

Introduction

OMNIPOL was founded in October 1934 to support exports through barter transactions. Since then, many changes have taken place – today OMNIPOL is an investment and trading company, with customers and suppliers around the world. All of the various business activities of the company have one thing in common - OMNIPOL strives for the highest standards of personal and professional conduct, which enables it to win the most valuable asset – trust.

This Code is based on universally applicable values such as decency, honesty, transparency, and accountability. These principles are used to build confidential relationships, upon which OMNIPOL's business activity is based.

The Code has been approved by the Board of Directors. All employees, executives, and members of OMNIPOL's statutory bodies, including its subsidiaries, are required to comply with this Code without exception. Any violation of this Code may damage OMNIPOL's reputation and undermine the trust that generations of employees have built together. The consequence of a violation of the Code is disciplinary proceedings, which can lead to the termination of employment, termination of office and, in the event of a serious violation, to criminal prosecution.

Prague, 25.03.2021

A handwritten signature in blue ink, appearing to read "Jozef Piga", with a long vertical line extending upwards from the end of the signature.

Jozef Piga

Chairman of the Board of Directors

GUIDING PRINCIPLES OF CONDUCT

OMNIPOL's actions are based on key principles that are shared across the organization:

- **Trust:** This is the company's most valuable asset and the foundation of its reputation.
- **Honour and transparency:** Nothing justifies lies, fraud or dishonesty.
- **Responsibility:** All activities have consequences, OMNIPOL is ready to face the consequences of its decisions.
- **Principles:** OMNIPOL aims to act ethically, honestly and with respect for others. Its decision-making must be guided by respect for the principles and standards of good conduct and cannot be based on selective or personal preferences.

To fulfil this set of principles, it is necessary to understand them correctly. In case of any doubt as to the interpretation of this Code or its implementation in a particular case, the matter should be discussed with a supervisor, or director, or designated officer in charge of compliance with the Code (Corporate Compliance Office, CCO) or a neutral external ombudsman. All contact details are located both on the company's website and on the intranet.

1. Prohibition of Bribery / Corruption

1.1 General Rules

OMNIPOL prohibits all bribes. No employee may offer, provide, or accept bribes. Bribery is a criminal offense. Bribery in commercial transactions as well as bribery of any public officials or the provision of benefits and payment for facilitation are prohibited. In particular, all employees are prohibited from providing any direct or indirect offer, promise, provision or acceptance of inappropriate benefits, whether material or otherwise, to government officials or employees of other private companies for the purpose of obtaining contracts or obtaining illegal benefits.

1.2 Proper handling of invitations, gifts and other benefits

Under normal circumstances, reasonable business gifts and hospitality can be given if they are offered for the right reasons, in order to demonstrate OMNIPOL's products and services, to improve the company's reputation or to build good business relationships. However, it must be taken into account that, even the usual gifts and expressions of hospitality may, be inappropriate if they are provided in connection with upcoming or ongoing business negotiations. Therefore, the principles of fair dealing with our customers must be upheld. It is categorically prohibited to provide gifts or entertainment of such value or nature or under such conditions that could be construed as an attempt to improperly influence business decisions or to obtain other improper benefits.

The main pillars of compliance with these requirements are openness, transparency and proper record keeping.

In their dealings, OMNIPOL employees and representatives must be impartial and professional. Gifts and hospitality offered will be accepted only if they are within the normal course of business, considering the specific customs of each country. It is assumed that, they do not violate laws or instructions, are within proper limits and are not intended to influence decisions in a dishonest manner. Gifts and hospitality of high value, of an unusual or unethical nature must not be accepted. In case of any doubt, an OMNIPOL employee will seek advice from a supervisor, CCO or ombudsman.

1.3 Conflict of Interest Avoidance

All employees must avoid any situation that could lead to a conflict between their personal interests or the interests of their close relatives and the interests of OMNIPOL. A conflict of interest may arise when an employee's or a close relative's opportunity to gain personal benefit could affect their judgment, objectivity, independence, or loyalty to OMNIPOL. In such a situation, the employee proceeds or pursues interests that may prevent him from objectively and effectively fulfilling his obligations to OMNIPOL. Personal interests must always be separated from the affairs of the company. Decisions made by or on behalf of the company must, never be influenced by personal preferences or relationships. Employees are required to immediately report such a conflict of interest to their supervisor in writing and to refrain from making decisions for as long as they are affected by a potential conflict of interest.

