

**POLITIKA O UZBUNJIVANJU
Vojvođanske banke a.d. Novi Sad**

1. INTRODUCTION

Prepoznavajući značaj jasnih i blagovremenih procesa unutrašnjeg prijavljivanja ili zaštite onih koji vrše prijavljivanje (uzbunjivači), Banka usvaja ovu Politiku kako bi pružila smernice svojim zaposlenima, kao i izrazila garancije za punu bezbednosti i zaštitu koje pruža uzbunjivačima, kao deo svoje sveukupne odogovornosti prema zaposlenima i klijentima.

Posebno, ova Politika uspostavlja procese prijavljivanja incidenata koji se odnose isključivo na:

- (a) Nepravilnosti ili računovodstvene ili revizorske poteze koje nisu u saglasnosti sa najboljom međunarodnom praksom i primenjivim propisima, i
- (b) Prevare, korupciju ili sukob interesa

Kako je već definisano važećim politikama Banke o sprečavanju prevara, korupcije, sukoba interesa, politikom ličnog trgovanja, kao i Etičkim kodeksom za finansijske stručnjake.

Osnova

Kao deo strategije za sprečavanje prevara NBG Grupe, a u skladu sa zakonskim okvirom koji je važeći za sve članice Grupe i lokalnim zakonodavstvom u vezi sa uzbunjivanjem- Zakon o zaštiti uzbunjivača, Službeni Glasnik br 128/14, Banka uspostavlja ovu Politiku, sa ciljevima koji su opisani u poglavlju 2.

2. SVRHA

Ovom Politikom Banka želi da:

- (i) Stavi akcenat na posebnu važnost koju pridaje oblasti uzbunjivanja u vezi sa nepravilnostima koje uočavaju zaposleni, usvajajući relevantan

**WHISTLEBLOWING POLICY
of Vojvodjanska bank a.d. Novi Sad**

1. INTRODUCTION

The Bank, recognizing the key importance of clear and up-to-date processes regarding both internal reporting and the protection of those submitting such reports (whistleblowers), adopts this Policy to provide guidance to its Staff and declare that it ensures full confidentiality and protection of whistleblowers as part of its overall responsibility to its Staff and customers.

In particular, the present Policy establishes the reporting process for incidents relating exclusively to

- (a) irregular acts and/or accounting and auditing practices that are inconsistent with international practice and applicable provisions; and
- (b) fraud, bribery or conflict of interests

as defined in the existing policies of the Bank on combating fraud and bribery, conflict of interests and personal trading policy, as well as in the Code of Ethics for Financial Professionals.

Background

As part of NBG Group anti-fraud strategy and in line with the provisions of the regulatory framework that governs all members belonging to NBG Group, and local regulatory framework regarding whistleblowing – Law on protection of whistleblowers, Official Gazette of Serbia No 128/14, the Bank establishes the present Whistleblowing Policy with the purpose described in the chapter 2.

2. PURPOSE

With this Policy the Bank seeks to:

- (i) stress the particular importance it places on whistle blowing regarding malpractice that comes to the attention of Staff members, by adopting the relevant

dokument za postupanje na nivou politike

(ii) Ohrabri zaposlene da preuzimaju inicijativu i prijavljuju u dobroj nameri svaki incident kao što je prevara, korupcija, sukob interesa ili ozbiljne nepravilnosti koje uočavaju u toku obavljanja svojih dužnosti

(iii) Učvrsti poverenje svojih zaposlenih u ustanovljen proces prijavljivanja i u zaštitu uzbunjivača koji vrše prijavljivanje u dobroj nameri, time što obezbeđuje da kada god izvrše prijavu neke nepravilnosti, dobiju najbolju zaštitu i poverljivost, ukoliko tako žele.

Od ove Politike se očekuje da značajno doprinese:

(i) Ažuriranju i osavremenjavanju operativnog procesa Banke kako bi se zadovoljili aktuelni zahtevi

(ii) Obezbeđivanju efikasnog internog procesa i organizacione strukture Banke za prevenciju i upravljanje rizikom u vezi sa usklađenošću sa zakonskim okvirom koji se primenjuje u pojedinačnim slučajevima

(iii) Učvrišćivanju trenutno važećih procesa za prijavljivanje i prikupljanje podataka, umanjenju rizika dvostrukog prijavljivanja regulatornim telima i uspostavljanju jasnog upravljanja linijama izveštavanja

(iv) Dodatnom poboljšanju okvira korporativnog upravljanja

(v) Dodatnom poboljšanju upravljanja sprečavanjem sukoba interesa

(vi) Sprečavanju i upravljanju potencijalno opasnih posledica od mogućih zloupotrba od strane zaposlenih

(vii) Izbegavanju kazni i sankcija protiv Banke i/ili njenih zaposlenih usled neusaglašenosti sa regulatornim zahtevima

(viii) Sprečavanju i odvracanju svakog pogrešnog ponašanja koje može ugroziti reputaciju i interese Banke, njenih akcionara i klijenata, i

(ix) Unapređenju compliance kulture među

extant procedures at policy level;

(ii) encourage Staff members to take the initiative and report in good faith any suspected incident of fraud, bribery, conflict of interests and other serious irregularities that may come to their attention in the course of their duties

(iii) strengthen the trust of its Staff in the established reporting process and in the protection of whistleblowers who submit reports in good faith, by ensuring that whenever it is necessary to report any irregularity they will be afforded the utmost protection and confidentiality, if desired

