



BANK OF GEORGIA
GROUP PLC

Anti-Discrimination and Anti-Harassment Policy

ANTI-DISCRIMINATION AND ANTI-HARASSMENT POLICY

ADOPTED BY

The Board of Directors of Bank of Georgia Group PLC

DATE OF ADOPTION

December 16th, 2022

APPLIES TO

Bank of Georgia Group PLC and its Group Companies

GROUP POLICY OWNER

Legal Department/ESG Legal Support

REVIEWED BY

HR Department;
Investor Relations Department;
Marketing Department;
Environment and Climate Risk Department.

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DEFINITIONS

The below definitions apply to the terms used throughout the Policy.

Basic Principles

Discrimination

The intended or accomplished distinction, exclusion or restriction of certain individuals based on gender identity, gender expression, race, skin colour, lineage, national or ethnic origin, sexual orientation, social status, religion, age, disability or any other individual trait, with the purpose or effect of preventing or hindering the recognition and/or exercise, on an equal basis, of nullifying or impairing the recognition of human rights and fundamental freedom in all spheres, including public, private, political, economic, cultural or civil.¹

Diversity

This refers to a wide range of identities. Diversity broadly includes race, ethnicity, gender, age, national origin, religion, disability, sexual orientation, socioeconomic status, education, marital status, language, veteran status, physical appearance, etc. It also involves different ideas, perspectives and values.²

Diversity in the workplace

An effort to employ a diverse team of people that is reflective of the society in which it exists and operates³

Equality

The right of diverse groups of people to have a similar social position and receive the same treatment⁴, ensuring that every individual has an equal opportunity to make the most of their lives and talents.

¹WEPs, "Understanding Intersectionality: Targeting All Forms of Discrimination in the World of Work"

²University of Washington, "Diversity, Equity and Inclusion Glossary"

³WEPs, "Understanding Intersectionality: Targeting All Forms of Discrimination in the World of Work"

⁴ibid

Gender pay gap

A difference between compensation for male and female employees in the same position.

Harassment

The use of comments or actions that can be perceived as offensive, embarrassing, humiliating, demeaning and unwelcome.⁵

Inclusion

An organisational effort in which diverse groups or individuals having diverse backgrounds are culturally and socially accepted and welcomed, and equally treated.⁶

Work environment

Anywhere employees of the Group are conducting business on behalf of the Group, including, but not limited to, in person, on the phone, virtually, or through email or other internet communications channels, as well as on premises of the Group and at company-sponsored events.

⁵University of Washington, "Diversity, Equity and Inclusion Glossary"

⁶WEPs, "Understanding Intersectionality: Targeting All Forms of Discrimination in the World of Work"

DEFINITIONS

Group Entities

Bank of Georgia

JSC Bank of Georgia

Board

The Board of Directors of Bank of Georgia Group PLC.

Employees

Applies to personnel of the Group companies hired under employment contracts and executive service agreements.

ESI Committee

Respective Committee established and governing environmental and social matters within the Bank of Georgia.

The Group

The Bank of Georgia Group and its Group Companies.

Group Companies

Means companies (a) whose affairs and policies Bank of Georgia Group PLC directly or indirectly controls or (b) as companies of which Bank of Georgia Group PLC owns directly or indirectly more than 50% of their capital, voting stock or other right of ownership. "Control", as used in this definition, means the power to direct the management and the policies of that company, whether through the ownership of share capital, by contract or otherwise.

Human Rights Committee

Respective Committee established and governing human rights matters within the Bank of Georgia.

Legal Requirements and International Standards

The Group's work against discrimination and harassment of any kind is based on, but not limited to, the following relevant local legal requirements and internationally agreed upon standards:

- The UN's Universal Declaration of Human Rights
- The Charter of Fundamental Rights of the European Union
- ILO Fundamental Conventions as implemented into Georgian Legislation
- Convention on the Elimination of all forms of Discrimination against Women
- UN Guiding Principles on Business and Human Rights
- OECD Guidelines for Multinational Enterprises
- UN Global Compact
- IFC Performance Standards

ESG GOVERNANCE

Oversight of the majority of material ESG topics and related impacts on the economy, people, and the environment is allocated to specific Board Committees: the Risk, Audit, Nomination, and Remuneration Committees. While the Committees retain continued responsibility for discrete ESG-related matters, the full Board retains primary responsibility for the Group's overarching ESG strategy, which has been framed around material ESG topics.