The employee's close relatives are the following persons: spouse or life partner, children, grandchildren, parents and grandparents, siblings, brothers-in-law, nieces and nephews, and any person living in the same household as the employee.

Conflicts of interest may arise from the employment of former civil servants who previously held a position to influence business of OMNIPOL or from other contact with such persons. Employees will always verify that, there are no violations of any laws, regulations or guidelines. We must always try to reduce the risk of conflicts of interest.

1.4 Contributions to Political Parties and Charities

OMNIPOL is strictly politically neutral in any country in which it operates. OMNIPOL does not provide contributions or resources to any political party, municipality, elected official or candidate for political office in any country and does not support any political campaign. Likewise, OMNIPOL does not support any religious organization.

Donations by OMNIPOL to charitable organizations or direct investments in non-profit programs in the municipalities where the company operates (including support in rescue work after natural disasters, financing of education, health care, research or similar non-profit investments) are approved by the company's management. A donation to charity in any form will not be approved if its purpose, even if only seemingly, is to influence government officials or third parties to provide undue benefits.

1.5 Fair Competition

OMNIPOL conducts its business and carries out its activities through fair market practices and complies with all legal provisions on the protection of competition in force in the respective countries.

2. Good Business Practices

All business documents must comply with both the law and OMNIPOL's internal instructions and procedures.

2.1 Business relations

Relations with other companies and between employees and their business partners – such as suppliers and customers, and with government agencies and their employees, etc. – must be characterized by transparency, especially in the areas of buying and selling. Employees who participate in contractual negotiations with the authorities are familiar with the rules governing the commercial bidding process in each country concerned and must not violate them. OMNIPOL competes for contracts by fair and legal means and conducts contractual negotiations in accordance with all legal provisions.

The contracting parties with whom the company cooperates and / or with whom it is in a contractual relationship are contractually obliged not to perform any activity in cooperation with OMNIPOL and / or in the performance of the relevant contract, which could fulfil the substance of any criminal offense as defined in the provision of Section 7 of Act No. 418/2011 Coll., on Criminal Liability of Legal Entities and Proceedings Against Them, as amended (hereinafter referred to as the "Act on Criminal Liability of Legal Entities"), including all forms of participation, or in cases where it is possible, to fulfil the designation of preparation to commit any of the criminal offenses specified in § 7 of the Act on Criminal Liability of Legal Entities, or which would be in conflict with generally binding legal regulations and international treaties. Discovery of a breach of this provision will result in the termination of the cooperation or other contractual relationship.

Based on internal processes, OMNIPOL decides and controls whether there is unethical or corrupt behaviour on the part of specific business partners.

2.2 Compliance with Export and Import Control Laws

Employees involved in the import or export of goods, services or technical information must be fully aware and comply with the relevant regulations and ensure the accurate completeness of the import or export documentation. If the export is regulated, it is the duty of the authorized employees to obtain all licenses and other necessary state permits.

2.3 Trade Secret and Protection of Intellectual Property

Every employee is obliged to treat the business information of OMNIPOL or its business partners, which is not publicly known, as confidential and to protect it from disclosure.

The most important asset of OMNIPOL is its intellectual property, especially trade secrets. OMNIPOL exercises all economically significant intellectual property rights for their responsible use, maintenance, protection and defence. It also respects the intellectual property of other natural and legal persons. It uses information, computer programs and processes strictly in accordance with license agreements, or within the framework of legal provisions.

2.4 Protection of Personal Data

Personal data is collected, processed, and used only to the extent permitted by law, for legitimate purposes and as necessary for the performance of duties. All employees must handle and protect personal data in accordance with applicable laws

OMNIPOL uses security measures of a technical and organizational nature to protect personal data against manipulation, loss, destruction, or access by unauthorized third parties. These security measures are constantly improved in line with current developments.

3. Employees / Colleagues

3.1 No Harassment (Respectful Behaviour)

The personal dignity, privacy and personal rights of each individual must be respected. Employees must not be subject to corporal punishment or physical, sexual, psychological or verbal harassment or abuse.