This Policy is expected to substantially contribute to:

(i) updating and modernizing the Bank's operating processes to meet its current needs and developments;

(ii) securing effective internal procedures and organizational structures of the Bank for the prevention and management of risks related to the Bank's compliance with the regulatory framework each time applicable

(iii) strengthening currently applicable reporting and data collection processes, reducing the risk of double reporting to regulatory authorities and setting up clear management reporting lines

(iv) further enhancing the corporate governance framework

(v) further enhancing management of conflicts of interest

(vi) preventing and handling potentially harmful consequences from possible wrongdoing by its Staff members

(vii) avoiding the imposition of any sanctions against the Bank and/or members of its Staff due to non-compliance with the current regulatory framework

(viii) preventing and averting any misconduct and irregularities that could put at risk the reputation and the interests of the Bank, its shareholders and customers; and

(ix) enhancing a culture of regulatory

zaposlenima, kao modela korporativnog ponašanja i načina poboljšanja korporativnog identiteta.

Ova Politika je pripremljena uzimajući u obzir relevantnu Politiku o uzbunjivanju NBG Grupe, koja je stvorena na osnovu evropske i međunarodne prakse, kao i smernica koje je Evropska Komisija dala svojim zaposlenima u vezi sa uzbunjivanjem.

3. CILJ

Ova Politika:

- a. Postavlja osnovne principe za prijavljivanje ozbiljnih nepravilnosti koje su primećene unutar Banke
- b. Primenjuje se na sve članove Upravnog odbora, Izvršnog odbora i visokog rukovodstva, zaposlene Banke i uopšte na sva lica koja rade za ili u ime Banke, bilo na osnovu ugovora o radu bilo drugačije (savetnici rukovodstva, specijalni saradnici, osoblje partnerskih firmi, preduzeća, itd.)
- c. Iako se ne odnosi direktno na treća lica koja pružaju usluge Banci ili nastupaju u ime i za račun Banke (uključujući partnere, medijatore, agente ili bilo koja druga lica koja saraduju sa Bankom na osnovu ugovora o pružanju usluga i drugo), njima se takođe pruža podrška da prijave, u dobroj nameri, bilo kakvu nepravilnost koju primete u toku saradnje sa zaposlenima Banke, dok se Banka obavezuje da zaštititi ova lica od bilo kog oblika odmazde.
- d. Odnosi se na sve aktivnosti Banke, uključujući sve organizacione delove Banke, agente, savetnike ili treća lica koja nastupaju u ime ili u saradnji sa Bankom
- e. Zaokružuje okvir principa i moralnog i etičkog ponašanja Banke, kako je predviđeno pojedinačnim relevantnim odredbama radne regulative i ugovora o radu, Etičkim kodeksom Banke, kao i važećim Politikama Banke (npr. o sprečavanju sukoba interesa za visogo rukovodstvo, sprečavanju korupcije itd.), ustanovljavanjem principa o uzbunjivanju od strane zaposlenih koji otkriju ili imaju sumnje o ozbiljnim nepravilnostima u Banci.

compliance among the Bank's officers, as a model of corporate conduct and a means of enhancing the corporate identity.

This Policy was developed taking into consideration the relevant NBG Group Whistleblowing Policy, which was prepared in accordance with the European and international best practices, as well as guidelines of the European Commission to its staff regarding whistle blowing.

3. SCOPE

The present Policy:

- a. Sets out the basic principles for reporting serious irregularities identified within the Bank.
- b. Applies to all members of the Board of Directors, Executive Board and senior management, employees of the Bank, and in general to any other person working for the Bank, whether under a labour contract or otherwise (e.g. Management Advisors, Special Associates, staff of partner companies of the Bank).
- c. Although it does not directly address third parties who provide services to the Bank or in the name or for the account of the Bank [including partners, mediators, agents and any other persons who cooperate with the Bank under outsourcing agreements or otherwise], these persons are also encouraged to report in good faith any irregularities they identify during their collaboration with the Staff, while the Bank commits to protect such persons from any retaliation and reprisals.
- d. Covers all activities of the Bank, including operations of any Bank Unit or associated company, agent, counsel or third party acting for the account or in collaboration with the Bank
- e. Completes the framework of principles of moral conduct and ethics of the Bank, as set out in particular under relevant terms of the Labour Regulation and/or Agreements, the Code of Ethics of the Bank, as well as the current Policies of the Bank (e.g. Conflict of Interest Policy for Senior Executives, Anti-Bribery Policy), by establishing principles for whistle blowing by Staff members who discover or suspect any serious irregularities in the Bank.

4. UPRAVLJANJE

(i) Upravni odbor

Upravni odbor Banke nadležan je za:

- 1) Usvajanje i odobravanje ove Politike
- 2) Njeno periodično ažuriranje na osnovu preporuke Komisija za praćenje poslovanja Banke i predloga funkcije Compliance, i
- 3) Nadzor nad njenom primenom.

Implementacija ove Politike i procedura koje se na osnovu nje usvajaju su u nadležnosti nezavisne unutrašnje kontrole, u skladu sa načinom rada funkcije Interne revizije, najmanje jednom godišnje.

(ii) Komisija za praćenje poslovanja Banke

Komisija je nadležna za :

- stalno ustanovljavanje i praćenje implementacije ove Politike i procesa podnošenja prijava, uvek na poverljivoj osnovi ili anonimno, od strane zaposlenih i trećih lica, u vezi sa neregularnostima koje spadaju u okvir koji reguliše ova Politika i zahtevaju dalju istragu
- redovnu evaluaciju adekvatnosti i efikasnosti ove Politike i davanje preporuka Upravnom odboru Banke za ažuriranje iste, na osnovu predloga funkcije Compliance, kada god se javi potreba, u zavisnosti od izmena u propisima, i uzimajući u obzir strateške planove Banke i Grupe, i
- dalje postupanje u bilo kom događaju koji se tiče uzbunjivanja i preduzimanje korektivnih radnji u skladu sa relevantnim predlozima funkcije Compliance

(iii) Funkcija Compliance

U okviru ove Politike, funkcija Compliance će:

- Pružati pomoć Upravnom odboru i Komisiji za praćenje poslovanja Banke u razvoju, stalnoj implementaciji i ažuriranju Politike, kada god je potrebno;

4. GOVERNANCE

(i) Board of Directors

The Bank's Board of Directors is responsible for:

- 1) the adoption and approval of the present Policy;
- 2) its periodical review upon recommendation by the Audit Committee and proposal of the Compliance Division; and
- 3) the supervision of its implementation.

The implementation of the present Policy and the procedures adopted thereby are subject to central and independent internal control and review, as exercised by the Internal Audit Division, on at least an annual basis.

(ii) Audit Committee

The Audit Committee shall:

- be responsible for establishing and monitoring on an ongoing basis the implementation of the present policy and the processes for the submission, always on a confidential basis or even anonymously, of reports by Staff members and/or third parties regarding irregularities which fall under the scope of the present Policy and require investigation
- evaluate the adequacy and the effectiveness of the present policy on a regular basis and be responsible for submitting recommendations to the Bank's Board for its review, upon proposal of Compliance Division, whenever required, depending on any changes in the legal and regulatory framework, and taking into consideration the strategic plans of the Bank and the Group; and
- further assess any significant whistleblowing incidents and take any required corrective measures following relevant proposals by the Compliance Division Director

(iii) Compliance Division

Under this Policy, the Compliance Division shall:

- assist the Board of Directors and the Audit Committee in the development, consistent implementation and review of the Policy, whenever

- Pratiti zakonski okvir iz oblasti uzbunjivanja i davati predlog Komisiji za praćenje poslovanja Banke u cilju usklađivanja Politike sa regulatornim zahtevima;

- Uspostavljati procedure koje regulišu prijavljivanje događaja, uvek na poverljivoj osnovi ili anonimnih, od strane zaposlenih ili trećih lica u vezi sa ozbiljnim nepravilnostima koje reguliše ova Politika i zahtevaju dalju istragu;

- Koordinisati procedure za zaštitu uzbunjivača;

- Pratiti usklađenost poslovanja Banke sa ovom Politikom i relevantne procese, sprovoditi potrebne kontrole, minimalno jednom godišnje;

- Obezbeđivati da su zaposleni Banke adekvatno obučeni u vezi sa uzbunjivanjem, kako bi se obezbedila osvešćenost i pozornost zaposlenih.

(iv) Direktor Compliance funkcije

- Kao Ovlašćeno lice, direktor funkcije Compliance će vršiti prikupljanje i postupati po prijavama zaposlenih ili trećih lica u vezi sa ozbiljnim nepravilnostima u Banci

- Direktor Compliance funkcije treba da obavesti svakog meseca Komisiju za praćenje poslovanja Banke o primljenim prijavama u cilju njihove informisanosti i daljeg postupanja i da predloži korektivne mere

- Vršiti statističku analizu primljenih prijava

5. OPŠTA PRAVILA

- Zaposleni imaju moralnu dužnost da prijave ozbiljne nepravilnosti i pruže pomoć Banci u njihovoj identifikaciji i vršenju istrage. Ova dužnost je obezbeđena jakom zaštitom koja se pruža uzbunjivačima koji nastupaju u dobroj nameri.

- U slučaju da zaposleni otkrije ozbiljnu nepravilnost koja je uzrokovana delovanjem drugog zaposlenog što ometa adekvatno funkcionisanje i

required;

- monitor the institutional framework on whistleblowing and submit proposals to the Audit Committee in order to harmonize the Policy with the regulatory developments;

- establish procedures for the submission, always on a confidential basis or even anonymously, of reports by Staff members and/or third parties regarding misconduct and/or serious irregularities that fall under the scope of the present Policy and require investigation;

- coordinate procedures for the protection of whistleblowers;

- monitor the Bank's compliance with the present Policy and the relevant processes, conducting relevant controls on at least an annual basis;

- ensure that the Bank's Staff is properly trained in issues relating to whistleblowing so as to ensure awareness and vigilance among Staff.

(iv) Compliance Division Director

- as Authorized person, the Compliance Director shall collect and assess the reports submitted by the Bank's Staff or third parties on serious irregularities concerning the Bank

- the Compliance Director shall submit each month to the Audit Committee the received reports for its information and further assessment, and propose any corrective measures

- carry out a statistical analysis of the received reports

5. GENERAL PRINCIPLES

- Members of Staff have the moral duty to report serious irregularities and thereby assist the Bank to identify and investigate them. This duty is safeguarded through the strong protection afforded to whistleblowers who act in good faith.

