreciative of each other. In equal circumstances, everyone who works for de Volksbank is treated equally - regardless of nationality, culture, religion, gender, sexual orientation, age and health. We take other people seriously and do not abuse anyone's trust. We communicate clearly and understandably with each other and other people; we say what we do, and we do what we say, in line with our 'better for each other' promise.

## Our mission as a guiding principle

In the work that we do, we carefully weigh the interests of customers, employees, society and shareholder. In this way, we want to create value for all these stakeholders. We call this Banking with a human touch. The fact that we operate on the basis of this mission is reflected everywhere; in our advice, our products, our services and our terms and conditions:

- We only give our customers advice on what they really need;
- We only develop useful, simple, safe and understandable products and services;
- We offer products and services with comprehensible terms conditions, at a good price.

We put our customers' needs first. In everything we do and develop, we ask ourselves: what value does it bring to customers? And how does it strengthen the customer relationship? To answer these questions, we have to get to know our customers well. Creating real value also means that we can be critical. That sometimes 'no' is also a good answer to help customers. For example, if a product is unsuitable. In that case, we try to find an appropriate alternative for customers. It goes without saying that we do not facilitate transactions or orders from customers or other relations that fall outside the law, such as suspected tax fraud, criminal activities or insider trading.

## Trustworthiness comes first

Your behaviour is important for the trust we have in each other and that other people have in our bank and the financial services sector as a whole. You should therefore regularly ask yourself whether your behaviour, both in a professional and private capacity, contributes to the trust in our bank. We expect you to be honest and sincere and to uphold the applicable laws and (internal) rules. Thus, you do not manipulate stock exchange prices and do not facilitate fraud or corruption in any way whatsoever, whether through falsifying documents, claiming false expenses or committing bribery. You do not respond to proposals to engage in corrupt or fraudulent practices by third parties or commit theft. You can expect us to take appropriate measures against colleagues who are guilty of any of the aforementioned offences.

It is also important to demonstrably follow the internal processes and procedures because this ensures a uniform way of working, sustainable solutions and therefore predictability for customers and ourselves alike. If a process or procedure organisation can be organised more effectively, please make it known so that we can continue to improve it.

We only want to do business with business relations who have the same or similar vision of shared value and integrity as we do and who, in our opinion, act accordingly.



## **We do not tolerate inappropriate behaviour**

A safe workplace where you feel comfortable and welcome is very important to be able to do your job well. This means that we respect each other. There is no room for transgressive behaviour such as discrimination, abuse of power or (sexual) harassment. Nor will we tolerate inappropriate behaviour by customers.

## **Incidents must always be reported**

Professional conduct also includes the reporting of incidents. We have an Incident Reporting Centre in place for reporting incidents, malpractices and data leaks or suspicion thereof. Incidents should be reported immediately, as we want to resolve them as quickly as possible. If you report an incident, you can expect from us that you will be able to do so in a safe and confidential manner, that we will act on it in order to learn from the situation and prevent recurrence, and that we will inform you how we deal with your report. Incidents should, therefore, be reported to the Incident Reporting Centre immediately upon discovery. You should also report suspicious requests or orders from customers, for example, and discuss them with your manager.

We believe feeling safe and welcome in the work environment is important. If you cannot or do not want to discuss an issue with your manager, we have a whistleblowing procedure in place to report a (suspected) malpractice anonymously.

## **Advocate for fair competition**

We do not enter into business arrangements or exchange information with competitors that may lead to unfair practices or distortion of competition. This includes exchanging information on prices, allocating customers or boycotting suppliers and/or customers. However, it may be necessary to make arrangements with third parties on some topics. This is permitted as long as they do not adversely affect competition. If in doubt as to whether or not you can make specific arrangements, you can contact the Compliance Department.

## **Keep your professional skills current**

We expect you to maintain your professional knowledge and skills at the level required to successfully perform your job and make a responsible risk assessment. In this way, you contribute to helping our customers and making and keeping them financially resilient.



## 2. Handle data and company property carefully

### **Information may be shared, but not indiscriminately**

In addition to our own corporate data, we manage a great deal of confidential information relating to our customers, business relations and employees. We always deal with this data carefully: prevent others from being able to see, hear, copy or damage this data if they are not authorised to do so. Customers trust us to keep their personal and financial data safe and secure. This also means that in our work we do not misuse information that we have access to and treat our customers, and process their data, ethically and responsibly. We process personal staff and customer data only if we have permission to do so. Certain information, such as religion, sexual orientation and trade union membership, is not recorded at all, not even in conversation notes.

