

National Bank of the Republic of North Macedonia



CODE OF CONDUCT

September 2022

Pursuant to Article 47 paragraph 1 item 8 of the Law on the National Bank of the Republic of Macedonia (Official Gazette of the Republic of Macedonia No. 158/10, 123/12, 43/14, 153/15, 6/16 and 83/18 and Official Gazette of the Republic of North Macedonia No. 110/21), the National Bank of the Republic of North Macedonia Council has adopted the following

CODE OF CONDUCT

(unofficial revised text)¹

I. GENERAL PROVISIONS

Subject and scope of Code

Article 1

The Code of Conduct (hereinafter: Code) shall regulate the conduct of the members of the National Bank of the Republic of North Macedonia Council (hereinafter: Council members) and the National Bank of the Republic of North Macedonia employees (hereinafter: employees) in performing their functions and duties, as well as the implementation of its provisions.

The Code shall regulate principles underlying independent operation, good management, professional standards, dignified work, transparent public communication, i.e. professional and business ethics for successful and efficient operations of the National Bank of the Republic of North Macedonia (hereinafter: National Bank).

Significance and purpose of Code

Article 2

Given the significance and the ethical compliance by the Council members and employees, this Code is in the spirit of implementation of the professional organizational culture, good governance and business conduct in accordance with the vision, mission and values of the National Bank: professionalism, integrity, quality, innovation, team spirit, loyalty, transparency and leadership.

The purpose of this Code is to maintain a high level of professional and ethical conduct in the implementation of the National Bank objectives and tasks by the Council members and the National Bank employees, as well as further strengthening of the National Bank integrity and the citizens' and institutions' trust in its operations.

¹ This revised text is part of the Code of Conduct. EK No. 02-15/XIV-1/2022 of 2 September 2022, Decision on amending the Code of Conduct E.K. No. 02-29724/5 of 1 September 2023 and Decision on amending the Code of Conduct No. 02-7700/5 of 28 February 2024.

Article 3

The provisions of this Code, determined under the laws and the best practices for ethical central banking operation, shall be applied in the day-to-day performance of functions and duties of the Council members and employees, as well as in their conduct outside the National Bank.

II. DEFINITIONS AND MEANING OF TERMS USED IN THIS CODE

Article 4

The definitions and terms used in this Code shall denote the following:

-**"integrity"** shall denote a lawful, independent, impartial, ethical, accountable and transparent performance of the functions and duties by which the Council members and the employees maintain their reputation and the reputation of the National Bank, eliminate the risks and remove any suspicions about the occurrence of corruption and thus ensure citizens' trust in the National Bank operations;

-**"conflict of interest"** shall denote a situation in which a Council member or an employee has a private interest that affects or may affect the impartial performance of his/her functions and duties;

-**"benefit"** shall denote any tangible or intangible asset, benefit or advantage to oneself or to another;

-**"family"** shall denote a spouse or an extramarital partner, children, parents, siblings and other family members with whom a Council member or an employee shares a household;

-**"close persons"** shall denote persons in marital or extramarital union with the Council member or the employee, a first-degree relative (son and daughter, grandchildren of son or daughter, parents or grandparents) and fourth-degree relatives (siblings, parents' siblings-aunt, uncle), first cousins (sibling's children) and second cousins, second-degree in-laws (parents, siblings and marital/extramarital partner's cousins), as well as any physical or legal entity with whom the Council member or the employee shares a financial interest;

-**"other employment engagement"** shall denote any additional engagement of the employee other than his functions and duties within the National Bank, after the working hours, regardless of whether he has a written or verbal agreement or has received a notification, i.e. an appropriate document for other employment engagement, with or without financial compensation. Media appearance and/or appearance on Internet portal outside his functions and duties within the National Bank, as well as the preparation and publication of texts, which are carried out and/or for the needs of third parties, shall denote other employment engagement. By exception, the employees activities in the field of culture, sports, humanitarian, religious and social activities related to children and adults, which are not related to the operations within the National Bank and for which no financial compensation is received, shall not be considered as other employment engagement for which the employee shall inform the tactical/ strategic manager;

-**"promotional material"** shall denote commemorative objects (souvenirs and other commemorative objects), special occasion gifts, other promotional materials necessary for the participants of certain events (seminars, conferences, trainings etc.), collector coins and commemorative coins and other gifts.

III. LAWFUL AND INDEPENDENT OPERATION

LAWFULNESS AND INTEGRITY

Article 5

The Council members and employees shall perform their functions and duties in accordance with the Constitution, The Law on the National Bank, other laws and applicable regulations of the Republic of North Macedonia that affect the National Bank operations, fulfillment of its goals and tasks, and are in accordance with the National Bank internal acts as well.

Article 6

The Council members and employees shall take care of the National Bank integrity.

Independence

Article 7

When performing their functions and duties, as well as when carrying out the National Bank activities, the Council members and the employees shall act under the independence principle, thus shall not receive or seek instructions from government authorities, municipal bodies, bodies of the City of Skopje and any other legal entities and/or natural persons.

The Council members and employees shall avoid action, engagement or activity that may jeopardize the National Bank independence, whether related to their functions and tasks or not.

Political neutrality

Article 8

The Governor and Vice Governors of the National Bank must not be members of political parties.

Non-executive members of the National Bank Council must not be members of political parties' bodies.

Article 9

Council members and employees shall not represent their political affiliation in performing their functions and duties and in their relationships with colleagues, i.e. they shall act in a politically neutral manner, and refrain from political campaigning.

Article 10

If involved in political activities outside the working hours, the employees shall not act as National Bank employees.

Within their participation in such activities, they shall explicitly state that they represent their personal views and not the National Bank's.

Prevention of conflict of interest

Article 11

Council members and employees shall be aware of any conflict of interest, i.e. they shall perform their functions and duties, without any private or personal interest that affects or could affect their objective performance.

The private interest of the Council members and employees includes personal benefit, benefit of the members of their families and benefit of their close ones.

Article 12

A Council member shall be aware of any conflict of interest in performing his/her function and shall undertake activities to avoid it.

When an executive Council member shall become aware of circumstances that indicate a conflict of interest or a potential conflict of interest, as well as in case of suspicion of a conflict of interest within day-to-day operations, he/she shall immediately ask the Governor to be exempt and shall cease his/hers actions in the specific case. When the Governor shall become aware of circumstances that indicate a conflict of interest or a potential conflict of interest, as well as in case of suspicion of a conflict of interest within the scope of day-to-day operations, he/she shall immediately inform the Council that will be exempt and cease his/her actions in the specific case.

When a Council member shall become aware of circumstances that indicate a conflict of interest or a potential conflict of interest, as well as in case of suspicion of a conflict of interest within the Council decision-making, the Council member shall disclose it immediately prior or during the meeting, and seek his/her exemption from the discussion and voting for the specific case and notify in written the strategy and Prevention Office-Compliance Function (hereinafter: Compliance function). The exemption of a Council member shall be notified in the report of the National Bank Council meeting.

At the same time, in case of suspicion of conflict of interest, the Council member referred to in paragraphs 2 and 3 of this Article, shall require an opinion from the State Commission for Prevention of Corruption (hereinafter: SCPC) on determining conflict of interest in the specific case.

Article 13

The Council members shall, with a Statement, before the last day of January each year, fully disclose in front of the National Bank Council whether they have direct or indirect significant financial interests, including significant financial interests of any person with whom they have a family, business or financial relations, pursuant to the Law on the National Bank.

The Council's Secretary shall submit the statement from this Article to the Council. The Model of the Statement from this Article shall be regulated with the Annex No. 1 of this Code.

Article 14

Employees who during their operations have or will become aware of situations/ conditions or circumstances that create or could create a possible conflict of interest, shall cease their actions concerning their working task or activity and immediately inform their immediate superior (tactical/ strategic manager).

The tactical/ strategic manager shall review the circumstances from paragraph 1 of this Article and require an opinion from the Compliance function when needed.

In case of suspicion of conflict of interest, the employee shall require an opinion from the SCPC through the Compliance function.

If a conflict of interest is identified, the employee shall be exempted from the task or activity.

If the conflict of interest is within the employee's operations in advisory/working bodies, the employee shall take activities in accordance with this Article.

In accordance with the method set out in paragraphs 2, 3 and 4 of this Article, it shall also be acted upon by a third party or other employee/ Council member who learned about circumstances that lead to conflict of interest or a possible conflict of interest with the employee.

Article 15

The strategic/ tactical manager and the employee that are included in the recruitment procedure, shall submit a signed statement on close persons and inform their strategic/ tactical manager if the applicant is a close person.

If the persons from paragraph 1 of this Article are identified as close to the applicant, they shall be exempted from the recruitment procedure. The Model of the Statements for reporting close persons from this Article shall be regulated with the Annex No. 2 of this Code.

If an employee has found that a person close to him/her has applied for a job position, he/she shall report to the HRD.

