BCP GROUP

ANNUAL REPORT

Annual Report on the Corruption and Related Offences Risk Prevention Plan

2026

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1. FRAMEWORK

This Report is prepared pursuant to Article 6(1) of the General Regime for the Prevention of Corruption (RGPC), approved as an annex to Decree-Law No. 109-E/2021, of 9 December, and assesses, in relation to the period between 1 January 2025 and 31 December 2025, the degree of implementation of Banco Comercial Português Group's (BCP Group or Group) Corruption and Related Offences Risk Prevention Plan (the Plan or PPRCIC), as well as the adequacy and effectiveness of the associated internal control mechanisms for the prevention, detection, reporting and mitigation of such risks. The RGPC is the primary legal basis of this Report, which is complemented by the sector-specific framework applicable to credit institutions, namely Article 115-X of the RGICSF, Notice of Banco de Portugal No. 3/2020 and Instruction of Banco de Portugal No. 18/2020, and by Law No. 93/2021, of 20 December, on the protection of whistleblowers.

BCP Group maintains in force a compliance framework articulated around the Plan, the Code of Conduct, the internal whistleblowing mechanisms, the ongoing training and awareness initiatives and the periodic assessment of the effectiveness of the internal control system. Overall responsibility for implementing and monitoring the Plan lies with the Compliance Office, under the supervision of the Audit Committee, in articulation with the Internal Audit Department and with the other control functions of the Group.

In line with the transparency duty established in Article 6(4)(b) of the RGPC and with the prevailing practice of the Portuguese banking sector, this Report presents aggregated information proportionate to the public nature of the document, without prejudice to the specific and confidential reports issued to the Audit Committee and, where applicable, to the competent supervisory and judicial authorities. No individualized description of reported situations, of investigative steps or of specific internal proceedings is provided, as such detail is neither required by the RGPC nor compatible with the duty of secrecy owed to the parties concerned and with the protection of whistleblowers guaranteed by Law No. 93/2021. In accordance with the applicable publicity rules, this Report shall be made available on the Bank's institutional website and disseminated internally through the intranet within the legally prescribed deadlines.

2. IMPLEMENTATION OF THE PLAN AND THE INTERNAL CONTROL SYSTEM

2.1 Regulatory framework and measures implemented

During the reporting period, BCP Group kept in force and, where applicable, reviewed and updated the internal regulations relevant to the prevention of corruption and related offences. This regulatory framework comprises, among others, the Code of Conduct, the Policy on the Prevention and Management of Conflicts of Interest, the Policy on the Communication of Irregularities, the anti-corruption and anti-bribery policies, the policies on procurement of goods and services, on related-party transactions, on credit granting and recovery, on donations and sponsorships, on the authorisation of external professional activities, on recruitment, and on gifts and hospitality, as well as the supporting procedures relevant to fraud prevention and to the mitigation of the other identified risks.

The reviews conducted during 2025 were aimed at ensuring the internal consistency of the regulatory framework, its alignment with the applicable legislation, namely the RGPC, the RGICSF and the regulations issued by Banco de Portugal, by the Comissão do Mercado de Valores Mobiliários and by the European Banking Authority, together with Law No. 93/2021, and its adaptation to the organisational developments of the Group. The Group also continued to strengthen fraud prevention and detection mechanisms, given their relevance within the broader framework of mitigation of corruption-related risks. Based on the monitoring performed, the internal regulatory framework is considered to have remained adequate to the activities carried out and to the risks identified in the Plan, without prejudice to its continuous review whenever justified by legislative, regulatory, organisational or operational developments.

2.2 Whistleblowing and internal reporting irregularities

During the reporting period, the Group ensured the operation of its internal whistleblowing channels and the handling of the communications received in accordance with the applicable legislation, namely Article 115-X of the RGICSF, Notice of Banco de Portugal No. 3/2020, Instruction of Banco de Portugal No. 18/2020, Law No. 93/2021 and the RGPC, as well as with internal policy, publicly available at www.millenniumbcp.pt.