3.2 Whistleblowing

This Code is an important part of building an in-house culture of responsibility and commitment to OMNIPOL's values. These rules will be required of suppliers, customers and other business partners. Every employee, director, or member of a statutory body shall report any conduct that they believe violates the law or this Code.

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The Company is registered in the Commercial
Register of the Municipal Court in Prague
(section B, Insert 4152).

No one will ever be discriminated against or punished for reporting any alleged or perceived violation of the law or this Code of Conduct in good faith. OMNIPOL actively supports the reporting of problems by employees and is committed to protecting their personal data in accordance with applicable laws.

3.3 Non-Discrimination

Cultural differences are recognized and respected. In principle, all employees will be evaluated only on the basis of the skills and qualifications required for the job, including issues of recruitment, promotion, remuneration, other benefits, further education and qualifications, termination and termination of employment.

3.4 Health and Safety

All employees have guaranteed working conditions that meet the requirements of safety and health at work, while the relevant regulations represent the minimum legal standards that must be applied. Appropriate measures are being taken for prevention of work accidents and occupational diseases.

3.5 Working Hours

Working hours must comply with the legal regulations or regulations in force in the industry concerned, whichever is the stricter.

3.6 Remuneration

Wages and salaries, including overtime payments and bonuses, must comply with applicable laws and regulations.

3.7 Freedom of association

OMNIPOL respects the right of employees to freedom of association and collective bargaining

3.8 Safety and Health at Work

OMNIPOL provides its employees with a healthy working environment, conditions, and equipment with adequate qualities in the workplace, especially for the purpose of preventing accidents and occupational diseases. OMNIPOL requires its employees to report and record any accidents at work or releases of pollutants as required by applicable laws. No employee will be punished for reporting an accident at work or the release of pollutants into the environment.

4. Human Resources Management

4.1 Fair Treatment

OMNIPOL prohibits and declares that it in relation to employees it does not allow without exception

- prioritizing employees in hiring, appraisal, remuneration, training, promotion, etc., based on personal relationships and other criteria unrelated to the performance or abilities of the persons,
- failure to uphold confidentiality of information
- sexual harassment and discrimination in remuneration and promotion
- differences in the requirements for compliance with corporate rules imposed on "ordinary" and senior employees
- providing incomplete information when hiring new staff.

4.2 Information and Training on Compliance

Supervisors and managers ensure that, their employees are familiar with the content of the above business principles. Managers must implement measures in their area of responsibility to prevent violations. All employees at all levels as well as the executive bodies are responsible for adhering to the above business principles. Irrespective of other civil and / or criminal consequences, the infringement may be punished by disciplinary action.

Employee compliance training (on-site events and e-learning) is held on a regular basis for employees at all levels. The content of this compliance training is an explanation of the "Code of Ethics" focusing on corruption prevention / competition law, including practical examples from specific areas of activity.

4.3 Organization of Compliance Supervision

The Board of Directors and the Supervisory Board have established a compliance organization to ensure compliance in OMNIPOL and to enforce the "Code of Ethics". The Ethics Officer / Corporate Compliance Officer (CCO) leads the company's compliance organization.

In order to regularly review our business processes for compliance with these policies, to identify compliance areas and to investigate identified violations, a Compliance Committee has been established, which also includes members of the Board of Directors. In addition, the CCO regularly reports to the company's Board of Directors.

The compliance organization at OMNIPOL is complemented by a neutral external ombudsman (lawyer), who is required to maintain strict confidentiality. OMNIPOL employees and third parties may confidentially turn to the Ombudsman as a neutral body if they observe inappropriate business practices at OMNIPOL.

OMNIPOL encourages its employees to report suspicious cases in order not to harm the company. The identity of employees who report a possible violation will be treated confidentially. Likewise, no employee may be sanctioned or otherwise disadvantaged as a result of making such a report.

The contact details of both the CCO and the Ombudsman are published on the intranet. The CCO may be consulted on all relevant matters.

Suspensions of breaches of the Code of Integrity reported to the Chief Compliance Officer are properly and fully investigated. Where appropriate, the informing person or complainant shall receive feedback on the outcome of the investigation.