Article 16

All employees that conduct or are involved in the process of supervision and inspection of entities and that work on resolving (dealing with) banks and/or other institution within the competences of the National Bank in accordance with the law, shall be obliged to immediately inform the direct strategic/tactical manager about the existence of the private interest and to be exempted from the work tasks, i.e. supervision, inspection and/or the procedure for resolving (dealing with) a bank if:

- a spouse/extramarital spouse, children (son, daughter), parents (father, mother), brothers/sisters and other relatives with whom the employee resides in a joint household (family members in accordance with the definition in Article 4 paragraph 1 indent 4 of this Code) are persons employed in the stated entities;

- a spouse/extramarital spouse, children (son, daughter), parents (father, mother), brothers /sisters and son-in-law/daughter-in-law from their daughter/son with whom the employee does not live in a joint household are persons employed in the stated entities;

- they have a close person who is a member of the management/supervisory body in the stated entities;

- they hold securities in the stated entities.

The purpose of employees' communicating from paragraph 1 of this Article shall be to prevent conflict of interest in performing tasks/ authorizations in entities/ legal entities whose supervision and inspection of operations and/or bank resolution is within the National Bank competences in accordance with the law.

The Model of the Statement from this Article shall be regulated with the Annex No. 3 of this Code. The Statement from this Article shall be submitted to the Compliance function for records and storage.

Article 17

The records and storage of the conflict of interest statements, as well as the annual statements on existence or non-existence of significant financial interests shall be within the competence of the Compliance function, excluding the statements for close person-applicant, which shall be recorded and stored in the HRD.

The Compliance function shall inspect the existence/ non-existence of conflict of interest, at management's request.

Other work engagement

Article 18

The Governor and Vice Governors, shall not be engaged in any other occupation whether gainful or not, except an engagement in a scientific research institution or a temporary engagement in an international financial institution.

Non-executive Council members can be university professors or employees in a scientific research institution.

Employees may have other employment engagement outside the working hours, of maximum ten hours a week, unless it affects the performance of their functions and duties, jeopardizes the integrity of and the trust in the National Bank, creates conflict of interest and affects the National Bank's interests.

The employees may have other employment engagement, upon consent of the Governor, i.e. authorized person.

Article 19

The request for obtaining approval for other work engagement shall be submitted to the Governor or the authorized person, at least fifteen work days prior to the other work engagement. At the same time, he/she shall inform his/her tactical manager.

The request form for obtaining approval for other work engagement shall be presented in Annex No. 4 and is an integral part of this Code of Conduct.

The Governor or the authorized person shall decide with a special act in case he/she fails to issue approval for other work engagement.

Article 20

If the employee fails to comply with the provisions from Article 19 of this Code, the Governor or the authorized person may repeal the act by which the approval is given, upon

consultation with the Human Resources Department and the Compliance function if needed, if circumstances that indicate conflict of interest or possible conflict of interest or even suspicion exist. In such event, the employee shall cancel the other work engagement and submit a written notice to the Governor or the authorized person.

Article 21

Upon approval, in accordance with Article 19 paragraph 2 of this Code, the employees shall, after concluding a verbal or written agreement, announcement or other respective document on other work engagement, submit a notification of the concluded verbal agreement, that is a copy of the written agreement, notification or the respective document for other work engagement to the Governor or the authorized person, and to the Human Resources Department, within five working days from the day of concluding/receiving the contract, and submit a notification of any possible change in terms of elements included in the original request, within five days after the change.

Article 22

The Compliance function shall review the procedure and conditions for obtaining approval for other work engagement of employees outside the National Bank, upon management's request.

The records and storage of documents from the employees' other work engagement shall be under the competence of the Human Resources Department.

Labor relations and other work engagement of spouse/ extramarital partner

Article 23

If a Council member, i.e. employee suspects that the labor relations, i.e. other working engagement of the spouse/ extramarital partner creates conflict of interest in terms of performing his/her function, i.e. duties in the National Bank, the Council member/employee shall act in accordance with provisions/ procedure for preventing conflict of interest of this Code.

Public procurements

Article 24

Council members and employees shall not influence the public procurement procedures implemented by the National Bank.

Employees that perform public procurements, the President and members of the public Procurement Committee shall provide lawfulness, independence, transparency and responsibility when performing public procurements, and shall perform their activities without conflict of interest, in accordance with provisions which regulate public procurements, including the Code of conduct.

Article 25

Council members and employees shall not request, receive or accept gifts and/or other material and/or financial services from economic operators that participate in the contract award procedure and/or which have already concluded a public procurement contract with the National Bank.

Article 26

In terms of preventing conflict of interest in performing public procurements in the National Bank, the Compliance function can, at management's request, check the given statement of non-existence of a conflict of interest of the employees that participate in the public procurement procedure in accordance with the Public Procurement Law.

Social events attendance

Article 27

Upon official invitation by the National Bank, Council members, i.e. employees, may attend social events organized by representatives of foreign states, foreign central banks, international organizations, as well as representatives of foreign and/or domestic institutions and bodies (including entities/ legal entities the operations of which the National Bank supervises/ inspects in accordance with the law and/or conducts a bank resolution procedure) the National Bank cooperates with, unless it leads to conflict of interest and affects the integrity and trust of/ in the National Bank.