- In case a member of Staff discovers any serious irregularity caused by actions taken by another Staff member that affects the proper operation and interests of the Bank, he/she must report it without delay to the

interese Banke, on/ona mora to prijaviti bez odlaganja direktoru funkcije Compliance, koji je nadležan za prijem takvih informacija

- Zaposleni mogu birati između nekoliko kanala uzbunjivanja, i na taj način zaobići hijerarhiju u potpunosti.
- Odmazda prema uzbunjivačima se ne toleriše. **Uzbunjivači su zaštićeni i njihov identitet ne sme biti otkriven.** Prijave koje je izvršio uzbunjivač ne smeju biti čuvane u njegovom ličnom dosijeu koji se čuva u funkciji Ljudski resursi, dok se posebna pažnja posvećuje tome da uzbunjivači ne smeju biti izloženi odmazdi ili osveti u procesu evaluacije zaposlenih ili prilikom unapređivanja.
- Banka će podržavati uzbunjivače koji žele da promene radno mesto zbog mogućeg neprijateljstva ili neprijatnih reakcija u njihovoj neposrednom radnom okruženju.
- Kako bi podržali zaposlene koji nisu sigurni da li određeni događaji treba da se prijave ili ne, Compliance funkcija će pružiti (potencijalnim) uzbunjivačima poverljive i nepristrasne smernice i podršku.
- Uzbunjivači mogu biti obaveštavani, ukoliko žele, u vezi sa merama koje su preduzete kao rezultat njihovih prijava
- Zlonamerno uzbunjivanje koje ima za cilj nanošenje štete integritetu ili reputaciji nekog drugog lica je zabranjeno. U svakom slučaju, Banka će poštovati pravo na odbranu lica koja su deo bilo koje prijave.

Konačno, napominje se da su pravila koje je Banka implementirala obavezna za sve zaposlene i da je njihova moralna obaveza da prijave svaki incident ove vrste, što ima za cilj zaštitu interesa zaposlenih, akcionara i klijenata.

6. PROCES PRIJAVLJIVANJA

Uzimajući u obzir da je proces prijavljivanja opšte priznat kao ključan način detekcije nepravilnosti, važno je da zaposleni u potpunosti razumeju koje su to vrste događaja za koje oni imaju etičku obavezu da prijave.

Naglašava se da, osim zaposlenih i trećih lica koja

Compliance Division Director, which is responsible for managing such reports.

- Staff members may choose among a number of reporting channels for whistleblowing, bypassing in any case their hierarchy entirely.
- The imposition of reprisals on whistleblowers shall not be tolerated. **Whistleblowers shall be protected and their identity kept secret/confidential.** Reports submitted should not be included in the personal record of the whistleblower that is kept with the HR Division, while particular attention should be placed on ensuring that whistleblowers are not subjected to retaliation and reprisals during Staff performance evaluations and promotions.
- The Bank shall support whistleblowers who wish to change their job position because they have reasons to fear hostile reactions from their immediate business environment.
- To support Staff members who are unsure whether certain incidents should be reported or not, confidential and impartial guidance and support to (potential) whistleblowers shall be put in place by the Compliance Division Director.
- Whistleblowers may be updated, if desired, regarding the actions that were taken as a result of their report.
- Malicious whistleblowing aiming at harming the integrity or reputation of another person are prohibited. In any case, the Bank shall respect the right of defense of persons implicated in any report.

Finally, it is highlighted that the implementation of principles and rules established by the Bank is obligatory for all Staff members, and it is the moral duty of the Staff to report any infringement of such, so as to protect the interests of employees, shareholders and customers.

6. REPORTING PROCESS

Given that the reporting process is broadly acknowledged as key tool for the detection of misconduct, it is important that the Staff fully understand the kind of incidents that they are ethically bound to report.

It is noted that other than Staff members and third parties who provide services to the Bank or on behalf

pružaju usluge Banci ili u ime i za račun Banke, uzbunjivači mogu biti i ostala lica, kao što su klijenti, akcionari, itd.

(i) Događaji koji su predmet prijavljivanja

Direktor funkcije Compliance će pažljivo ispitati sve prijave koje primi, ali može postupati samo u onim slučajevima koji spadaju u predmet ove Politike, tj. prevare (uključujući nepravilnosti u računovodstvenim i revizorskim postupanjima koje nisu u skladu sa međunarodnom praksom i primenjivim propisima), korupcijom i sukobom interesa.

Izuzeci

Ne može se svaka prijava koja se vrši u smislu ove Politike smatrati uzbunjivanjem. Preciznije, pravila koja se usvajaju ovom Politikom ne primenjuju se na sledeće slučajeve:

i. Slučajevi koji ne spadaju u predmet ove Politike

- Informacije koje su već objavljene (npr. pisanim medijima, na sajtu Banke, itd.)
- Neosnovane priče i glasine
- Događaji trivijalne prirode
- Sukobi oko stvari koje ne predstavljaju nepoštovanje zakonskih i regulatornih zahteva

ii. Slučajevi uzbunjivanja sa lošom namerom

Prijave se smatraju da su učinjene sa lošom namerom ukoliko su:

- Uvredljive (npr. kada se ponavljaju kako bi se uneo nered u organizacioni deo ili naštetilo ugledu lica na koje se prijava odnosi, itd.)
- Prijave iz loše namere, načinjene iz neozbiljnih razloga ili sa namerom vređanja (tj. neistine ili nepravedne optužbe koje za cilj imaju nanošenje štete ugledu ili reputaciji lica).

iii. Slučajevi koji su u nadležnosti specijalizovanih službi

- Slučajevi koji su u nadležnosti funkcije Ljudski resursi (npr. pritužbe u vezi sa kršenjem propisa iz

and for the account of the Bank, a whistleblowing report may also be submitted by third parties, such as customers, shareholders etc.