The Board ensures the alignment of ESG strategy with the business strategy, receives updates on progress of the key pillars of the ESG strategy, and oversees the Group's overall communications strategy around ESG topics and impacts. The Full Board also retains primary responsibility for overseeing the management of climate risks and opportunities, and it oversees the management of other Environmental and Social risks and opportunities that may arise in the Bank's loan portfolio. Updates on material ESG topics are regularly reported to the full Board or respective Committees.

Management of ESG topics and implementation of ESG strategy are delegated to the Bank's Executive Management team. Discrete ESG matters are managed by individual members of Executive Management. A Management-level Environmental and Social Impact Committee (ESI Committee) has been established, comprising the Management Team and senior managers, including the Bank's CEO, CRO, COO, CFO, CLO, Head of HR, Chief Marketing Officer, Head of Investor Relations, and Head of Funding.

The Committee is responsible for managing the Bank's climate, environmental and social impacts, focusing on those arising from its lending activities. It holds overall responsibility for designing, implementing, and enhancing environmental, social and climate strategies and policies, and for setting and monitoring targets. The Committee intends to further embed Environmental and Social risk management in the Bank's daily operations.

SCOPE & OBJECTIVES

Bank of Georgia Group PLC and its Group Companies (the "Group") are committed to conducting responsible and sustainable business.

Through the implementation of this Anti-Discrimination and Anti-Harassment Policy (the "Policy") and other processes and procedures, the Group commits to the elimination of discrimination and harassment of any form within the Group.

All employees, including managers, are required to engage in preventing discrimination, harassment and inappropriate and abusive conduct and in promoting equal opportunities. They are also expected to help create and

maintain an atmosphere where concerns under this Policy can be raised without fear of retaliation or intimidation.

The Policy sets the principles and guidelines for how the Group will enhance it throughout the organisation and supports the Group in its efforts to become a better institution for our employees, customers and all other stakeholders.

The Policy applies to all employees of the Group, all functions, all units in the Group, and all subsidiaries and has been adopted by the management body and the board.

INTRODUCTION

The Group is dedicated to upholding a safe, diverse, inclusive, productive, professional, collegial, secure and trustful work environment, free from any kind of discrimination and harassment, in which all individuals are treated with respect and dignity.

Discrimination and harassment are not accepted by or towards the employees, customers, vendors, contractors or any other individuals who conduct business with the Group.

Non-discrimination is a basic right of every employee, customer or any other stakeholder.

We are committed to providing equal opportunities in accordance with the applicable national laws, internationally recognised fundamental rights and international good practice in these areas. We want to ensure that equal rights and opportunities are recognised and implemented in our daily operations.

We believe that acting in this manner will eliminate discriminatory practices and create the conditions for equality of opportunity and treatment.

We want to ensure a safe and inclusive environment, regardless of ethnic heritage, colour, national origin/ancestry, citizenship status, age, race, physical or mental abilities, gender identity or expression, sexual orientation, values, religion/spiritual practice, political and/or other views, military/veteran status, income, family status, pregnancy, maternity, paternity or caring responsibilities, education, geographic location or on any other grounds which intends to achieve or results in denial of or interference with equal opportunity or treatment in employment process and professional work environments.

PRINCIPLES

Discrimination can take many forms and can affect both access to employment and the treatment of employees once they are employed. It may be direct or indirect, and arise in a range of situations and circumstances. The Group has committed to several anti-discrimination and anti-harassment principles in this Policy and continues the implementation of anti-discrimination transformation across the Group. Our agenda is dynamic and therefore the focus areas supporting each principle reflect what we strive for.

1 Equal opportunity and fair treatment

We are focused on ensuring that our recruitment and hiring, compensation (including wages and benefits), employment, assignment, transfer, promotion, working conditions, terms of employment, termination of employment or retirement and training processes are fair, transparent and inclusive for all.

2 Non-Discrimination in recruitment process

We do not make decisions on the basis of personal characteristics, but based on the principles of equal opportunity and fair treatment. Both non-discrimination and equal opportunity are rooted in the principle that all employment decisions are based on the ability of the individual to do the job in question without regard to personal characteristics that are unrelated to the inherent requirements of the work.