A total of 28 communications were received through the Bank's whistleblowing channels, of which 5 were anonymous and 23 were non-anonymous. This aggregate figure consolidates the information reported to the Audit Committee in the two quarterly reports issued by the Compliance Office, covering, respectively, the periods between 1 January and 30 September

2025 (22 communications) and the fourth quarter of 2025 (6 additional communications). Following initial screening and assessment of their material scope, 8 communications were considered to fall within the scope of the internal whistleblowing regime as defined, the remaining 20 communications were either handled under the applicable internal procedures (namely complaint-handling, anti-money-laundering controls and human-resources procedures) or considered not to fall within the material scope of that regime. A summary is set out in the table below:

Category	**Anonymous**	**Non-anonymous**	**Total**
Deemed to be a report of irregularities	1	7	8
Communications that do not fall within the scope	4	16	20
Total	**5**	**23**	**28**

As regards the status of the communications at the closing date of this Report, 24 had been closed following internal analysis, in most cases with referral to the relevant specialised areas, namely the Client Assistance Centre, the Legal Affairs and Litigation Department, the Anti-Money-Laundering area, the Human Resources Department, the External Fraud Monitoring team, the Communications Department or the competent judicial authorities, and 4 remained under analysis, being the subject of ongoing investigative steps conducted by the Internal Audit Department and by the Compliance Office in support of the Audit Committee during 2026. A material subset of the communications received during the period gave rise to concrete corrective measures, including the referral of matters to the competent judicial authorities, the opening of a disciplinary procedure (addressed in sections 3.1 and 3.2 below), the referral to the Human Resources Department of a situation identified as constituting an effective conflict of interest for managed resolution with external legal support, the issuance of internal fraud-prevention alerts for consideration in the onboarding and monitoring of future business relationships, and the reinforcement of internal awareness regarding the use of social networks in which the Bank's name may be indirectly referenced.

The Group observed an increase of approximately 87% in the number of communications received as compared to the previous reporting period (15 communications in 2024), primarily attributable to the greater use of the whistleblowing channels by clients and third parties to report external fraud situations and client-service matters that fall outside the material scope. The proportion of anonymous communications (17.9%) and the proportion of communications falling within the material scope (28.6%) remained broadly consistent with those observed in the previous reporting period, confirming that the increase in volume reflects primarily a progressive public awareness of the availability of the channels and the intensification of the external fraud phenomenon in the banking system, rather than a deterioration of the internal risk profile.

The mechanisms for the receipt, screening, analysis, referral and handling of communications remained adequate, proportionate and functionally effective during the period under review. No retaliatory measures, discriminatory practices or unfair treatment of whistleblowers were recorded in relation to the communications received, in line with the obligations established by Law No. 93/2021. The records of the communications, and the reports to which they have given rise, are retained in the terms required by the applicable legislation, for the minimum period of five years.

2.3 Training and awareness

BCP Group continued, during the reporting period, to implement the training and awareness initiatives provided for in the Plan, adjusted in their content, frequency and depth to the level of risk exposure of the different functions and to the responsibilities inherent in the roles performed. The initiatives focused, in particular, on the internal dissemination of the applicable integrity principles and of the Code of Conduct; on the duties of conduct relevant to the prevention of corruption and related offences, including the rules on gifts and hospitality, on conflicts of interest and on related-party transactions; on the procedures and channels available for the communication of irregularities, including the protection guarantees for whistleblowers established by Law No. 93/2021, and on the internal procedures to be observed in the prevention and detection of situations likely to give rise to risks of corruption or related offences, in articulation with the fraud and Anti-Money Laundering and Counter Financing of Terrorism(AML/CFT) control frameworks.

The completion rate of mandatory training actions during the period was 87%. A renewed cycle of training actions has been scheduled for 2026, including a dedicated refresher programme for functions in areas identified as having higher risk exposure.