(i) Incidents subject to reporting

The Compliance Director shall carefully review all reports it receives, but it can only act on reports which relate to issues that fall under the scope of this Policy, i.e. fraud (including irregular actions and accounting and auditing practices that are inconsistent with international practices and the applicable provisions), bribery and conflict of interests.

Exceptions

Not every kind of report submitted can be considered as whistleblowing within the meaning of this Policy. In particular, the rules that are adopted under this Policy do not apply in the following cases:

i. Cases not falling within the scope of the present Policy

- Information that has already been published (e.g. newspaper articles, the Bank's website etc.)
- unfounded stories and rumors;
- issues of a trivial nature;
- disputes about issues that do not violate the legal and regulatory framework.

ii. Cases of whistleblowing in bad faith

Reports are considered to lack "good faith" especially when they are:

- made abusively (e.g. when they are repeated in order to disrupt the department or bring the reported person into disrepute etc.);
- made in bad faith, for frivolous reasons or for possibly defamatory purposes (i.e. untrue or unjustified accusations aiming at harming the integrity or reputation of another person).

iii. Cases falling under the responsibility of specialized units

- Issues falling under the responsibility of HR Division (e.g. complaints regarding violation of Labour Regulation);

oblasti radnog prava)

- Slučajevi u kojima su istrage ili pravni postupci već inicirani

(ii) Kanali prijavljivanja

Svi zaposleni mogu proslediti informacije Ovlašćenom licu u vezi sa sumnjom na nepravilnosti, sledeći jedan od navedenih kanala:

- putem pisma ili faksa;
- elektronskim putem na e-mail adresu koja je kreirana posebno za svrhu uzbunjivanja i o kojoj su svi zaposleni obavješteni. Pristup ovoj pošti je strogo ograničen na Ovlašćeno lice i njegovu zamenu;

Napominje se da se u cilju sprečavanja sukoba interesa sve prijave koje se odnose na Ovlašćeno lice ili na zamenika, treba uputiti direktno Komisiji za praćenje poslovanja Banke, preko Sekretarijata ove Komisije.

(iii) Istrage po prijavama od strane direktora Compliance funkcije

Sve prijave koje primi Ovlašćeno lice- direktor funkcije Compliance moraju biti pažljivo istražene, uz maksimalnu poverljivost i tajnost. Preciznije, Ovlašćeno lice:

- a. Istražuje da li prijava i važnost iste spadaju u nadležnost Ovlašćenog lica
- b. Može proslediti na pažnju, ukoliko je neophodno, slučaj funkciji Interna revizija
- c. Može proslediti, ako je neophodno, slučaj organizacionom delu koji je nadležan za konkretan predmet prijave, ili drugom organizacionom delu
- d. Može odlučiti da otvori sopstvenu istragu.

Nakon postupanja po prijavi, tačnost i značaj informacija koje ona sadrži moraju biti utvrđeni, kako bi se donela odluka da li postoje važni razlozi za iniciranje dalje istrage i korektivnih mera.

Informacije mogu biti dostavljene anonimno, ali ovo znači da Ovlašćeno lice ne može kontaktirati uzbunjivača za dalje informacije, što otežava

- Cases regarding where investigations or legal proceedings have already been initiated.

(ii) Reporting channels

Any Staff member can provide information to the authorized person (**Reporting Officer**) on a suspected irregularity, by pursuing one of the (alternative) routes described below:

- by letter or fax;
- electronically to the e-mail address which is created solely for the purpose of whistle blowing and of which all employees are informed. Note that the access to this e-mail box is strictly limited to the authorized person and the deputy;

It is noted that in order to avoid any conflict of interest, any reports implicating the authorized person or the deputy, shall be sent directly to the Audit Committee, through the Secretariat of the Audit committee.

(iii) Report investigation by the Compliance Division Director

All reports that are received are carefully investigated by the authorized person - Compliance Division Director, in the strictest confidence and secrecy. In particular, the Authorized person:

- a. shall examine if the issue falls under his/her responsibility, as well as the importance of the issue;
- b. can forward, if necessary, the case to the Internal Audit Division for its review;
- c. may forward, if necessary, the case to the Unit which is responsible for the specific subject of the complaint, or to any other competent Unit;
- d. may decide to open its own investigation.

After processing the reports, the accuracy and importance of the information provided should be assessed to decide if there are significant reasons for initiating further investigation and corrective measures.

Information can be provided anonymously; however, this means that the Authorized person cannot contact the whistleblower for further information, thus making it

rešavanje problema.

Uzbunjivač se savetuje da ne komunicira sa drugim licima o detaljima u vezi sa izvršenom prijavom, obzirom da to može imati negativan uticaj na dalju istragu.

Napominje se da se sve izvršene prijave moraju smatrati strogo poverljivim od strane svih uključenih organizacionih delova Banke.

