

COMPLIANCE POLICY
Country Annex UK

As part of your employment pack, you have been handed the POWERLINES general compliance policy, which applies across the board in all jurisdictions in which the POWERLINES group operates.

As you are employed by, a consultant/contractor or a subcontractor to the POWERLINES group in the United Kingdom, in addition to the policies set out in the abovementioned document, please be aware of the following:

Subject matter	Points to note from a UK perspective
Scope	<p>Section 2 (i) shall read as follows: All relevant staff members of POWERLINES, meaning all staff members excluding linesmen, as well as any staff members who are defined as relevant by the Group Management Board based on a proposal issued by the managing directors of the respective POWERLINES Company (hereinafter referred to as “Local Managing Directors”) from time to time because they hold positions which enable them to noticeably expose POWERLINES to compliance risks as covered in this Policy (hereinafter together referred to as “Relevant Staff”),</p>
Insider Trading	<p>What securities are caught by the rules? The markets in the UK to which Regulation (EU) No 596/2014 (MAR) applies include the Official List (whether the premium segment or the standard segment), AIM, the NEX Exchange Main Board and the NEX Exchange Growth Market. If the securities of the company you are dealing with are traded on any of those UK markets then the insider dealing rules apply, even if the relevant company is not incorporated in the UK.</p>
	<p>What is deemed inside information? Information is “inside information” if it is of a precise nature, which has not been made public, relating, directly or indirectly, to the relevant company (and, possibly, other companies), and which, if it were made public, would be likely to have a significant effect on the prices of the securities of that company. This includes a set of circumstances which exist or which may reasonably be expected to come into existence (or an event which has occurred or which may reasonably be expected to occur) which is specific enough to enable a conclusion to be drawn as to the possible effect on the price of the relevant company’s securities.</p>
	<p>What is insider trading? Note that in the UK, insider trading includes cancelling or amending an order where the order was placed before the person in question was in possession of the inside information. It also includes recommending to another person to cancel or amend an order.</p>

	<p>What are the consequences of a breach of insider trading rules?</p> <p>Breach of the insider dealing provisions in MAR is not a criminal offence, but the Financial Conduct Authority (in its capacity as the competent authority in the UK) has the power to impose fines. Under the Criminal Justice Act 1993 (CJA 1993) there is also a criminal offence of insider dealing in the UK. The provisions of the CJA 1993 relating to insider dealing are broadly similar to those in MAR.</p>
Confidentiality and Data Protection	See Data Protection Policy as of October 2017