Avoid sharing information unconsciously. A confidential conversation is not conducted in a public area, but in a suitable location. Always be sure whom you are dealing with, that you are communicating with the right person and be careful of what you say. Passwords and access codes are treated with care and kept secret. Take care when welcoming visitors. If they are visiting a large office, pick them up at the reception desk, accompany them during their visit and make sure they leave our premises after their visit.

Questions from journalists about our bank should always be referred to one of our spokespersons in the Communications Department. You can find a current list of spokespersons on our website on the Press page. You may also contact the Communications Department if you are not quite sure about what information to include in a lecture or a presentation you are giving on behalf of de Volksbank. Avoid making public investment recommendations in your statements and communications.

### **Treat insider information as prescribed**

You are to handle all the information acquired by you on account of your position, both in a professional

and private capacity, with utmost care. Do not misuse confidential information or information that qualifies as insider information or disclose or share it with third parties without permission. In the course of your work, it may occasionally be necessary to share information that qualifies as insider information; this is only permitted as long as you comply with the applicable regulations.

If you have an information advantage, you must never (try to) use that information to your personal advantage. Nor are you allowed to tip off others, as a result of which they (can) carry out (securities) transactions that you are not allowed to carry out yourself. Insider trading is not permitted. If you are in the possession of insider information, or have a reasonable suspicion that a customer or colleague is trading with insider information or manipulating (stock exchange) prices, you are to notify the Incident Reporting Centre without delay.

### **Company property for business purposes only**

In your work, only use company property that has been approved or provided to you by the bank. In principle, all company property made available to you is for business use only. For dual sim mobile phones you can, in addition to the business mobile phone plan, also insert a private sim card in the phone allowing you to send and receive your business mail via the company's email address, and your personal mail via your personal email address. Never send company or customer data to your personal email account. Always take due care of company assets including computers, mobile phones, software, office supplies and smart cards. Also be prudent when spending company money and/or claiming expenses.

Use company property in the prescribed manner, for the right purposes and in a suitable location. Never leave company property and confidential information unattended. Deposit all confidential paper documents in the paper containers in the office for destruction, and return any old devices. Do not allow third parties

such as customers, acquaintances or relatives to use company property, not even under the supervision of an employee of de Volksbank. Only use company systems, such as Klantbeeld - our CRM system - and WebSaS, for their intended purpose. Do not use these systems to access customer data for your own use or that of others, other than in the performance of your job. If you are a customer as well as an employee, please use the regular customer channels. The use of company property is monitored by the bank.



### Use the internet and email wisely

The internet is an open network, which means that many people have or may have access to data transmitted over the internet. Therefore, do not put any company data, including customer data, on the internet in an unsecured manner outside our bank, such as in Dropbox, social media (e.g. WhatsApp or Facebook, or personal email account). For this, you only use the company network, especially when it concerns projects involving (potential) insider information.

Do not open strange or unexpected (phishing) emails, SMS, WhatsApp messages and attachments and report suspicious emails directly via the red button in Outlook. Also be careful when downloading information. Never click on suspicious links or links of questionable origin and do not visit dangerous sites that may spread malware, such as torrent sites and erotic sites. Systems may go down if used carelessly for example, or confidential information might become public knowledge. Therefore use your business email and the internet for business purposes only, and always observe the law, good morals, public order, our 'guidelines for social media use' and our information security policy.

### Respect the environment

De Volksbank sets great store by caring for the environment, as is apparent from our aim to have a 100% climate-neutral balance sheet by 2030. This means that we want to act on limiting global warming and keeping our planet habitable, which is why we use paper and energy sparingly. We trust you to contribute to improving the environment.

## 3. Keep personal and professional affairs separate

### Avoid conflicts of interest

Keep business and personal affairs separate and avoid even the appearance of a conflict of interest. This applies, for example, to (private) investment transactions, services to our customers and to the collaboration with partners such as suppliers and intermediaries. You are, therefore, only permitted to enter into any sort of personal transactions with corporate suppliers under the terms and conditions applicable to their regular customers. Be aware of the fact that your behaviour in a private capacity may also affect the reputation of de Volksbank. If you do encounter a conflict of interest, or the appearance of a conflict of interest, report it to your manager and take measures to limit the adverse consequences.

### Hand over banking activities for family, friends, acquaintances and yourself

You are not permitted to conduct banking activities for family members, personal friends and acquaintances: hand these affairs over to a colleague. If there are no colleagues in your team to hand the file over to, make sure your work is checked by another colleague and make a note of this, for example in Klantbeeld, our CRM system. When any of your colleagues purchases one of our brands' products, do not offer them terms and conditions that deviate from the terms that apply to regular customers, other than official staff conditions. Your personal banking business should be conducted via the regular customer channels.

### Ban on private investments in de Volksbank securities

From the connection with our mission of banking with a human touch and our shared value, it is inappropriate for employees to make investments in de Volksbank securities. You, therefore, do not make private investments in de Volksbank securities, such as bonds. This is how we want to demonstrate that customers' interests cannot be disadvantaged by potential personal financial interests on our part and

that we avoid a conflict of interest or the appearance thereof. The trading ban applies to all securities transactions that you have or may have influence on. Examples are securities accounts in your own name, in your and your partner's name (joint account), in your children's name, of your own private limited company, or accounts for which you have been authorised.

### Exercise restraint in accepting or giving away business gifts

Business gifts may, on certain conditions, be accepted as a gesture of good business relations or participation in a business network, as long as your objectivity is not affected and the gift is in proportion to the business relationship or work you have done. So, look critically at the timing of receiving the gift (shortly before or long after negotiations), at the value of the gift and the intention of the person presenting it. When in doubt, discuss the matter with your manager so you can jointly determine if there is a risk of a conflict of interest, or appearance thereof. You are not permitted to accept cash, or vouchers exchangeable for cash.

The same principles apply to business gifts that you give away: stick to your department's rules for giving away business gifts.

### External professional activities only if not harmful

You are allowed to carry out external professional activities in addition to your job at de Volksbank, provided you have your manager's permission. Your manager will assess if this activity is potentially harmful to the interests of our customers or our bank. Follow the regulations of engaging in external professional activities to prevent any conflicts of interest or appearance thereof.



# How to deal with a dilemma?

We expect you to act within the scope and intent of this Code of Conduct. Unfortunately, reality is not always so clear-cut: frequently, there are no precise boundaries for what is, and what is not, permitted. To help you deal with this grey area, we offer you the following step-by-step plan:

The characteristic of a dilemma is that two values come into conflict. This automatically means that it is impossible to completely satisfy all parties involved. This step-by-step plan helps to weigh up all the interests in a balanced way and to arrive at the best possible solution.

TIP: Ask a colleague to reflect with you on the dilemma. This extra perspective will help you identify stakeholders, arguments and weigh them up.



## 1. Identify the situation and the stakeholders

Describe the dilemma and reduce it to two options, i.e. 'yes' or 'no'. Identify the stakeholders involved and the impact of the dilemma on the four elements of our shared values: customers, employees, society and shareholder.

## 2. Identify and weigh the arguments for both options

Check if there are any rules and/or procedures for this particular situation. Check if they can help you solve the dilemma and do not be afraid to discuss them with your manager if they are subject to improvement.

Identify what the arguments could be from the perspective of all stakeholders; identify the 'for' and 'against' arguments.

There are four types of arguments:

- a. Principle - refers to a stakeholder's right.  
*Mnemonic device:* 'Can and may the stakeholder demand this?'
- b. Consequence - points to possible future consequences and refers to an interest of a stakeholder; something someone would like and/or would benefit from.  
*Mnemonic device:* 'May the stakeholder ask this of us?'
- c. Excuse - is characterised by the avoidance of responsibility.
- d. Fact - refers to specific facts - this is not actually an argument, but provides useful information about the context of the dilemma.

When weighing the arguments, use the following guidelines:

- a. Principles outweigh consequences
- b. Sometimes a consequence may carry more weight; substantiate this well.
- c. Although facts and excuses do not count as arguments, they do provide a good picture of the feelings and/or the context in which the dilemma occurs.



### 3. Consult with your manager and colleagues

What arguments do they have on the dilemma? What do they think of your line of reasoning and can they add anything to it?

### 4. Make a decision and provide feedback

Based on all the information collected, choose the best solution for this particular situation. Think about how you can limit the 'harm' caused to the other party. Take your responsibility and stand by your decision: you can explain your decision and it is in keeping with banking with a human touch and our 'better for each other' promise.

Discuss your decision with your manager and other colleagues. Use it as a learning moment. This is how we build the bank we aim to be.

## General principles

Our Code of Conduct 'Common Sense, Clear Conscience' and the supplementary rules of conduct are accompanied by general principles. As these general principles also apply to you, we recommend you to read them carefully. You will find the general principles to the additional rules of conduct on iD.