(iv) Pregled prijava od strane Komisije za praćenje poslovanja Banke

Komisija za praćenje poslovanja Banke se obaveštava na mesečnom nivou od strane Ovlašćenog lica o svim primljenim prijavama iz oblasti koje reguliše ova Politika, i vrši dalje postupanje po prijavama ukoliko je potrebno, i ispituje da li su potrebne korektivne mere, po preporuci direktora Compliance funkcije. U cilju daljeg postupanja ili istraživanja slučaja, Komisija ima ovlašćenje da osnuje poseban tim.

7. ZAŠTITA UZBUNJIVAČA

U kontekstu obaveze Banke da uzima u obzir interese zaposlenih, i u skladu sa principom odgovornosti, neophodno je obezbediti da zaposleni koji prijavljuju nepravilnosti ili sumnje na nepravilnosti u dobroj nameri, imaju od strane Banke obezbeđen najviši mogući stepen poverljivosti i zaštite od bilo kakve vrste osvete.

Svaki zaposleni koji prijavljuje ozbiljne nepravilnosti mora biti zaštićen od bilo kakvog oblika osvete, ukoliko je prijava izvršena u dobroj nameri i u skladu sa odredbama ove Politke. Ukoliko su preduzete mere protiv uzbunjivača koje se mogu smatrati činom osvete, teret dokazivanja u vezi sa zakonitošću ovih mera leži na licu koje je ove mere preduzelo, dok uzbunjivač nije dužan da dokazuje da su mere preduzete protiv njega nepravedne.

Dodatno, uzbunjivač ne gubi pravo na zaštitu ukoliko se prijava koja se izvršena u dobroj nameri ispostavi kao neosnovana. Ipak, svaka namerno učinjena neistinita ili prijava koja dovodi u zabludu, predstavlja

harder to address the problem.

The whistleblower is advised not to communicate to other persons the details of the issues he/she reported, given that this might have an adverse impact on any future investigation.

It is noted that all submitted reports are treated as strictly confidential by all Bank Units involved.

(iv) Updating – review of reports by the Audit Committee

The Audit Committee is updated on a monthly basis by the Authorized person about all reports that are submitted under this Policy, carries out a further assessment of the reports, if deemed necessary, and examines whether corrective measures are needed, upon relevant proposal by the Compliance Division Director. To carry out further assessment of an issue and any requisite investigations, the Audit Committee has the authority to set up a special team.

7. PROTECTION OF WHISTLEBLOWERS

In the context of the Bank's obligation to consider the interests of its Staff, and in line with the principle of accountability, it is necessary to ensure that Staff members who report serious irregularities or concerns in good faith are provided by the Bank the highest possible level of confidentiality and protection against any possible retaliation.

Any member of Staff reporting a serious irregularity should be protected against acts of retaliation, provided that the report is made in good faith and in line with the provisions of the present Policy. In the event that measures are taken against the whistleblower which can be considered retaliation, the burden of proof regarding the legality of these measures shall lie with the person taking these measures, while the whistleblower is not expected to prove that these measures are unjust.

In addition, the whistleblower does not lose the protection merely because the concern expressed in good faith has been proved to be unfounded. However, any intentionally untrue or misleading report constitutes

prekršaj i zahteva disciplinske mere.

Sledeće mere zaštite se primenjuju:

(i) Tajnost identiteta uzbunjivača

Prvo, zaštita lica koje prijavljuju ozbiljne nepravilnosti u dobroj nameri je obezbeđena neotkrivanjem njihovih identiteta. To znači da njihov identitet ne može biti otkriven licima koja mogu biti predmet prijave ili drugim licima, osim ukoliko uzbunjivač odobri otkrivanje njegovog identiteta ili ukoliko je to neophodno u pred-sudskom ili sudskom postupku. U svim ostalim slučajevima, Banka je obavezna da čuva identitet uzbunjivača. U skladu sa tim, identitet uzbunjivača nije uključen u informaciju koja se prosleđuje bilo kom uključenom organizacionom delu, i prijava se ne uključuje u dosije zaposlenog koji se čuva u funkciji Ljudski resursi.

(ii) Mobilnost

Zaposlenom koji želi da bude premešten u drugi organizacioni deo Banke zbog sopstvene zaštite od mogućih neprijateljskih reakcija na svom radnom mestu, Banka treba da omogući

(iii) Evaluacija i promocija

Posebna briga se vodi o tome da uzbunjivanje i prijave ne izazivaju ni na koji način negativan efekat na evaluaciju zaposlenih i mogućnost za njihovo napredovanje. U skladu s tim, anonimnost uzbunjivača mora biti zaštićena od svih uključenih organizacionih delova, a izvršene prijave se ne smeju unositi u dosijee zaposlenih koji se čuvaju u funkciji Ljudski resursi, dok se takođe naglašava da prijavljivanje od strane zaposlenih ne zahteva poštovanje hijerarhije unutar Banke.

(iv) Anonimnost

U skladu sa ovom Politikom, Banka omogućava zaposlenima opciju da vrše anonimne prijave. S druge strane, kako bi Banka bila u poziciji da primenjuje mere zaštite koje nudi, zaposleni mora obelodaniti svoj identitet u izvršenoj prijavi i da se pridržava procedure koja je ovde navedena. Zaštita koja se obezbeđuje umanjuje potrebu i razloge za anonimnost. Anonimnost umanjuje nadležnim organizacionim deloviima Banke mogućnosti da kontaktiraju uzbunjivača zbog pribavljanja dodatnih informacija ili pojašnjenja i povećava rizik od

misconduct and calls for disciplinary measures.

