

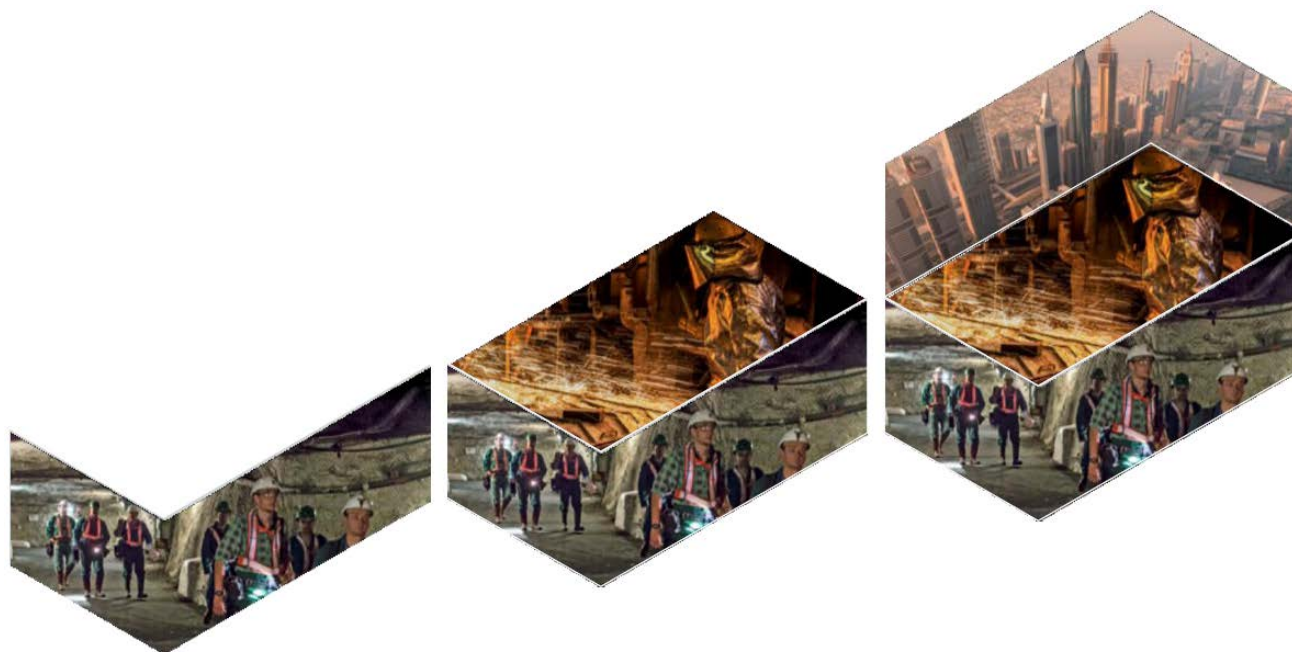


**Policy of Compliance
Management in KGHM Polska
Miedź S.A.Capital Group**

01. Compliance in KGHM Polska Miedź S.A. Capital Group

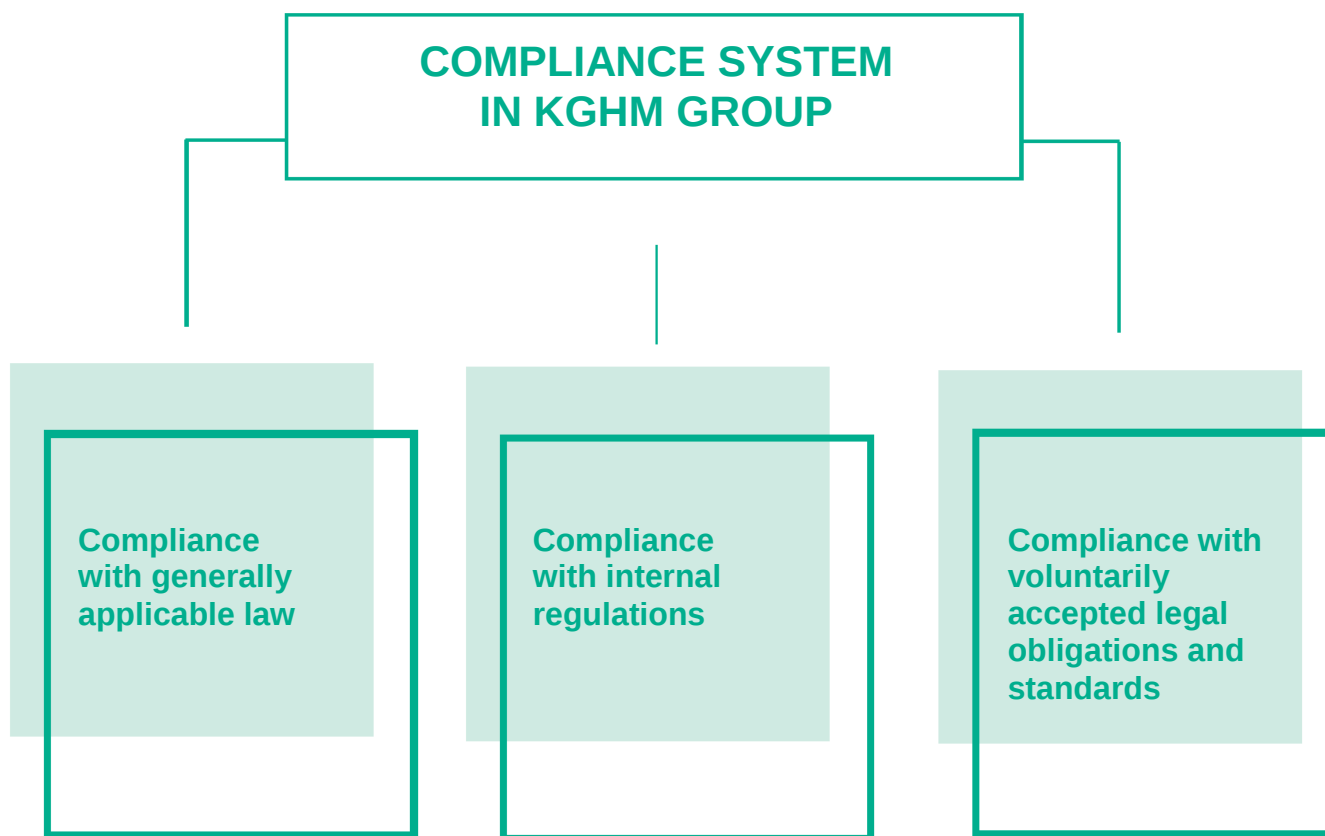
Compliance definition

In KGHM Polska Miedź S.A. Capital Group (KGHM Group), compliance is defined as compliance with the requirements resulting from applicable legal regulations (external and internal) or voluntarily accepted legal obligations and standards.



02. The Compliance Management System (*Compliance System*) Overview

We recognize compliance as an issue important for our effective operation and we have established a compliance management process complementary to the KGHM Group corporate risk management process. The Compliance System is an important business tool for preventing the occurrence of events that may result in sanctions to be imposed.



03. The scope of the Compliance Management System

KGHM Group has adopted an organization-wide approach to compliance management, based on recognized international standards and industry best practices. The adopted solution has been tailored to the specific case of KGHM Group. It enables the systematic identification, assessment and analysis of the risk of compliance loss or possible non-compliance with generally applicable law, internal corporate regulations and voluntarily adopted legal obligations and standards, including ethical standards, in order to design and implement actions to ensure compliance, as the outcome of the process.

Under the management system of compliance with the requirements of applicable legal regulations or voluntarily accepted legal obligations and standards, the KGHM Group pays attention to:

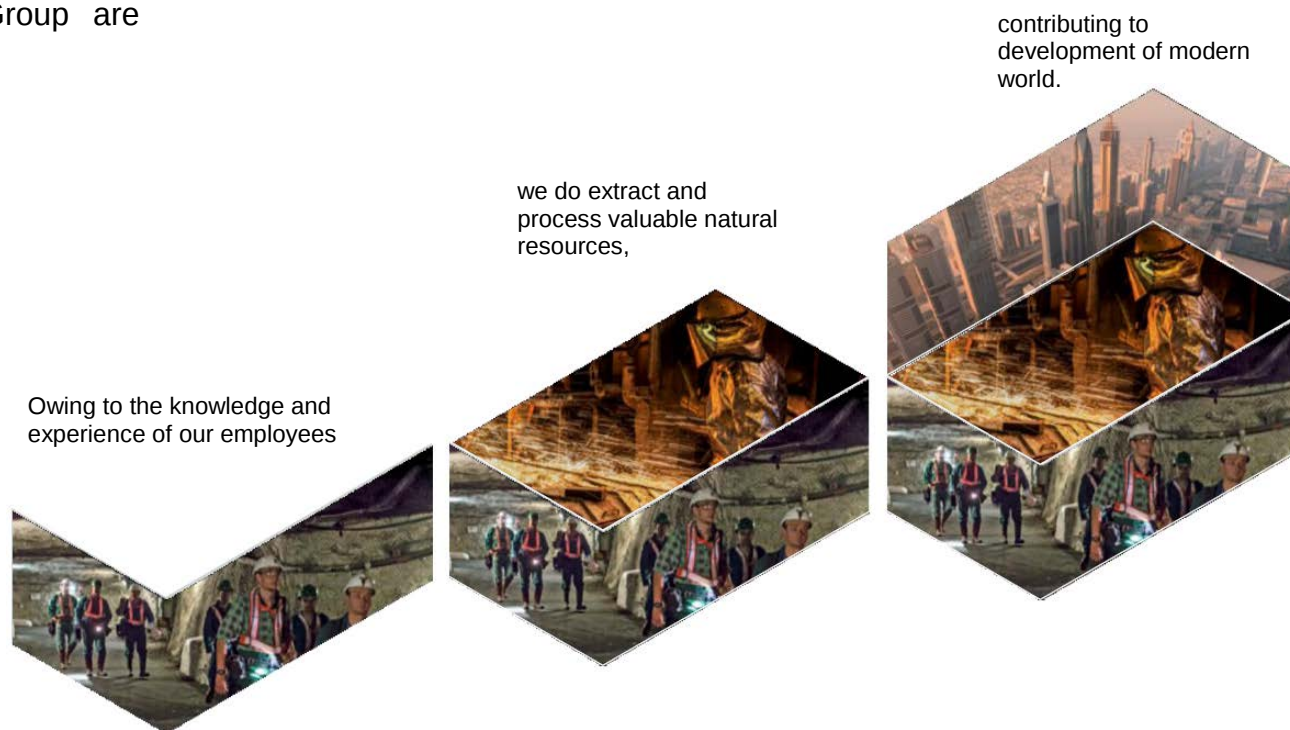
- compliance management in the field of business ethics and corporate social responsibility,
- compliance management in the area of internal corporate regulations,
- compliance management in the scope of concluded contracts,
- compliance management in the field of counteracting corruption as well as the system of acquiring reports from whistleblowers and protecting the whistleblowers,
- managing compliance of actions against money laundering and preventing fraud and scams in commercial transactions,
- managing compliance of the responsible supply chain,
- compliance management in accordance with principles of the Best Practices followed by the Companies Listed on the Warsaw Stock Exchange,
- management systems based on the ISO standards implemented in KGHM.



04. Objectives of compliance management in KGHM Group

Achieving compliance management objectives is crucial for KGHM Group as a global organization that cares about building and maintaining a reputation for being a responsible, transparent and robust company.

Therefore, all employees of KGHM Group are involved in the compliance management.



Objectives of the compliance management in the KGHM Group include:

- protecting lives and health of our employees, as well as the natural environment and promoting activities in line with the expectations of Stakeholders, in order to build a strong reputation for our brand,
- ensuring creation and protection of values for our shareholders by establishing a consistent approach to ensuring compliance and avoiding non-compliance or a risk of compliance loss,
- support in achieving business goals by implementing tools that minimize the threat of sanctions,
- building a conscious organization, which is based on values, acting in accordance with ethical standards, legal requirements and voluntarily accepted legal obligations,
- establishing and effecting transparent and active participation in the process of creating legal and business standards.



05. Roles and responsibilities

Division of powers and responsibilities is underlain by the principles of good corporate governance practices and the commonly recognized model of three lines of defence:

