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# Ethics and Business Conduct Code

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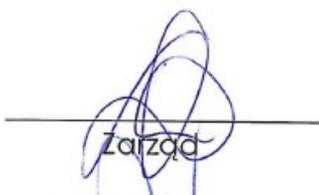
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Introduction: This Code will be applied in Lubawa S.A. in Ostrów Wielkopolski and in the connected Partnerships (hereinafter referred to as Lubawa Group). The term “partnerships” connected with Lubawa Group S.A. in Ostrów Wielkopolski means Partnerships which besides Lubawa Group S.A. form Corporate Group of Companies Lubawa S. A., including: Lubawa S.A., Miranda Sp. z o.o., Litex Service Sp. z o.o., Litex Promo Sp. z o.o., Effect System S.A. and Partnerships in which Lubawa S.A. has over 50 percent of capital or 50 percent of voting rights.



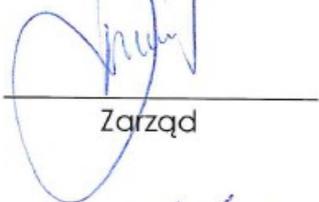
**LUBAWA SA**



Zarząd



**EFFECT  
SYSTEM**



Zarząd



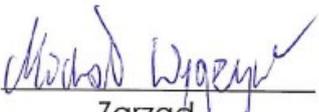
**LITEX  
PROMO**



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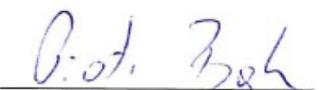
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SERVICE**



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**miranda  
TEXTILES**



Zarząd



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The partnerships from Lubawa Group have been developing their activity by striving after balance among economics, ethics and respect for the letter of law.

We have decided that we want to normalize and list these rules for the purpose of the whole Group.

*This Ethics Code constitutes the presentation of values and rules that Lubawa Group S.A. regards as particularly worthwhile. To achieve the goal we are going to aim at the following values such as:*

*Respect – means the authority to experience themselves and others by recognition and honour of human dignity.*

*Teamwork – means the ability to make cooperative operations at workplace in the interest of gaining cooperate aims, fulfilment and solution of existing problems.*

*Professionalism – consists in the full use of the possessed knowledge and competencies, available technologies and know-how.*

*The Code should contribute to forming the social consciousness and social conscience of all employees of Group as well as our Business Partners.*

*The conclusive records of this document shall make it easier to make decisions in difficult situations as well as confrontational and unusual ones.*

*If we ask ourselves a question: "What does "to do the right things" mean?, or if we suspect that somebody behaves against this Code, it is our right and duty to "Speak out loud about this". We struggle with the attitude in accordance with the statement that "what is dangerous is the sight; only blindness is safe". We care about forming the atmosphere in which we can say our opinions openly, signalize problems and ask for help during solving these problems.*

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## I GENERAL PRINCIPLES

### 1. Liability

Lubawa Group and its employees accept liability and obligation for conforming to effective non-regulations, rules of law and also the practice in compliance with appointed ethics standards.

Our priority is to conduct a business activity in a responsible, clear and reliable way. The Ethics and Business Conduct Code (hereinafter referred to as The Ethics Code) reflects ethic and legal standards that we aim in all aspects of a business activity. For all employees of the companies this Code is the pattern of an appropriate conduct for supervisors, Clients/Customers, Partners, Suppliers and local community as well.

### 2. Guidelines in practice

This Ethics Code concerns all employees, co-workers, management, companies board members (hereinafter referred to as Employees) as part of Lubawa Group (in this meaning of the Ethics Code a word "Company" indicates each company from Lubawa Group). What is more, we would like to work with business partners who share our values and ethics commitment but also fulfil obligations. We would like to invite our trade partners, suppliers and other entities to go by our Ethics Code.