The following protection measures shall apply:

(i) Confidentiality of identity of whistleblower

First, the protection of persons who have reported a serious irregularity in good faith is ensured by keeping their identity secret/confidential. This means that their identity will not be revealed to the person who might be implicated in the reported misconduct or any other person, unless the whistleblower himself/herself allows the disclosure of his/her identity or if required in the context of pre-litigation or court proceedings. In all other cases, the Bank is determined to keep the whistleblower's identity secret/confidential. To this end, the whistleblower's identity is not included in the information transmitted to any involved Unit, and the submitted report is not included in the service record of the Staff member kept by the HR Division.

(ii) Mobility

If the Staff member wishes to be transferred to another department of the Bank for his/her own protection against possible hostile reactions in his/her workplace, the Bank should take the necessary measures to enable such a transfer.

(iii) Evaluation and promotion

Particular care should be given to ensure that whistleblowing reports do not lead in any way to adverse effects on the Staff's evaluation and chances of promotion. To this end, the whistleblower's anonymity should be protected from any involved Unit, and the submitted reports should not be included in the service record of the Staff member that is kept with the HR Division, while it is also noted that the submission of the report by a Staff member does not require observance of the Bank's hierarchy.

(iv) Anonymity

Under the present Policy, the Bank provides to Staff the option to submit anonymous reports. Nevertheless, for the Bank to be in a position to implement the protection measures it offers, the involved Staff member should reveal his or her identity in the submitted report and observe the procedures as described above. The protection provided minimizes the necessity and the reason for anonymity. Anonymity deprives the competent Bank units of the ability to contact the

neopreznog, zlonamernog ili nepouzdanog prijavljivanja. U skladu s navedenim, vršenje anonimnih prijava se ne ohrabruje.

(v) Sankcije protiv lica koja preduzimaju mere osvete

Nikome od zaposlenih nije dozvoljeno da koristi svoju poziciju kako bi sprečio drugog zaposlenog da izvrši prijavu nepravilnosti. Bilo kakva mera osvete koju preduzima zaposleni prema uzbunjivaču je zabranjena. U takvim slučajevima, funkcija Compliance će preduzeti posebne mere, u saradnji sa funkcijom Ljudski resursi. Ukoliko zaposleni veruje da je pretrpeo bilo kakav vid osvete kao rezultat prijave koju je izvršio, ima pravo da traži zaštitne mere predviđene ovom Politikom.

(vi) Ograničenja

Napominje se da se pravo na zaštitu ne primenjuje ukoliko uzbunjivač izvrši prijavu u lošoj nameri, za sopstvenu korist ili u svrhu nanošenja uvrede.

8. PODRŠKA ZAPOSLENIMA

Direktor funkcije Compliance pruža poverljivu i nepristrasnu podršku i smernice zaposlenima, naročito kada zaposleni nisu sigurni da li određeni incident spada u oblast koju uređuje ova Politika.

Efikasne smernice zaposlenima na početnom nivou doprinose takođe odvratanju od podnošenja neprikladnih prijava koje mogu naneti štetu interesima i reputaciji Banke.

whistleblower for further information or clarifications, and increases the risk of casual, malicious or unreliable reporting. Therefore, anonymous reports are not encouraged.

(v) Sanctions for persons who take retaliatory measures

No member of Staff is allowed to use his or her position to prevent another Staff member from reporting serious irregularities. Any kind of retaliatory measures taken by a Staff member against the whistleblower is prohibited. In such cases, the Compliance Division shall take special measures, in collaboration with the HR Division. If a Staff member believes he or she has suffered any kind of reprisal as a result of reporting a serious irregularity, he/she has the right to ask for the protection measures set out in the present Policy. Relevant requests should be addressed to the Compliance Division.

(vi) Limits

It is noted that right to protection does not apply if the whistleblower submits a report in bad faith, for his/her own gain, or for defamatory purposes.

8. STAFF SUPPORT

The Compliance Division Director offers confidential and impartial guidance and support to the Bank's Staff particularly when the Staff member may be unsure whether certain incidents fall within the scope of the present Policy or not.

Effective guidance to the Staff at an early stage contributes also to averting the submission of injudicious reports that could harm the interests and fame of the Bank.