Article 28

For the purpose of transparency and accountability in terms of social event attendance from Article 27 of this Code, the employees shall report and require approval to attend social events from the immediate tactical/ strategic manager.

IV. PREVENTING CORRUPTION

Gifts and other benefits

Article 29

Within the performance of functions and duties, the Council members and employees shall not request, receive or accept any benefit, rewards, compensation, gifts and/ or financial and/or non-financial services.

Council members may accept commemorative gifts, i.e. promotional material from representatives of foreign states, foreign central banks, international organizations, as well as representatives of foreign and/or domestic institutions and bodies, including entities/ legal entities subject to supervision/inspection by the National Bank and/or bank resolution.

Employees may accept commemorative gifts, i.e. promotional material from foreign central bank representatives, international organizations, as well as representatives of foreign

and/or domestic institutions and bodies, including entities/ legal entities which are subject to National Bank inspection/ supervision in accordance with the law and or bank resolution.

Council members and employees, shall keep this commemorative gift, i.e. promotional material for themselves if its value does not exceed 3,000 denars.

Preventing bribery

Article 30

The Council member who has been offered bribe when performing his/her function shall be obliged to take activities to identify the briber, by a notice in writing to the Council, through the Secretary of the National Bank Council.

The Council member who has been offered bribe shall be obliged to take activities to identify the briber and to report him/her to the competent authorities in accordance with the law.

Article 31

Employees who during their operation have been offered bribe shall inform their immediate tactical/ strategic manager and report the briber to the competent authority in accordance with the law.

Article 32

Council members and employees shall consistently adhere to the provisions of the Law on Prevention of Corruption and Conflict of Interest.

V. GOOD GOVERNANCE AND PROFESSIONAL STANDARDS

Good governance

Article 33

Good governance shall be provided through the implementation of the organizational structure and by clearly and precisely determined lines of responsibility and competences in performing functions and duties, aimed at achieving the National Bank objectives and tasks.

Article 34

The National Bank managers, at every level, shall implement good governance, constantly upgrade their leadership skills and shall represent a model for honorable, impartial and dignified conduct, whereby they shall:

- give the employees clear and understandable guidelines for their operations, by applying and complying with the regulations;
- actively listen to and use open and assertive (positive) communication;
- take care of the employees' active engagement, taking into account the balance between work and private life;
- provide equal opportunities for the employees, including professional and career development, impartially evaluate their performance and reward them according to the results achieved.

Internal cooperation

Article 35

When performing functions and duties, Council members and employees shall behave with mutual respect, understanding and decency, at any level, loyally to the National Bank.

In their mutual cooperation, Council members and employees shall have professional and collegial relationship and use open communication, by mutual help, exchange of data and information, striving to give their mutual maximum for successful implementation of the functions and duties.

When performing functions and duties, Council members and employees shall have the right to state their views, opinions and suggestions, while not suffering harmful consequences.

Article 36

Council members and employees shall bear in mind that flexibility and tolerance are necessary for creating a good working environment, avoiding conflict situations and settling different opinions in a rational and cultural manner.

Council members shall discuss the disrupted mutual cooperation with the Governor, while the employees shall discuss with the tactical/ strategic manager to find a mutually acceptable solution.

In case of inability to find a mutual solution, the tactical/strategic manager and/or the employee shall turn to the Human Resources Department for advice.

Confidentiality

Article 37

Council members and employees shall use confidential information which they have obtained while performing activities and duties in the National Bank solely for the purpose of performing their functions and duties.

Council members and employees shall not allow access to, disclose or publicize confidential information, i.e. nonpublic information, which they have obtained in the performance of their functions, i.e. duties in the National Bank during and after the performance of the function, i.e. the employment with the National Bank.

Council members and employees shall protect the information confidentiality by:

- providing access to confidential information based on "access minimization" and "need to know" principle;
- providing safe storage and transfer of confidential information
- not commenting them in places where they could be overheard by unauthorized persons.

Council members and employees shall prevent unauthorized disclosure, sharing with unauthorized persons and misuse of confidential information in all forms, i.e. their use for

acquiring personal benefit, benefit of family member or close persons, or counseling other persons.

Article 38

Access to and disclosure of confidential information shall be performed only in cases determined with law and National Bank acts that regulate this matter.

In case of need for disclosure of confidential information, Council members and tactical managers shall submit written request for opinion to the Legal Affairs Department and/or Information System Security, Personal Data Protection and Classified Information Function.

Relationship with external legal entities and natural persons

Article 39

In relations with external legal entities and natural persons, Council members and employees shall take care of preserving the independence, integrity and trust of the National Bank.