Avoiding discrimination in the recruitment process is not just about meeting the legal requirements, but also making decisions based upon legitimate business criteria and the qualifications, skills and experience of individuals. This ensures we attract and hire the strongest candidates.

3 Non-discrimination in remuneration and promotion

In our Group, remuneration and promotion is based on performance, role, competencies and skills. We avoid bias in salary setting or increases and ensure equal pay for equal work. We are keen to reduce the equal pay gap and use tools to monitor this process.

4 Prohibition of workplace discrimination and harassment

We do not condone any form of discrimination, harassment or inappropriate conduct in the workplace. Abusing, insulting and/or humiliating another person may harm a person's reputation, dignity, integrity, mentality or compromise their professional future, and is strictly prohibited.

5 Prohibition of harassment

The Group does not condone harassment or any unwelcome conduct that has the purpose or effect of violating a person's dignity, creating a hostile or offensive environment, or can reasonably be expected to cause an individual to feel uncomfortable, intimidated, threatened, bullied, humiliated, offended, denigrated or distressed.

6 Prohibition of sexual harassment

The Group does not condone any unwelcome sexual advances, requests for sexual favours, verbal or nonverbal behaviour, and physical contact of a sexual nature.

PRINCIPLES

7 Non-discrimination against and by suppliers and third parties

We believe in doing business ethically, transparently and in full compliance with all applicable laws and regulations. We make decisions and choose our suppliers and third parties based upon legitimate business criteria and qualifications, quality, skills and experience. We do not condone any form of discrimination against our suppliers and third parties, and expect all businesses and persons that associate themselves with the Group to uphold the same high standards.

Even though we are a financial service provider and the risk of modern slavery and human trafficking at our own business operations is low, we recognise that our supply chain could potentially pose such risks. The Group recognises that it needs to have appropriate processes in place to minimise the risk that our operations could be used in this manner. We have structured our contracts with suppliers accordingly, and aim to minimise the risks of such abuses.

Please also see our [Supplier Code of Conduct](#)

8 Non-Discrimination in lending

The Group does not discriminate against credit applicants on the basis of ethnic heritage, colour, national origin/ancestry, race, physical abilities, gender identity or expression, sexual orientation, values, religion/spiritual practice, military/veteran status, family status, education, geographic location or on any other grounds under the applicable local law.

9 Diversity and Inclusion

We value the benefits of a diverse workforce. We believe that a wide range of experiences, perspectives, and cultural understandings within the organisation not only benefits us as a workforce, but also increases our market standing with potential and actual customers.

Please also see our [Diversity and Inclusion Policy](#)

10 Marketing practices

The Group ensures that our advertising and marketing practices are equal, available and non-discriminatory to the communities we serve.

INTERNAL RULES

To ensure that managers and employees in the Group fully understand the scope and responsibilities regarding discrimination and harassment, we have internal rules regarding discrimination, harassment, bullying and similar violations

in the workplace. These rules ensure compliance with anti-discrimination legislation, and encourage and support a culture of equal opportunities, equal rights and fair treatment within the Group.

RESPONSIBILITIES

It is everybody's responsibility to contribute to creating a fair, equal and non-discriminatory culture. It is expected that all employees will behave in a way that is respectful of other colleagues.

It is expected that all managers and employees proactively counteract and stop any direct or indirect bullying, harassment or discrimination. According to the Group's internal regulations, breaches of this Policy may result in disciplinary action, up to and including dismissal. Personnel

who fail to comply with this Policy may have their contract terminated or suspended, or be subject to other appropriate action.

The Group has a governance processes including the Human Rights Committee, and whistleblowing and grievance mechanisms in place, to ensure that any violation of the Policy principles will be managed appropriately. Please see the [Whistleblowing Policy](#) for further details of the whistleblowing mechanisms.

RELATED POLICIES

[Anti-Bribery and Anti-Corruption Policy](#)

[Code of Conduct and Ethics](#)

[Environmental Policy](#)

[Human Rights Policy](#)

[Diversity and Inclusion Policy](#)

[Whistleblowing Policy](#)

[Supplier Code of Conduct](#)

CHANGES TO THIS POLICY

We keep this Policy under regular review. Original/previous versions (if any) can be obtained by contacting ESG Legal Support Officer (where necessary).