DEFINITIONS

NBG Grupa	National Bank of Greece SA and its Group Companies operating in Greece or abroad.	NBG Grupa	Grupa National Bank of Greece i kompanije koje pripadaju istoj u Grčkoj ili inostranstvu
Bank	Vojvodjanska bank	Banka	Vojvodjanska banka
Unit	Self-contained administrative entity of the Bank	Organizacioni deo	Svi organizacioni delovi Banke
Staff	Members of the Board of Directors, Executive Board, employees of the Bank and in general any other person working for the Bank, whether under a labour contract or otherwise (e.g. Management Advisors, Special Associates, staff of partner companies of the Bank, etc).	Zaposleni	Članovi Upravnog i Izvršnog odbora, zaposleni u pade i uopšte sva lica koja obavljaju poslove za Banku, bilo na osnovu ugovora o radu ili po drugom osnovu (npr. Savetnici rukovodstva, specijalni saradnici, zaposleni u partnerskim kompanijama Banke, itd.)
Whistleblower	<p>The Staff member who, acting in good faith, reports an incident or incidents he or she discovers while performing, or relating to, his or her duties, which indicate the existence of “serious irregularities”. The report should be submitted in writing and without delay.</p> <p>A report may also be submitted by a third party (i.e. a person who does not fall under the definition of Staff).</p>	Uzbunjivač	<p>Zaposleni koji, u dobroj nameri, prijavljuje događaj ili događaje o kojima je saznanje stekao obavljajući svoj posao, a koji ukazuju na postojanje “ozbiljnih nepravilnosti”. Prijavljivanje bi trebalo da bude u pisanoj pade i bez odlaganja.</p> <p>Prijava se takođe može izvršiti od strane trećeg lica (npr. Lica koje ne pade u kategoriju “Zaposleni”, kako je ovde opisano).</p>
Misconduct/Serious irregularity	<p>Irregular activity or misconduct relating exclusively to:</p> <p>(a) irregular acts and accounting and auditing practices that are inconsistent with international practice and legislation; and</p> <p>(b) fraud, bribery, corruption or conflict of interest,</p> <p>as defined in the existing Policies on Combating Fraud and Bribery, Conflict of Interests, and Personal Trading Policy, as well as in the Code of Ethics for Financial Professionals</p>	Neprikladno ponašanje/Ozbiljne nepravilnosti	<p>Neprikladne aktivnosti ili ponašanje u vezi su isključivo sa:</p> <p>(a) događajima i računovodstvenim i revizorskim postupcima koji nisu u skladu sa međunarodnom praksom i propisima, i</p> <p>(b) prevarama, korupcijom, ili sukobom interesa,</p> <p>kako je definisano važećim politikama o sprečavanju prevara, korupcije i sukoba interesa, kao i politikom ličnog trgovanja Etičkim kodom za finansijske stručnjake.</p>

Good Faith	Faith that the reported events are correct, i.e. the whistleblower believes reasonably and honestly that the forwarded information is true. Good faith is presumed to exist unless (and until) otherwise proven.	Dobra namera	Vera da je prijavljivanje događaja ispravno, tj. kada je uzbunjivač uveren da je prosleđena informacija istinita. Pretpostavlja se da dobra namera postoji ukoliko i dok se suprotno ne dokaže.
Retaliation	Any direct or indirect action or threatened action against the whistleblower which is unreasonably harmful and comes as a result of the report, including harassment, discrimination, negative evaluation or any vengeful action.	Odmazda	Svaka direktna ili indirektna radnja ili pretnja protiv uzbunjivača, koja je štetna i proizilazi iz podnete prijave, uključujući zlostavljanje, diskriminaciju, negativnu evaluaciju ili bilo kakav čin osвете.
Secrecy/ Confidentiality of identity	When the report is not anonymous, the whistleblower's identity shall be kept secret by the recipient of the information from the person(s) implicated in the serious irregularity that has been reported, and shall be used only when absolutely necessary.	Poverljivost/ Tajnost identiteta	Kada prijava nije anonimna, identitet uzbunjivača biće čuvan u tajnosti od strane primaoca prijave od lica koja su uključena u ozbiljne nepravilnosti koje su prijavljene, i može biti iskorišćen samo ukoliko je to apsolutno neophodno.
Anonymity	When the identity of the information source is not known to the recipient.	Anonimnost	Kada je identitet izvora informacije nepoznat primaocu prijave
Authorized person/Reporting Officer	An authorized person for receiving of whistleblowing information, that is appointed by the Executive Board in compliance with the Law on protection of whistle blowers, and which is, in line with the principles of the NBG Group, Director of Compliance Division	Ovlašćeno lice	Lice koje je ovlašćeno od strane Izvršnog odbora za prijem informacija u vezi sa uzbunjivanjem, u skladu sa Zakonom o zaštiti uzbunjivača, a koje u skladu sa principima NBG Grupe, treba da bude direktor funkcije Compliance

VOJVODJANSKA BANKA A.D. NOVI SAD
UPRAVNI ODBOR
Broj: 1.0 - 21742 / 7
Datum: 26.11.2015.

VOJVODJANSKA BANKA A.D. NOVI SAD
BOARD OF DIRECTORS
Number:
Date:

Na osnovu člana 15. stav 1 tačka 23 Statuta Vojvođanske banke a.d. Novi Sad od 22.06.2015. godine, Upravni odbor na 26. sednici održanoj dana 26.11.2015. godine, donosi

Pursuant to the Article 15, paragraph 1, point 23 of the Articles of Association of Vojvodjanska banka a.d. Novi Sad dated 22.06.2015, the Board of Directors at the _____ meeting held on _____ reaches the following

ODLUKU
O USVAJANJU POLITIKE O UZBUNJIVANJU

DECISION
ON THE ADOPTION OF THE WHISTLEBLOWING
POLICY

Član 1.

Article 1

Ovom odlukom usvaja se Politika o uzbunjivanju, koja je sastavni deo ove Odluke.

By this Decision the Whistleblowing Policy is adopted.

Član 2.

Article 2

Ova Odluka stupa na snagu i primenjuje se 8 dana od dana objavljivanja na oglasnoj tabli Banke.

This Decision comes into force and is applicable as of the 8th day from the day it is published on the bulletin board of the Bank.

PREDSEDNIK UPRAVNOG ODBORA
PRESIDENT OF THE BOARD OF DIRECTORS

Marinis Stratopoulos