Council members and employees shall have equal, fair and professional approach in the relations with external legal entities and natural persons, thus enabling effective mutual communication.

In case of an attempted influence by external legal and/or natural persons on their decision-making or operations, the Council members shall inform the Governor, while the employees shall inform the strategic/ tactical manager.

VI. DIGNIFIED CONDUCT

Article 40

Council members and employees shall be dedicated to maintaining positive and professional working environment, where dignified conduct, equal treatment and respect for individuality and diversity prevail.

Dignified conduct shall mean cultural relationship and mutual respect, as well as cooperation without hostile, humiliating or offensive conduct, in a working environment where non-discrimination and respect for personal integrity prevails.

When performing functions and duties, Council members and employees shall respect the dignity and integrity of their colleagues and refrain from indecent, i.e. inappropriate conduct.

Non-discrimination

Article 41

Council members and employees shall not make direct or indirect comments, notes, seemingly neutral statements, provision, criterion or acts (direct and indirect discrimination) in

terms of: sex, race, ethnic origin, language, religion, education, property status, health status, political beliefs, sexual orientation or other personal belief or status established by law. The non-discrimination principle shall also apply in the recruitment procedure.

Anti-harassment at the workplace

Article 42

At their workplace, Council members and employees shall not encourage, induce, or commit psychological and sexual harassment towards their colleagues.

“Psychological harassment at the workplace” shall mean any negative conduct from one or more Council members and/or employees, which is repeated, continuous or systematic, and means violation of personal dignity, integrity and honor, producing a feeling of fear or creating discomfort and humiliation. The ultimate goal, i.e. the consequence of such conduct can lead to physical and mental health damage, compromising professional future, termination of employment or resignation.

“Sexual harassment” shall mean any verbal, non-verbal or physical conduct of sexual nature, which means violation of personal dignity and causes a feeling of fear or creates discomfort and humiliation.

If the Council members are psychologically and/or sexually harassed at the workplace they can discuss it with the Governor, while the employees with the tactical/strategic manager, as well as with the Human Resources Department, before taking the previous and formal procedure in accordance with the Law that regulates the Protection against Harassment at the Workplace. The participant in the discussion shall be obliged to respect discretion of shared information at any time.

Previous procedure shall denote submitting written warning to the harasser by which the Council member or employee informs about the undignified and inappropriate conduct, and that such conduct shall be considered harassment, unless it stops.

If such conduct continues, the Council member or employee shall launch a formal procedure by submitting a request for protection against harassment to the person authorized by the Governor, in a form and the deadline specified in the Law that regulates the protection against harassment at the workplace.

The person authorized by the Governor shall propose intermediation to the parties by selecting intermediaries, whose aim is to solve the dispute.

If the procedure for protection against harassment at the workplace fails to succeed, the Council member or employee may file a lawsuit to the Court.

Protected internal reporting

Article 43

Each Council member and employee has the right to protected reporting in the National Bank, if there is a reasonable suspicion or knowledge that a chargeable offence has been committed, is being committed or will be committed, or other unlawful or inadmissible or unethical action that violates the public interest.

The manner of and procedure for performing the protected reporting shall be regulated by an internal act adopted by the Governor of the National Bank.

Cultural, exemplary and dignified behavior outside the work

Article 44

The Council members and the employees shall behave in a cultural, exemplary and dignified manner outside their job and working hours, avoiding behavior and activities that can disturb the independence, integrity and confidence in / of the National Bank.

VII. PRUDENT BEHAVIOR

Article 45

The Council members and the employees shall use the assigned means of work in a conscientious and rational manner and shall take care of the entire movable and immovable property of the National Bank and shall avoid actions that can cause occurrence of damage.

The Council members and the employees shall use the assigned means of work and resources to fulfill their functions and perform their working tasks.

VIII. COMMUNICATION WITH THE PUBLIC

Article 46

Transparency, social responsibility, the contribution to the realization of the public interest, accessibility, efficiency and politeness are the leading principles of the National Bank in the communication with the public, including the media representatives.

In the communication with the media, the Council members and the employees involved in the coordination and implementation of the process of communication with the public shall be impartial and neutral toward all participants in the media area and shall respect the freedom of the media.

Article 47

In the communication with the public, the National Bank shall be represented by the Governor, and in certain cases, by Council members and / or employees, after prior approval by them.

Article 48

The Council members and the employees shall immediately submit to the Governor's Office all request in relation to the communication with the public addressed to the National Bank, and delivered directly to them, for the purpose of timely action on them.

