

Corporate Governance Policy

"

" Pkuu jkp"UgkhwP" I tqwr"Kpe0"*vjg"δEq o rcp{δ+"guvcdnku jgf"vjku"Eqtrqtcvg" I qxgtpepeg"Rqnke{"*vjg"
δRqnke{ö+"vq"hwnhkmn"kvu"tgurqpukdknkvgu"vq"uvcmgjqnfgtu."kpenwfkpi"kvu"hkfwekt{"tgurqpukdknkq{"vq"ujctgj qnfgtu"
yjq"jcxg"gpvtwuvvf"vjg"o cpc ig o gpv"qh"vjg"Eq o rcp{"vq"wu."cpf"vq"cejkgxg"ghhgevkg"eqtrqtcvg" i qxgtpepeg"
vjcv"ngcfu"vq"uwuvckpcdnq"eqtrqtcvg" i tq o u

"
*4+ " Vjg"Eq o rcp{" y knn"hwnn{"ugewtg"vjg"tki jvu"qh"cnn"ujctgj qnfgtu"*kpenwfkpi" o kpatkv{"ujctgj qnfgtu"cpf" hqtgkip"ujctgj qnfgtu+0"Cp"gpxtqp o gpv"kp" y jkej "pqp/kpukvwwkqpcn"kp xguvqt"ujctgj qnfgtu"ecp"gzgtekug" vjgkt"tki jvu"cr rtrr tkcvgn{"cpf"ghhgevkn{"cpf"tgegkxg"gswn"vtgcv o gpv" y knn"dg" o ckpvcpgf"d{"gpuwtkpi" hckt"fkuenquwtg"vq"vjg o 0"

"
*5+ " Ykvj"tgur gev"vq"cecrkvcn"rqnke{"qh"vjg"Eq o rcp{"jcv"tguwvnu"kp"ce"ejcpi g"qh"eqpvtqn"qt"kp"uki pkhkecpv" fknwvkqp."vjg"Dqctf"qh"Fktgevqtu" y knn"ectghwnn{"gzc o kpg"vjg"pgeguukv{"cpf"tcvkqpcng"qh"vjg"ecrkvcn"rqnke{" htq o "vjg"rgtur gev"vq"qh"kvu"hkfwekt{"tgur qpukdnkv{"vq"ujctgj qnfgtu"dghqtg"cr rrtqxpki"vjg" k o rng o gpvvcvqp"qh"vjg"rqnke{"cpf"rtqxfk"uwvhkekgpv"gz rncpcvkqpu"vq"ujctgj qnfgtu0"

"
5" kphqt o cvkqp"fkuenquwtg"

"
*3+ " Vjg"Eq o rcp{" y knn"vtxkxg"vq"gpuwtg"rtqcevkn"kphqt o cvkqp"fkuenquwtg"kp"qtfgt"vq"gpj cpeg" vtcpurctgpe{"cpf"hcctpguu"kp"fggekqp/ o cmkpi"cpf"gpuwtg"ghhgevkn"eqtrqtcvg" i qxgtcpeg"qh"vjg" Eq o rcp{0"

"
*4+ " Vjg"Eq o rcp{" y knn"fkuenqug"kphqt o cvkqp"kp"ceeqtfcpeg" y kvj "Hkpcpekn"Kpuvtw o gpvu"cpf"Gzejcpi g" Nc y "cpf"vjg"twngu"qp"vk o gn {"fkuenquwtg"qh"vjg"Vqm{"q"Uvqem"Gzejcpi g."rtqcevkn{"eqpfwev"rwdnke" tgnvcvqp"cpf"KT"cevkvkvku."cpf"cr rtrr tkcvgn{"cpf"eqpvkpwqun {"rtqxfk"ceewtcvg"kphqt o cvkqp"qp"vjg" I tqwr"eq o rcpkgu0"dwukpguu"cevkvkvku"vq"vjg"rwdnke"kp"c"vk o gn {" o cppgt0"

"
*5+ " Vjg"Eq o rcp{" y knn"k o rtxg"fkuenquwtg"cpf"gz rncpcvkqp"qh"pqp/hkpcpekn"kphqt o cvkqp"uwej"cu"xlgy u" qp"eqtrqtcvg" i qxgtcpeg"kp"cf fkvkqp"vq"vjg"fkuenquwtg"cpf"gz rncpcvkqp"qh"hkpcpekn"kphqt o cvkqp0"