The liability of each Employee means:

- ✓ observing regulation and performing in compliance with the letter of law
- ✓ awareness and understanding of the Ethics Code's rules, but also procedures related to an occupied workstation
- ✓ attendance in trainings in regard to the Ethics Code
- ✓ conduct in a safe manner as well as ethical and consistent with the Company's rules
- ✓ reporting irregularities and possible infringement of the provisions of law and also the Ethics Code's requirements
- ✓ cooperation under investigations or audits conducted by authorized company representatives

Moreover, the leadership and management are responsible for developing and promoting the ethic culture by:

- ✓ creating friendly and responsible work environment
- ✓ disqualifying and discrimination prevention
- ✓ encouraging Employees and co-workers to report doubts and violations
- ✓ providing the Employees a proper security in cases when they report irregularities
- ✓ ability to listen to and react to the problems
- ✓ support in understanding and implementing rules of the Ethics Code

## International import and export

The rules of law in force connected with the international import and export are respected by the Company. The Employees of the Company who take part in the international import and export professionally have a duty to know these legal rules.

If the Employee has doubts regarding the ethical conduct in daily situations, the answer to these questions below can help in making the proper decision:

- Is a particular situation or attitude consistent with the law and the internal regulations of the Company?
- Is it in consonance with values included in the Ethics Code and your own?
- Is it a violation of the conduct code included in the Ethics Code?
- May it have a negative influence on you or the reputation of this Company?
- May it expose the Company, Customers and Suppliers to risk?
- Is there an alternative manner of dealing ?
- What would your supervisor or other Employees think of that conduct?

### 3. Our values

We are going to be governed by following values to reach our goal:

**Respect** – we consider and respect the human dignity towards ourselves and others.



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**Teamwork** – we can act on shared goals, doing commissioned tasks and solving the existing problems in the workplace.

**Professionalism** – we use our knowledge and competencies and also available technologies and know-how. We are going also to gain status of specialist in our field and to get the leading-edge position in the industry by performing in a certain way.

**Legality and rules compliance** – we obey the legal rules and act according to our internal regulations and procedures which determine high ethical standards.

## II WORK STANDARDS

We look after work standards and mutual relations that form crucial obligations of the company as well as its Employees. This is our aim to provide a friendly work environment that is free from discrimination, unequal treatment, bullying and persecuting. We think that every human being has got the right to work in conditions free from persecuting of every kind. As a Company and workers we protect the privacy of our Employees and their all personal data. In terms of health protection and security our aim is to eliminate accidents in the workplace and not to make efforts which can be bad for people.

### 1. The human rights and employment practice

We aim at respect for human rights and we apply the best employment practice:

- ✓ we employ only the legally entitled to work employees.



- ✔ we commit ourselves to maintain friendly atmosphere in the workplace in the Company, especially of positivity of teamwork, responsibility and respect for variety.
- ✔ We conduct business activity with respect for fundamental human rights by United Nations General Assembly, but also national rules and legal regulations.
- ✔ We demonstrate the advocacy of human rights and avoid taking part in business enterprises which violate these rules.
- ✔ We provide an equal possibility to work regardless of sex, sexual orientation, religion and social background and race as well.
- ✔ We guarantee a fair and paid on time remuneration which assures that the living conditions are suitable for the human dignity.
- ✔ We guarantee safe and hygienic working conditions.
- ✔ We afford the equal promotion prospects for every person based on the qualifying period, skills and experience criteria.
- ✔ We gain the opportunity to deepen knowledge, to gain new skills and personal development.
- ✔ We give also the possibility to express personal thoughts and opinions,
- ✔ we provide freedom of entering trade unions.
- ✔ We provide a right to rest.

We respect international norms and standards:

- ✘ we don't benefit by the slave and forced labour as well as by compulsory work
- ✘ we don't keep passports and work permissions within the employment conditions
- ✘ we don't take part in human trafficking and human exploitation



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- ✘ we don't import the products which in any other manner are connected with slavery and human trafficking
- ✘ we don't employ children and minors under permitted employment age.

In case of any attempt of taking up the employment by a child we act in accordance with the requirements below:

- ✔ we verify the age of employees by taking into account each form of employment pursuant to the requirements in the work rules and regulations
- ✔ we talk with this child and, if necessary, we inform the appropriate institutions which are able to render a child assistance
- ✔ we collect pieces of information about probable violation of standards which are crucial for our Company
- ✔ we list a factual testimony – we make the documentation
- ✔ we arrange corrections and also preventive actions putting a great emphasis on the best interest of the child
- ✔ we conduct an inspection in the supply chain making sure that all standards related to the Ethics and Business Conduct Code are in force

In the case of any doubts:

According to Polish law, each person under 16 is considered as a child.

## 2. Non-discrimination, equality and diversity principles

We approve of equality of each Employee and we act towards all units being the part of the Company, abiding by the rules of non-discrimination, equality and diversity.

- ✓ We behave honestly, according to the rules and values of the Company
- ✓ we fulfil obligations of equal opportunities policy which is aimed at the effective elimination of each form and symptom of discrimination at work, including: racial, religious, sexual, national variety as well as ethnic diversity, disability, health state and marital status.
- ✓ We have normalized the recruitment processes, employment, promoting, the participation in training courses, punishing employees or decruitment pursuant to clear criteria related to job and qualifications. These rules are used towards all hires.
- ✓ We respect each other in our day-to-day interactions.

## 3. Persecution and molestation

The rules of persecution and molestation prevention are respected by our Company:

- ✓ we treat everybody with respect and we avoid the situations which can be considered as inappropriate
- ✓ we express reservations, in a very strong way, towards a person who commits misbehaviour.



We go flat against the practice which can commit any form of the emotional abuse or physical violence, in particular:

- ✘ We don't make comments connected with work in an inappropriate way (by shouting or threatening)
- ✘ We don't accept wordy, non-verbal or physical conducts of any person connected with our Company that can be perceived as humiliating, intimidating or hostile.
- ✘ We don't tolerate any form of mobbing and physical harassment connected with the conduct which is in violation of personal dignity by the intrusive and pressing importunity or persecution, or permanent bashing, harassment and bullying.
- ✘ We don't have a go at Employees for the quality of their work and we don't criticize anybody without justified reasons.
- ✘ We don't ignore the Employees by passing them over the division of tasks.
- ✘ We don't baste, don't undermine the abilities, don't make the details of the Employees' life public.
- ✘ We don't isolate our Employees mentally or physically from the rest of a team (e.g. an irrational change of workstation).
- ✘ We don't burden the Employees with the excess of obligations in comparison with the person of a corresponding workstation.
- ✘ We don't force the Employees into working under penalty of dismissal.
- ✘ We don't dragoon the Employees into working overtime.
- ✘ We don't accept offensive attacks, dishing, becalling and intentional restriction of the access to important information.
- ✘ We don't disseminate pieces of information that can be negative for a particular person's reputation.

- ✘ We don't allow any situation of mental or physical harassment which is aimed at violation of dignity or humiliation of the Employee as well.

#### 4. Privacy and data privacy.

Out of concern of our Employees and co-workers comfort and security, we respect rules of privacy and data privacy.

- ✔ We take care of the personal data security by treating the data as the sensitive information.
- ✔ We collect and store only this data which is essential for conducting our economic activity.
- ✔ We don't throw the data open to the unauthorized people.
- ✔ Each Employee has the right to know what kind of personal data we collect and store, and also to get the access to the personal data any time now.

#### 5. Security and health.

We are doing our best efforts to make our activities responsible and to improve security and perfection of the existing management systems.

- ✔ We report each case of a dangerous situation, visible failures and machines which are out of order and can contribute to hazardous accidents.
- ✔ We give up working in case of occurrence of any danger and inform our supervisors immediately.



- ✓ We don't do any actions without appropriate qualifications and permissions.
- ✓ We take part in training courses regarding the safety of workstation.
- ✓ We have knowledge of emergency contingency plan and crisis management which is effective in a workplace.
- ✓ We encourage our Employees, contractors and suppliers to respect rules and procedures with regard to Occupational Safety and Health (OSH).
- ✓ We notify every accident/injury or illness.
- ✓ We take responsibility for our own state of health and psychophysical conditions in a workplace (e.g. when we are influenced by medicines of substances which can disturb concentration or limit productivity during working).
- ✓ We take the duty for providing safe working conditions.
- ✓ We implement management systems supporting creation of a safe workplace.

#### DETAILED INFORMATION

- ☑ Protection of Human Rights Policy
- ☑ Occupational Health and Safety Policy
- ☑ The Prevention of Discrimination and Mobbing Policy.
- ☑ The Recruitment Procedure.
- ☑ The Procedure for Reporting and Examining of Irregularities

### III NO TOLERANCE TOWARDS CORRUPTION

Any form of corruption spreading is not acceptable to the Company. Due to the honest and successful approach we build our strong market position.

## 1. Principles and guidelines in preventing corruption

We apply and respect the prevention of corruption principles:

- ✓ We inform our supervisors in case of any issues or violations related to the supposed bribery and corruption, extortion or embezzlement, or any misdoubt in this field.
- ✓ We conduct our business in compliance with the mandatory legal provisions.
- ✓ We don't make a move which can be considered as corruption so we don't take up or give out any financial and intangible benefits.
- ✓ If there are some attempts of corruption or there is misdoubt connected with corruption, we inform our supervisor immediately to countercheck and introduce the remedial effects
- ✓ In business relationships we recommend the rules of ethics and honesty.

We don't accept any forms of corruption:

- ✗ We reject the transfer of financial benefits to public servants, entities which are public properties, political parties, members of political parties and candidates for public offices, and business partners to obtain or maintain business relationships.
- ✗ We don't accept taking up the presents or proposals of participation in entertainment venues in return for forming any business relations, supplying of services or disclosing sensitive information, or if the giver's intention is to obtain a biased decision .
- ✗ We neither offer nor accept any inappropriate gifts or other financial benefits, we avoid also an actual or potential conflict of interest.



- ✘ We reject the corrupt acts which could contribute to infringement the Company's good reputation, financial losses or decrease of its profitability.

Any form of corruption is forbidden, including:

- ✘ Bribery – a kind of activity which consists in accepting, offering or demanding for financial or personal benefits to reach a particular goal leaving standards procedures out.
- ✘ Influence peddling – it is a mediation in dealing with different kinds of matters in return for material benefits or promise of material or personal benefit pleading acquired proceeds at the same time.
- ✘ Accepting any material benefits including money, solids, gifts, entertainment offers, costs of air tickets and accommodation in hotels, supplies of services carried out free of charge or carry out that services at non-market price as well as objects and services.
- ✘ Transactions with the use of inaccessible public information
- ✘ Frauds, extortions, embezzlements
- ✘ Money laundering
- ✘ Acceptance of fees and gratifications for acceleration of course of a case.

#### DETAILED INFORMATION

- Anti-Corruption and Anti-Fraud Procedures.
- The Procedures for Reporting and Examining Irregularities.

## IV HONEST BUSINESS PRACTICE

Our aim is to form partnership relations with the Clients basing these relationships upon the respect of rights, liability and trust. In relation with the government client we comply with the rules connected with the right conduct in the accomplishment of different tasks.

We conduct in accordance with the letter of law so all actions which can be understood as to be unfair business practice are forbidden in our Company. We require the confirmation from our subcontractors and suppliers of their involvement in the policy of corporate social responsibility principles, and obligation to obey the rules and values described by Lubawa Group in the Ethics and Business Conduct Code and Ethic Code for Suppliers.

### 1. Relation with Clients

We set up our Company based on the most important values for us like respect, professionalism and teamwork.

- ✓ The Client's welfare is the main goal of our Company.
- ✓ We provide the professional, competent and kind service.
- ✓ We are open to expectations and suggestions of the Clients.
- ✓ We provide comprehensive and correct information about offered products and services.
- ✓ We provide reliable information about the progress in complain handling and administration of complains.
- ✓ We take care of information and privacy law of our Clients.



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- ✓ We supply our Clients with products and services of the highest quality.
- ✓ We strive for creation of partnership relations with the Clients basing on respect of rights, liability and trust.
- ✓ As a Company, we carry responsibility for provided goods and services, we declare to comply with liabilities and deadlines, remove faulty products, and non-professional activities are eliminated.
- ✓ We avoid the discriminative behaviour and irregularity of the Clients treatment.

## 2. Contact with government customer.

Lubawa Group applies the provisions of law dated as of 29<sup>th</sup> of January, 2004 Public Procurement Law (Journal of Law of the Republic of Poland of 2007, No. 223 item 1655 with later amendments of particular national rules); however, from the transnational point of view the Treaty on the Functioning of the European Union along with the Group called "order directives".

## 3. Fair competition and anti-trust regulations.

The fair competition and anti-trust regulations are implemented through:

- ✓ the use of ethic conduct rules in relations with competitions.



- ✔ We respect the good reputation of competitive entities and we believe in fair competition principles.
- ✔ As far as we are concerned, the competition only with the mark, the quality of offered services and products as well as business conditions can contribute to the co-creation of a strong free market economy.

**In relationships with competitive entities:**

- ✔ we follow the rules of fair competition and the professional attitude towards a constructive dialogue and the co-operation
- ✔ We avoid the conflict of interests.
- ✔ We respect the competitive companies

**We strongly disagree with any actions of unfair competitions**

- ✘ we don't conclude any agreements that can limit, or even eliminate and trespass the competition on the relevant market.
- ✘ We don't abuse of dominant position which can be connected with direct or indirect imposition of unfair prices (inflated or depressed prices) towards the weaker competitors.
- ✘ We don't break into the trade secret.
- ✘ We don't imitate/copy the products.
- ✘ We don't induce to terminate or default the agreement.
- ✘ We don't use the scuttlebutt and unfair touting.
- ✘ We don't bribe the people who fill the public role.
- ✘ We don't impede the access to the market.
- ✘ We don't use the unfair and forbidden advertisement.

#### 4. Settlements with contractors.

The Company is guided by the rule of settlement all liabilities in a timely manner with service providers and suppliers. All payments between the Company and contractors are paid in accordance with early arrangements. The account books show the contracted transactions and they are accordant with the accounting principles and the applicable law. We disagree with forging documents and setting out the current transactions in a very trustless way.

#### 5. Relations with suppliers.

In pursuant to building indissoluble and transparent relations with our contractors and subcontractors:

- ✓ we proceed with internal procedures related to a variety of contractors
- ✓ we aim at choosing subcontractors and suppliers by taking into consideration the quality, experience, a scope of offer, price and timelessness of deliveries. We put a great attention to accomplishing by the potential clients social and environment standards, and ethics in business as well.
- ✓ We make the information related to the process and procedures of the contractors' selection available.
- ✓ We avoid the situation that can lead to occurrence irregularities (e.g. conflict of interests, acceptance of financial benefits) both at the stage of selection and also cooperation with subcontractors or suppliers.
- ✓ We conduct due diligence regarding making an agreement and its realization.
- ✓ We build mutual relations based on professionalism and trust.
- ✓ We solve any doubts and arguments by a constructive dialogue.

## 6. Other business partners.

Our mercantile agents and consultants:

- ✓ we stipulate our rules and requirements in commercial transactions in view of standards, honest conduct and under the regulations in force.
- ✓ We present our expectations of promoting rules included into the current: Ethics and Business Conduct Code of Lubawa Group, Ethic Code for Suppliers and also our hopes that these regulations will be followed.

## 7. Information and personal data protection

We deal with due care regarding receiving, gathering and manipulating the information related to business partners and their activities, customers, suppliers, employees and people applying for the job in the Company.

- ✓ We make a commitment to respect caution regarding gathering, management and processing of personal data.
- ✓ We protect our Company's information and property according to applicable regulations.
- ✓ We make a commitment to protect data and information which we deal with during acting. A particular attention is drawn to information or incorporeal chattels protected by legal provisions, internal organizational

figures of the Company and the contract clauses concluded with business partners as well.

Also:

- ✘ we don't retain and gather personal data which are illegitimate by career objectives.
- ✘ We don't make any information related to personal data available to the third Parties, except for the situation which this data is required by public law bodies in.
- ✘ we don't give instructions to the Employees which can result in the breach of informational safety of the Company, its Employees or firms and people who cooperate with them.

## DETAILED INFORMATION

- ☑ The Ethic Code for Suppliers
- ☑ Anti-Fraud and Anti-Corruption Procedures
- ☑ Security Policy and Personal Data Protection – this document is specially formed in particular partnerships of the Group.
- ☑ Management of the IT System of Personal Data Protection Instruction – this document is specially formed in particular partnerships of the Group.



## V OBLIGATIONS TOWARDS ENVIRONMENT

Our relations with the external environment are created with our professionalism, comprehensibility and forthrightness, drawing also a great attention to rights and interests of other entities. Our goal is to build long-term and mutual social relations based on trust and respect.

We provide information about our values and rules of ethic conduct included in The Ethics Code to our stakeholders. We accept also respectfully the values and ethic principles of our business partners.

### 1. Local community

With a sense of responsibility we take the obligations of local communities support upon ourselves. We are aware of the influence we have on local communities in places where we conduct business activity.

- ✓ We employ local inhabitants
- ✓ we cooperate with local subcontractors and suppliers
- ✓ we analyze our impact on local communities as well as we initiate and support the actions related to the local community development.
- ✓ We try to be “a good neighbour” and understand the expectations and needs of local people.
- ✓ We take part in life of these communities, and we launch out on development of crucial problems
- ✓ we take the actions which are connected with the development of local community

- ✓ we encourage our Employees to report any actions or events the Company can be involved in.

## 2. Shareholders/Partners.

We make a commitment to use deliberately and responsibly the Company's resources to provide the best profit for our shareholders and to protect the value of their investments as well.

The market activities connected with the statement above and the actions which will be realized by our Company will obey the highest ethical and legal principles.

## 3. Political activity

Setting the Company's property and funds apart for political goals without the knowledge and consent of the Company's management is strictly forbidden.

The endorsement of the candidate on local, national or foreign council within the Company's resources included the cost connected with the advertisement campaign and also the official trip of the Employee in the interest of the political activity of a candidate during office hours is considered as the political support.

## 4. Environment

We are sensible of the influence of our activity on the natural environment and the necessity of initiating the actions for the stable and balanced development.

With regard to the care for the environment:

- ✓ we realize tasks and duties by taking into consideration the protection of natural environment
- ✓ we express our commitments towards the environment by the implementation of integrated approach to the environmental management, pollution prevention and taking any actions which can support the natural environment protection both with regard to the implemented management systems and social actions. By a steady development process of environment management we engage our resources as well as subcontractors and other Parties which are interested in this issue.
- ✓ We minimize the negative influence on the environment during daily activities regardless of the type of work.
- ✓ We adhere to integral regulations of the Company related to the environment protection.
- ✓ We take participate in trainings in the field of environment protection, including the ISO 14001 Environmental Management System Standards.
- ✓ We cut the Employees in the actions of the Company in the interest of the environmental protection.

## 5. Representation of the companies outside.

Taking care of the Company's reputation we make the effort to adjust our appearance and behaviour to the fulfilling function. We commit ourselves to communicate openly and exchange the information in an active way. We interact with the external entities in a very professional manner, and we avoid misinforming the receiver.

## PUBLIC AFFAIRS OFFICERS:

- ✓ The Chairman of the Board
- ✓ Other management members
- ✓ People who are authorized by the Company's Management Board.

## DETAILED INFORMATION

- The Environment Policy
- The Environmental Aspects – this document is created separately in particular partnerships of the Group.
- Contact with the Media Procedure.

## VI FUNCTIONING OF THE ETHICS AND BUSINESS CONDUCT CODE.

1. The knowledge and accessibility of the Ethics Code.
  - 1.1. The rules and regulations described in the Ethics and Business Conduct Code of the Partnerships of Lubawa Group apply to all Employees regardless of the function, job seniority, the form of the employment contract, amount of working time and duties.
  - 1.2. Each Employee is obliged to obey rules and regulations described in the Ethics Code. Any failures to observe the regulations may result in taking disciplinary actions.



1.3. Each Employee is obliged to participate in trainings in the field of rules and regulations of Ethics and Business Conduct Code and the periodic verification of its content.

1.4 The Company makes it possible to the Employee to familiarize with the content of the Ethics Code in force and other documents connected with CSR before the employment of a new Employee.

1.5. Each Employee has the access to the Ethics Code over the internet, and many changes of its content is notified immediately with using the electronic means of communication (e-mails) and/or the trainings.

1.6. A person or people designated by the Management Board are responsible for interpretation, explanation of doubts and changes proposals in the content of the Ethics Code. Each employee has the right to receive the explanation related to the rules and doubts interpretation of the Ethics Code.

1.7. The Employees have the right to make comments and propose the changes in the field of rules and records of The Ethics Code.

## **2. Transgression reporting and shield against retaliation.**

2.1. Each Employee has the right and obligation to report in good faith a suspicion of an irregularity or infraction of the rules of The Ethics Code.

2.2. The reporting on the irregularities system in the field of obeying the regulations of The Ethics Code and the manner of their process described in Reporting and Examining the Irregularities Procedure.

2.3. We respect the right of an applicant to maintain the anonymity.

2.4. With regard to the Employees who signalize to their superior in good faith the inappropriate behaviour or practice, we will take action with a view to providing them with anonymity and to examining a delating. Any forms of dismissal from work of punishment for the fact of signaling only



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the irregularity in good faith is out of the question.

2.5. We commit the suppliers to respecting the resolutions of suppliers' Ethic Code by obtaining from them the statement and obligation to apply "OWU" ETYKA. The content of "OWU" ETYKA are as following:

Supplier's data:

Company:.....

Address.....

NIP:.....

REGON:.....

In the context of a taken cooperation with the Company or Partnerships from Lubawa Capital Group I declare that I have received the documents of the Ethics and Business Conduct Code and also the Ethic Code for Suppliers which I have familiarise myself with, and I oblige to respect these rules during liaising with Lubawa Capital Group.

Moreover, I oblige that I perform immediately the audit connected with my company which is conducted by Lubawa Capital Group and other organizations cooperated with Lubawa Capital Group. The aim of this audit is to check whether the rules of given documents are observed and used correctly.

I acknowledge and accept the fact that default on the obligation of observing the regulations of even one of these Codes may result in the end of the cooperation with the Supplier.

Date and signature of a person entitled to performance on behalf of the Supplier.

.....

General Contractual conditions connected with observing the ethical rules within the confines of a taken cooperation (hereinafter refers to as OWU ETYKA)

1. These resolutions have a use for a single/stable/periodical cooperation as the Suppliers of services/goods in behalf of all/some of/ or only one of the Partnerships of Lubawa Capital Group (hereinafter refer to as the Contract). The term "Partnerships" from Lubawa Capital Group S.A. in Ostrów Wielkopolski means Lubawa S.A. in Ostrów Wielkopolski (KRS 0000065741) and Miranda Sp. z o.o. in Turek (KRS 0000135145), Litex Service Sp. z o.o. in Ostrów Wielkopolski (KRS 0000150851), Litex Promo Sp z o.o. in Ostrów Wielkopolski (KRS 0000378283), Effect System S.A. in Kamienna Góra (KRS 0000057371) and the Partnerships in which Lubawa Group has over 50 percent of capital or 50 percent of voting rights. For the purpose of these resolutions the Contract means single/stable/periodical cooperation as the Supplier of services/goods in behalf of all/some of/ or only one of Lubawa Capital Group. The Companies from Lubawa Group are



called the Customer in a subsequent part of OWU ETYKA.

2. Each Party states, as part of the implementation of the Contract, and ensures the another Party that the anti-corruption regulations in force will be respected, and the acceptance of the effective system and ethical program in purpose of preventing from the breach of regulations and committing crimes will be declared as well.
3. Notwithstanding the position take above, each Party declares that neither it will offer, pay, get by acting during the Contract, directly or indirectly, in its own name, in/on behalf of the third Party nor it will declare the payment or transfer, directly or indirectly, of any other payments or benefits whether in cash or in kind to (I) any public officer to impact on their acting or decision, or to dispose this public officer to use their influence towards every public office to result in a change or a public decision, to help the Party in doing its duties in regard of the Contract, or acting on behalf of any Party; (ii) any political parties or candidates according to the above mentioned aim; (iii) any person, whichever Party knows or has the reasons to know and understand that this benefit will be offered, promised, paid or transferred, directly or indirectly, to any public officer, political parties or candidates in above-named aim.

Each Party declares that neither the Party nor any of its owner, business associates or shareholders, members of management, board members or employees are not public officers, the employee of any government or governmental agency, political party or candidate on any public offices at the date of the agreement conclusion. Each Party will notify immediately the second Party, in writing, of any occurrence which results or can result a deviation from a.m. statement.

4. The breach of legal regulations made by people at higher places, or in the field of a non-complying Party or its employees, representatives,



5. agents/proxies, or/and by people who act at any reason in the interest or on behalf of a non-complying Party, is a fundamental breach.  
That is why, the complying Party has a right to terminate the agreement forthwith with the written notice of non-complying Party and regardless of any other claims and rights appertained to non-complying Party according to the agreement.
6. Purchaser expects that suppliers cooperated with the Purchaser will apply the law and respect the ethical conduct rules. Purchaser promotes the social and environmental values among its suppliers and tries to influence these rules where it is possible.
7. Supplier is obliged to observe the regulations which are applied to the contract realization, especially during services and/or the delivery of services or products. In particular, but not only, the Supplier will not be actively or passively, directly or indirectly, involved in any form of bribery, corruption, basic employees rights abuse and the employment of children. Furthermore, the Supplier is responsible for the health and safety of its employees, and the Supplier will act according to the workplace safety and environmental rules. The Supplier declares that any information included in the External Business Partners Questionnaire, which was filled in before signing the agreement, are true, accurate and complete. Supplier is obliged to inform the Purchaser immediately about all changes related to these pieces of information.
8. Supplier is obliged to use the requirements of the Ethics Code for Suppliers and the Ethics and Business Conduct Code applied by the Partnerships of Lubawa Capital Group. Both Codes are available on the website of Lubawa Group. Supplier was familiarized with them before the acceptance of OWU Etyka and they are the integral part of OWU Etyka.



9. Supplier is obliged to submit the relevant information regarding the respect of the article of the contract, on the Purchaser's request, to enable the Purchaser to confirm the observation of above rules and regulations of OWU Etyka. The Purchaser is eligible to perform the audit of the Supplier independently or mediated by its related entities, or with a help of another person, to enable the performance of obligations taken by means of agreement by the Supplier. The Purchaser will cause that this indicated person will sign the secrecy agreement with the regulations which are the same as included in this contract. Audits mentioned above can be performed on week days during working hours (8:00-16:00), if there will be the representative authorized by Supplier after 30 days notice submitted to Purchaser. The Purchaser goes to any expenses for these audits.
10. Not obeying rules and regulations mentioned above, or/and in the case of giving false or incomplete information in the External Business Partners Questionnaire, will be the breach of agreement. This fact will empower the Purchaser to terminate the agreement forthwith, even if the notice, if this breach is able to be deleted, will not be deleted at time set by the Parties.
11. At starting the cooperation by the Supplier, for duration of the contract the OWU Etyka becomes the integral part of a legal framework of this cooperation, which Supplier accept knowingly and unconditionally.

Supplier: .....

NIP: .....

Date: .....

Hereby I accept OWU Etyka and its intendment above.

The signature of the entitled representative of Suppliers.....