Providing personal statement, appearance in a medium and / or Internet portal and preparation and publication of professional, scientific and other texts and publications

Article 49

When providing personal statement, i.e. appearance in a medium and / or Internet portal in personal name, including with text (e.g. a column, article etc.) and when preparing and publishing professional and scientific (analyses, working materials and other author's papers) and other texts, as well as publications, outside of the frames of the performance of the functions and working tasks in the National Bank, regardless whether they appear independently or as part of a group of authors, the Council members and the employees shall emphasize that the presented / said / written information is the result of their personal views.

The Council members, before providing their personal statement, i.e. appearance in a medium and / or Internet portal in personal name, as well as before publication of a text or publication referred to in paragraph 1 of this Article, if related to the operations of the National Bank in the preparation phase, shall notify the Governor's Office. After the notification, if necessary, the Governor's Office shall support the Council member by submitting written material with the latest information / new data related to the competences and operations of the National Bank, taking into account the independence, integrity, reputation and confidence in / of the National Bank.

The employees, before providing their personal statement, i.e. appearance in a medium and / or Internet portal in personal name, as well as before publishing a text or publication referred to in paragraph 1 of this Article, if related to the operations of the National Bank in the preparation phase, shall notify the Governor's Office and shall take into account its opinion. Previously, the employees shall also notify the tactical and strategic manager of their organizational unit, and if it is a statement, appearance, i.e. text or publication that are thematically related to the professional area in which they work in the National Bank, they also request their opinion. They shall submit the opinion of the strategic manager to the Governor's Office.

The appearance in a medium and / or on Internet portal outside the frames of the performance of the functions and working tasks in the National Bank, as well as the preparation and publication of the texts, which take place continuously and / or for the needs of third parties and / or for which a contract is concluded, represent another work engagement and it acts thereon in accordance with the provisions for another work engagement from this Code. For each separate appearance and / or text, the employee shall also notify the Governor's Office, after prior approval obtained by the Governor or the person authorized by them.

Article 50

The preparation and release of the publications, the papers within the research activity and of other texts within the performance of the functions and tasks in the National Bank shall be carried out in accordance with the internal acts of the National Bank.

Attendance in events

Article 51

Within the attendance in events as representatives of the National Bank, the Council members and the employees shall behave in an ethical and professional manner, taking into account the independence, interests, integrity and confidence of / in the National Bank.

Article 52

When attending events based on a personal invitation, including conferences, symposiums and other scientific and professional meetings, as well as when attending events of open / public character, including public debates and civil gatherings, the Council members and the employees shall ensure that such attendance will not be perceived as attendance of representatives of the National Bank.

If within their attendance in the events referred to in paragraph 1 of this Article, the Council members and the employees have a discussion, presentation, speech or state a personal opinion in any form, they shall publicly state that the presented / said information is the result of their personal views.

The Council members, before attending an event referred to in paragraph 1 of this Article at which they will have a discussion, deliver a presentation or make a speech or state a personal opinion in any form, if related to the operations of the National Bank, shall notify the Governor's Office.

The employees, before attending an event referred to in paragraph 1 of this Article at which they will have a discussion, deliver a presentation or make a speech or state a personal opinion in any form, if related to the operations of the National Bank, shall notify the Governor's Office and shall take into account its opinion. Previously, they also notify the tactical / strategic manager of their organizational unit, whereby they submit the opinion of the strategic manager to the Governor's Office.

Posts on social networks and on other Internet platforms and forums

Article 53

The personal opinions of the Council members and the employees posted on social networks and on other Internet platforms and forums shall not be related to the National Bank in any way.

Given their position, the National Bank employees, when using social networks and other Internet platforms and forums, shall take into account the potential conflict of interest in the operations, integrity and reputation of the National Bank, i.e. the personal opinions. This especially refers to the posts of personal opinions (comments, article likes, opinions, etc.), which refer to the operations of the legal entities supervised by the National Bank.

Article 54

If through a social network profile, other Internet platform or Internet forum, a Council member, i.e. a National Bank employee who stated that the National Bank is their employer, makes posts in which they state personal opinions on social, political and / or professional issues or shares posts with opinions of third parties on such issues, they shall indicate within their profile that the opinions stated in the profile posts are personal.

The Council members and the employees, through their personal profiles on social networks, other Internet platforms and forums, shall not post pictures and videos from the official premises of the National Bank and from activities within the performance of the functions and working tasks, except if the picture / video has not previously been published on the official web site of the National Bank and / or on the official site of the National Bank on the social networks.

IX. PRIVATE FINANCIAL TRANSACTIONS

Article 55

The Council members and the employees shall apply the highest care and attention when performing private financial transactions for own account or for account of other persons, in order to protect the integrity and confidence of / in the National Bank.

The private financial transactions of the Council members and the employees shall be non-speculative and in reasonable relation to their income and material position in order not to jeopardize their financial independence.