"
6" Fkcnq i wg" y kvj "ujctgj qnfgtu" gte+kgb r *u"

"
*3+ " Vjg"Eq o rcp{"tgeq i pk|gu"vjg"k o rqtvcpeg"qh"eqpuvtwevkn"fkcnq i wg" y kvj "ujctgj qnfgtu"cpf" y knn" eqpukfgt"jqy"vq"cejkxg"xcnwdng"fkcnq i wg" y kvj "ujctgj qnfgtu"uq"cu"vq"uwr rqt"uwvckpcdnng" i tqy vj "cpf"

"
*4+ " Kp"qtfgt"vq"rtq o qvg"eqpuvtwevkn"fkcnq i wg" y kvj "ujctgj qnfgtu."vjg"Eq o rcp{" y knn."vj tqw i j" rqukvkxg" eqqrgtcvkqp"dgvyggp"Opcpi g o gpv" o g o dgtu" y j q"j c p f n g"KT."Hkpcpeg"cpf"Ceeqwpvkpi."Ng i cn"Chhcktu" cpf"Rwdnke"Eq o o wpkecvkqp"wpfgt"vjg"uwr gtxkukqp"qh"vjg"Fktgevqt"cpf"Rtgukfgpv"*fktgevqt"*0Fktgevqt0+" eqpewttgpn {"ugt xkp i "cu"rtgukfgpv+."eqpukfgt"cpf"k o rng o gpv"*k+" o gcuwttgu"vq"gz rncpkpqp/hkpcpekn" kphqt o cvkqp"uwej"cu"d {"rquvkpi"kv"qp"vjg"Eq o rcp{"ø" y gdukvq"qt"j qn f k p i "gz rncpcvqt {"uguukqpu"cpf"*kk+"c" htc o g y qtm"vq"hec knkvcvg"fkcnq i wg" y kvj "ujctgj qnfgtu0"Vjg"kp xguvqt" ("Ujctgj qnfgt"tgncvkvqp"Qhheg" y knn" ugtxg"cu"c"urgekcn|gf"wpkv"ht"fkcnq i wg" y kvj "ujctgj qnfgtu"uwej"cu"kp xguvqt" o ggvkpi u"cpf"KT"cevkvkvku" kp"cf fkvkqp"vq" o ggvkpi u" y kvj "kpukvwwkqpcn"kp xguvqtu"cpf"qvjgtu"vq"rtqxfk"qr rqt vwpkvku"vq" o cmg" gz rncpcvkqpu"cpf"j qn f" S ("C"uguukqpu"tgictfki"dwukpguu"vctvgi {"cpf"dwukpguu"rgthqt o cpeg0" " Vjg"Fktgevqt"cpf"Rtgukfgpv"cpf"Opcpi g o gpv" y knn"gpfgcxqt"vq"cwggp" o ggvkpi u" y kvj "kpukvwwkqpcn" kp xguvqtu"cpf"qvjgtu"cpf"gpici g"kp" fktgev"fkcnq i wg" y kvj "kpukvwwkqpcn"kp xguvqtu"cpf"qvjgtu" y j q"ecp"

cpf"eqpegtpu"ngctpgf"vj tqw i j"uwej"fkcnq i wg" y knn"dg"rgtkqfkecm {"tgnc {gf"vq"Opcpi g o gpv"cpf"qwwvkg" Fktgevqtu"*0Qwvukfg"Fktgevqtu0+"uq"cu"vq"dg"tghngevgf"kp"vjg" o cpc i g o gpv"qh"vjg"Eq o rcp{0"