3. RISK ASSESSMENT AND DEGREE OF IMPLEMENTATION OF THE MEASURES

3.1 Areas with higher risk exposure

In line with the Plan, the Group maintained, among others, the following as activities and processes with potentially higher exposure to the risk of corruption and related offences:

- the authorisation of external professional activities performed by employees and members of the management and supervisory bodies;
- the analysis and treatment of anti-money-laundering and counter-terrorist-financing cases;
- commercial customer service;
- the granting and acceptance of donations and sponsorships;
- credit granting, in particular to individuals and SMEs, and the interactions with credit intermediaries;
- the procurement of goods and services;
- the management of legal and administrative proceedings;
- the preparation of financial and accounting information;
- recruitment and human-resources management; and
- operations in the financial markets.

These areas continue to be subject to specific monitoring and controls, in accordance with the Plan, with the applicable internal regulations and with the second and third-line-of-defence frameworks. The disciplinary procedure referred to in section 2.3 confirms the relevance of maintaining credit granting, and in particular the interactions with credit intermediaries, within the perimeter of areas requiring enhanced monitoring. Should the procedure result in material findings, the Group will assess the need to reinforce the specific controls applicable to this process, namely the monitoring of remuneration and incentive arrangements with credit intermediaries – in line with the applicable legal framework, in particular Decree-Law No. 81-C/2017 and the related Banco de Portugal regulations.

Subject to the outcome of the ongoing procedure and to the continuous review of the risk assessment, the Group considers that the residual risk classification of the areas identified as more sensitive remains globally unchanged as compared to the previously approved assessment, and that no material changes were identified that would require, at this stage, an extraordinary review of the adopted classification model.

3.2 Degree of implementation of preventive and corrective measures

The measures implemented during the period focused on the strengthening of the internal regulatory framework applicable to the prevention of corruption and related offences, on the consolidation of the control mechanisms in the areas identified as more sensitive, in particular credit granting, procurement and the management of conflicts of interest, on the improvement of the whistleblowing procedures, including the internal dissemination of the available channels and of the protection guarantees for whistleblowers, on the reinforcement of training and awareness actions, with the programmed cycle to be renewed during 2026, and on the enhancement of the coordination among the control functions of the Group (Compliance, Internal Audit and Risk Management), in particular as regards the prevention, detection and response to occurrences potentially relevant in this context.

The assessment performed did not identify material shortcomings capable of compromising the adequacy of the implemented system. The Group has nevertheless identified, as areas for incremental improvement during the next reporting cycle, the reinforcement of the training-completion rate with a view to full coverage of the functions with exposure to the identified risks; the enhanced monitoring of the interactions with credit intermediaries in the context of credit-granting processes, in light of the findings of the ongoing disciplinary procedure, the continued development of the statistical and qualitative reporting on communications received, in articulation with the reporting and publicity requirements established by the RGPC and by the Mecanismo Nacional Anticorrupção (MENAC), and the strengthened articulation of the internal whistleblowing regime with the obligations arising from Law No. 93/2021, namely as regards the handling of external communications and the interaction with the relevant authorities.

The Group will continue to follow an approach of continuous and proportionate review of its prevention model, taking into account the evolution of the risks, the experience derived from the practical application of the Plan and any relevant regulatory, supervisory or organisational developments.

4. CONCLUSION

Considering the above, BCP Group considers that, during the reporting period, the internal control system and the Corruption and Related Offences Risk Prevention Plan remained globally adequate and proportionate to the identified risks, supporting an effective approach to the prevention, detection and mitigation of corruption and related offences risks. The regulatory framework, the whistleblowing mechanisms, the training actions and the preventive and corrective measures set out in the Plan were maintained or reinforced during the period, and the residual risk assessment in the areas identified as more sensitive remained globally stable.

At the closing date of this Report, no confirmed acts of corruption or related offences had been identified against the Group.

The Bank reaffirms its zero-tolerance policy towards practices of corruption and related offences and its commitment to the continuous improvement of its integrity, internal control and compliance mechanisms.

Porto Salvo, 30th April 2026

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