Failure to use internal information when performing private financial transactions

Article 56

The Council members and the employees shall not use or shall not try to use the internal information of the National Bank to exercise own interests when concluding private financial transactions, or to exercise interests of third parties, by giving advice on concluding financial transactions.

"Internal information" in terms of this Article shall denote all information acquired by the Council members and the employees when performing their professional activities, and which are not publicly published or are not publicly available and are related to the transactions for the implementation of monetary policy, the supervisory tasks of the National Bank, the analyses and the financial stability reports.

Also, internal information shall be all information which are not publicly available and directly or indirectly refer to one or several issuers of financial instruments, or in one or several financial instruments, and which, if publicly available, could have a significant impact on the prices of those financial instruments or on the prices of connected derivative financial instruments.

Prevention of market manipulations

Article 57

When performing private financial transactions, Council members and employees shall not:

- execute transactions or give trade orders that create or are likely to create false or inaccurate representation regarding the supply, demand or price of one or several financial instruments; and/or maintain or are likely to maintain the price of one or several financial instruments at unrealistic or false level.
- execute transactions or give trade orders using fictional methods or other forms of fraud or deception.
- disseminate information to media, internet or any other way through which false and inaccurate information on the supply, demand or price of certain financial instrument can be spread, while the individual that does that know or should know that that information is false and deceptive.
- participate in the preparation of the activities which can jeopardies or interrupt the regular functioning, integrity and transparency of the market.

X. APPLICABILITY AND ENFORCEMENT OF THE CODE PROVISIONS

Article 58

The adherence to the provisions of this Code shall be a duty and responsibility of each member of the Council and each employee of the National Bank.

For the purpose of continuous compliance with the provisions of this Code, each member of the Council and each employee, once a year no later than 31 January shall sign a statement that they are familiar with the provisions and obligations arising from this Code, and that they shall act accordingly.

The Compliance Function shall regularly inform the Council members and the employees on the requirement for submission of this statement.

The statements of paragraph 2 of this Article shall be submitted and kept by the Compliance Function.

The Model of the Statement from this Article shall be regulated with the Annex No. 5 of this Code.

Article 59

After the appointment of a new member of the Council, i.e. employment of a person in the National Bank, that individual shall be informed on the provisions of this Code and shall sign the statement under preceding Article.

The implementation of this Code shall also apply to interns or individuals engaged in the National Bank on the basis of a fixed-term employment contract, throughout their engagement period. When starting internship or a fixed-term employment at the National Bank, they shall sign

a statement that they are familiar with the provisions and obligations arising from this Code, as well as that they shall act accordingly.

Article 60

In case of need for clarification of the provisions of this Code, the employee shall turn to their immediate superior, and if necessary, to the Compliance Function.

Article 61

The managers, at every level in the National Bank, in addition to their adherence to the provisions of this Code, shall also care for their implementation by employees and shall contribute towards developing awareness of the need of constant adherence, within the organizational unit they manage.

Article 62

The Compliance Function, in cooperation with the Human Resources Department, the Governor's Office and other organizational units, each within their domain, shall promote and shall affirm the compliance with this Code.

The Compliance Function shall give recommendations on the implementation of the provisions of this Code and shall monitor its enforcement.

Article 63

The need for amendments to the provisions of this Code, for the purpose of further development of ethical compliance, shall be considered at least once a year, while coordination of activities for revising this Code shall be the responsibility of the Compliance Function..

Article 64

The ethical non-compliance by an employee, if any, shall be reported to their immediate superior, who shall take appropriate actions to overcome the situation.

Non-compliance with the provisions of this Code by employees may be a ground for initiating disciplinary proceedings within the National Bank.

For non-compliance with the provisions and prohibitions for the members of the National Bank Council set forth the Law on Prevention of Corruption and Conflict of Interest, the procedures and provisions for determining responsibility and imposing measures by the State Commission for Prevention of Corruption in accordance with this law shall be applied.

XI. CLOSING PROVISIONS

Article 65

Once this Code of Conduct enters into force, the Code of Conduct EK No. 02-15/VI-1/2011 of 9.6.2011 shall become void.

Article 66

This Code of Conduct shall enter into force on the date of its adoption.