"
*q " p

vgt o "cpf"vq"gpj cpeg" r tqhkvcdknk {"cpf"ecrkvcn"ghhkekgpe {"v j g"Dqctf"qh" Fktgevqtu" y knm"cr r tq r tkcvgn {"
hwnhkm"kvu"tqngu"cpf"tgurqpukdnkvgu."kpenwfkpi <
13_ " ugwvki "v j g" fktgevqkq"qh"eqtrqtcvg"uvtcvgi {"=
14_ guvcdnku j kpi "cp"gpixtqpo gpv" y jgtg"cr r tq r tkcvgn"tkum/vcmkpi "d {"Ugpkqt"Opcp i g o gpv"*kpenwfkpi "
Gzgewkxg" Fktgevqtu."Gzgewkxg"Qhhegtu"cpf."v j g" fktgevqtu"cpf"rtgukfgpvu"qh" o clqt"qrgtcvki "
eq o rcpkgu="cpf"v j g"uc o g"ujcnn"cr rn {"jgtgchvgt+"ku"uwr r qtvf=" "
15_ ectt {"kpi "qww"ghhgevkg"qxgtuki j v"qh"Ugpkqt"Opcp i g o gpv"qh"v j g"Eq o rcp {"htq o "cp"kpfg r gpf gpv"
cpf"qdlgevkg"uvcprfqkp="cpf"
16_ gp i c i kpi "kp"qxgtuki j v"cevkxkvku"kp"qtfgt"vq"gpuwtg"vko gn {"cpf"ceewtcvg"kpht o cvkqp"fkuenquwtg."
cpf"guvcdnku j kpi "cp"cr r tq r tkcvg"kpvgtpcn"eqpvtqn"cpf"tkum" o cpc i g o gpv"u {"uv g o 0"
"
" " *4+ " Vq" o cmg"wug"qh"v j g" j qnfkpi "eq o rcp {"uvtwevwtg."v j g"Dqctf"qh" Fktgevqtu"dcukecm {"eqpukuvu"qh"*k+ "
Fktgevqtu" y j q" dgnqpi "gzenwukxgn {"vq"v j g" j qnfkpi "eq o rcp {"cpf"cuuw o g"hwpevkqpu"vq"qxgtugg"v j g" y j qng "
I tqwr."*kk+ "Fktgevqtu" y j q"eqpewttgpn {"j qn" c" o cpc i g o gpv" r qukvkq"kp" o clqt"qrgtcvki "eq o rcpkgu."
cpf"*kk+"Qwvukfg" Fktgevqtu" y j q"qxgtugg"Opcp i g o gpv"qh"v j g"Eq o rcp {"htq o "cp"kpfg r gpf gpv"cpf "
qdlgevkg" xkg y r qkpv="*k + "Fktgevqtu" y j q" jcxg"xqkpi "tki j u"qp"v j g"Dqctf"qh" Fktgevqtu"cpf"ctg" o g o dgtu "
qh"v j g"Cwfkv" ("Uwrgtxkuqt {"Eq o o kwgg*oCwfkv" ("Uwrgtxkuqt {"Eq o o kwgg"Og o dgtuö+" y j q"eqpfwev "
cwfkvu"qh"dwukpguu"qrgtcvqpu"htq o "v j g"rgturgevkgu"qh"ng i cnkv {"cpf"cr r tq r tkcvgpguu0"
"
" " *5+ " V j g"pw o dgt"qh" Fktgevqtu" y knm"dg"ugv"vq"gpdcng"vko gn {"cpf" fgekukxg" fgekukqp/ o cmkpi "qp"v j g"dcuku"qh "
v j g"Eq o rcp {"øu"dwukpguu"nkpgwr"cpf"dwukpguu"uecng" y kvj kp"v j g"tcp i g" r tqxkfgf"kp"v j g"ctvkengu"qh "
kpeqrqtcvqkq"qh"v j g"Eq o rcp {"0"
"
" " *6+ " V j g"Eq o rcp {"cpf" gcej"qrgtcvki "eq o rcp {" y knm"enctkh {"kp"v j gkt"kpvgtpcn"twngu"htq"v j g"dqctf"qh "
fktgevqtu"v j cv"v j g"Dqctf"qh" Fktgevqtu" y knm"fgvgt o kpg" k o r qtvcpv" rctvkewncu"uwej" cu" o cvwgtu"tgncvfg"vq "
o czk o k | kpi "v j g"eqtrqtcvg"xcnwg"qh"v j g" I tqwr."v j g" fkuvtkdvwkq"qh" o cpc i g o gpv"tguqwtegu"cpf "
eq o rnkpego "
" V j g"Dqctf"qh" Fktgevqtu" y knm"urgek {"v j g" o cvwgtu" fng i cvgf"vq"Ugpkqt"Opcp i g o gpv"cpf"v j g "