**Governor
and Chairperson
of the Council of the National Bank
of the Republic of North Macedonia
Anita Angelovska Bezhoska**

Annex 1

STATEMENT

I, _____ (name and surname), member of the Council of the National Bank of the Republic of North Macedonia, pursuant to Article 70 paragraph 5 of the Law on the National Bank of the Republic of North Macedonia (Official Gazette of the Republic of Macedonia No. 158/10, 123/12, 43/14, 153/15, 6/16 and 83/18 and Official Gazette of the Republic of North Macedonia No. 110/21) and 13 of the Code of Conduct of the National Bank of the Republic of North Macedonia No. _____ dated _____, hereby submit this statement to the Council of the National Bank of the Republic of North Macedonia and declare that (mark the number of selected answer):

1. **there is no** significant financial interest that I or any person with whom I am connected on the basis of family, business or financial relations, may directly or indirectly have; or
2. **there is** significant financial interest that I or any person with whom I am connected on the basis of family, business or financial relations, may directly or indirectly have;, such as:

and which would affect my impartial execution of the powers and tasks as a member of the National Bank Council, when deciding on issues within the competence of the National Bank Council.

I give this statement under full moral and criminal responsibility.

____ January -----
Skopje

Name and surname
Signature

STATEMENT
for a close person of the employment candidate

From _____

Applicants to the advertisement for job vacancy in the National Bank of the Republic of North Macedonia, _____, for the position _____

In the _____ Department.

I hereby declare that at the time of my application in response to the aforementioned advertisement, in the National Bank of the Republic of North Macedonia (to be circled):

1. A close person of mine is employed: _____ (*indicate the close person and its OU, in which position, do not state the name and surname of the person*);
2. No one close to me is employed

I declare and confirm with my signature that the data in this statement are reliable, complete and accurate.

Date

Signature

STATEMENT

For a close person to the employee included in the recruitment procedure

From _____

I hereby declare that, in the List of Candidates who meet the conditions and/or have been called for an interview in response to the advertisement for the employment of _____ officers in the _____ Department, published on _____ in the daily newspapers, (to be circled):

1. A close person of mine is employed: _____ (Name of that person)
2. No close person of mine is employed.

I declare and confirm with my signature that the data in this statement are reliable, complete and accurate.

Date

Signature

Annex 3

To

Strategic/tactical manager

Sector/Department

STATEMENT

From (name and surname), employed in the National Bank of the Republic of North

Macedonia, at the position _____

In _____ Department.

I hereby submit this statement in which I responsibly declare that:

- I have a private/personal interest in the entity/entities (*the title of the legal entities*) where I will perform or be involved in the process of supervision, oversight and resolution of a bank, given that a member of my family is an employee in the specified entity; or

- I have a private/personal interest in the entity/entities (*the title of the legal entities*) where I will perform or be involved in the process of supervision, inspection and resolution of a bank, given that my close person is a member of management/supervisory board in the specified entity; or

- I have a private/personal interest in the entity/entities (the title of the legal entities) where I will perform or be involved in the process of supervision, inspection and resolution of a bank, given that I possess securities in the specified entity.

The purpose of this statement shall be to prevent conflict of interest in performing tasks/authorizations in the specified legal entity where supervision and inspection of the operations and/or resolution of the bank is within the National Bank competence in accordance with the law.

I give this statement under full moral and criminal responsibility.

Skopje

Name and surname

To

(Governor or the person authorized by the Governor)

REQUEST

for obtaining a consent for performing another work engagement

On

(Name and surname, position, organizational unit)

Type of engagement:

Title of legal entity where the work engagement shall be carried out and/or the natural person they shall be cooperate with:

Engagement period:

(start date - end date)

Number of hours (weekly) for work engagement outside of working hours

Type of the document concluded after receiving the consent, i.e. type of the document related to the other work engagement:

(agreement, reporting the relevant document)

Brief description of work engagement and work tasks:

Listing the previously approved and still valid work engagements, the period of engagement and the number of hours per week for performing the relevant work engagements, as well as the total number of hours per week, including the work hours for which a new consent shall be requested:

Date

Applicant

Date and place

CONSENT

In accordance with Article 58 paragraph 2 of the Law on the National Bank and Article _____ of the Code of Conduct, I hereby give my consent for the employee to perform another work engagement: _____, in the following institution _____, for the period _____.

Date

Consent

Date and place

Copy:

Tactical manager

Human Resources Management Department

STATEMENT

I, (post/position), in accordance with Article _____ of the Code of Conduct No. dated 2022, I hereby declare that I am familiar with and understand the rights and obligations arising from the Code of Conduct.

I agree that during this year, within the scope of my work at the National Bank, I will respect ethical principles and will act in accordance with the provisions of the Code of Conduct, enabling the following:

- lawful and independent operation;
- prevention of corruption;
- good governance and professional standards;
- dignified and domestic behavior;
- public relations
- private financial transactions.

I am aware that in case of doubt about correct and consistent action according to the provisions of the Code of Conduct on my part, I will contact my immediate manager.

I am aware that non-compliance with the provisions of the Code of Conduct can be grounds for initiating disciplinary proceedings.

___ January -----
Skopje

Name and Surname
Signature