r tqegfwtgu"htq"uwej" fng i cvkqp"wpfgt"v j g"cr r tqxcn"twngu"cpf"qv jgtu0"
"
" " *7+ " Ykvj" fwg"cvwgvkq"vq"v j gkt"hkfwekt {"tgurqpukdnkvgu"vq"ujctg j qnfgtu." Fktgevqtu" y knm"eqpvkpwqun {" "
tgxky"v j g"etvgtk"cpf"u {"uv g o u"htq"v j gkt" fgekukqp/ o cmkpi "htq o "v j g"rgturgevkg"qh"vtcpurctgpe {" "
vko gnkpguu"cpf"qv jgtu"cpf"ugewtg"cr r tq r tkcvg"eqqrgtcvqkq"dgvy ggp"uvcmg j qnfgtu"cpf"cev"htq"v j g "
kpvgtguvu"qh"v j g"Eq o rcp {"cpf"v j g"eq o o qp"kpvgtguvu"qh"kvu"ujctg j qnfgtu0"
"
" " *8+ " Hqt"uwuvkpcdng"eqtrqtcvg" i ty v j "cpf"v j g"kpctgug"qh" o kf/"vq"nqpi /vgt o "eqtrqtcvg"xcnwg." o g o dgtu "
qh"Ugpkqt"Opcp i g o gpv" y knm"dg"v j qug" y j q" jcxg" jki j /ngxgn"rgtuqpcn"cpf"r tqhguukqpcn"gvjkeu"cpf "
kpvg i tkv {"kpswkukvkg"cpf"qdlgevkg"rgturgevkgu." rctvekecn"mpqyngf i g"cpf"fkuegtp o gpv0"
"
" " *9+ " Qwvukfg" Fktgevqtu" y knm"dg"cr r qkpvgf"qp"v j g"dcuku"qh"*k+ " jki j " r tqhguukqpcn"gzrgtvkug."*kk+"gzvpgukxg "
gzrgtkgpeg"cpf"fggr"kpuki j v"cu"eqtrqtcvg" o cpc i gtu."*kk+"kpvgtpcvkqpcn"mpqyngf i g."cpf"*kx+ "
cr r tgekvkqpu"qh"tkum" o cpc i g o gpv"cpf"eq o rnkpego"kuuwgu0"V j g"Eq o rcp {" y knm"gpfgcxqt"vq"cej kxg"cp "
cr r tq r tkcvg"dcnpeg"qh"fkxgtukv {"mpqyngf i g."gzrgtkgpeg"cpf"umknu"qh"v j g"Qwvukfg" Fktgevqtu0"
"
" " * :+ " V j g"Eq o rcp {" y knm"fgvgt o kpg"Opcp i g o gpv"tg o wpgtcvqkq"htq o "v j g"rgturgevkg"qh"*k+ "tgvcvki "
gzegmgpv"j w o cp"tguqwtegu."*kk+"ugwvki "cp"cr r tq r tkcvg"ngxgn"qh"tg o wpgtcvqkq"eqttgurqpfkpi "vq"v j g "
Eq o rcp {"øu"uecng"cpf"dwukpguu"ecvg i qt {"cpf"*kk+" r tqxkfkpi "j gcnv {"kpegpvkxgu"htq"kpctgucvki "v j g" o kf/ "
vq"nqpi /vgt o "eqtrqtcvg"xcnwg"qh"v j g"Eq o rcp {"0"Opcp i g o gpv"tg o wpgtcvqkq" y knm"kpenwfg" c"xctkcdng "
rgthqt o cpeg/dcugf"rqtvkq."eqpukfgtkpi "v j g"fgi tgg"qh"eqpvtkdvwkq"vq"v j g" I tqwr"cpf"v j g" o kf/"vq"nqpi / "
vgt o "dcuke"uvtcvgi {"qh"v j g" I tqwr0"
"
" " * ;+ " V j g"cr r qkpv o gpv"cpf" fku o kuucn"qh"Ugpkqt"Opcp i g o gpv"cpf"v j g"fgvgt o kpcvqkq"qh"v j gkt"tg o wpgtcvqkq "
y knm"dg"dcugf"qp"hctk"cpf" jki j n {"vtcpurctgpn"r tqegfwtgu0"kp"qtfgt"vq"uvtgpi v j gp"v j g"kpfg r gpf gpeg"cpf "
qdlgevkg {"qh"v j g"Dqctf"qh" Fktgevqtu" y kvj "tgurgev"vq"v j g"pq o kpcvqkq"cpf"tg o wpgtcvqkq"qh"Ugpkqt "
Opcp i g o gpv."v j g"Eq o rcp {" y knm"gpfgcxqt"vq"qdvckp"cfxkeg"htq o "kpfg r gpf gpv" Fktgevqtu"*o kpf r gpf gpv "
Fktgevqtuö+0"
"

"

" " *4+"

