

A dynamic splash of clear water moving from left to right across the upper half of the page. The water is captured in mid-air, with several droplets and ripples visible, creating a sense of motion and freshness. The background is a soft, light blue gradient.

VILNIAUS PREKYBA

CODE OF BUSINESS ETHICS  
OF UAB VILNIAUS PREKYBA

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A decorative background featuring a dynamic splash of water in shades of blue, with droplets and ripples, creating a sense of movement and freshness. The water appears to be falling from the top right towards the bottom left.

We are a big business group, holding an important position in the Baltic States and in the market of the Central Europe, therefore we understand that we are responsible for our actions having effect on our clients, employees, society, our environment.

We seek to develop our activities honestly and transparently, follow high standards of business ethics in all the markets and countries where we operate. We want that all companies of our group follow these standards.

The directions of our responsible activities are defined by the Code of Business Ethics, where we reveal how we create business relationships and follow standards of conduct communicating with employees, clients, partners, suppliers, governmental and other authorities and the society.

#### **Whom does the Code apply to?**

The Code of Business Ethics is intended for all employees of the company group in all markets, countries and areas where Vilniaus Prekyba or its companies operate (all companies forming the Vilniaus Prekyba company group are hereinafter referred to as the Company or Companies).

#### **Ensuring compliance with the Code**

Taking into account best practices of business leaders, the Company shall ensure information provision channels, by which employees, clients, business partners, suppliers and other interested persons can inform it about conduct that is in breach of the principles set out in the Code of Business Ethics.

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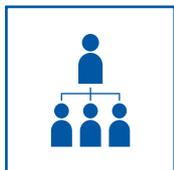
## **BUSINESS ETHICS**

We perform our activities in an honest, ethical manner, complying with all applicable legal acts. All group companies follow this principle.

Following rules of business ethics, we create value added for employees, clients, shareholders, suppliers and partners, and for the society.

We respect human rights and speak for healthy working conditions, we do not tolerate corruption.

# HONEST CONDUCT IN THE COMPANY



## RELATIONSHIPS WITH EMPLOYEES

Our purpose is to employ, train and keep capable and professional employees, to deserve their loyalty. We seek to create and continuously improve safe and healthy working environment, to create equal opportunities to become members of our team, to grow as professionals, to seek good working results and to constantly participate in implementation of common goals.

### Fair employment relationship

We comply with legal acts applicable to employment relationship. We behave so as to be an attractive employer for current and future employees. We select employees according to their competence, professional attitude, values. We train every employee to perform his duties and tasks, create conditions for self-improvement. We pay fair remuneration for work and achieved results, taking into account the employees' duties and situation in the labour market. If we have to part with an employee, we do it fairly.

### Equal rights

We follow a principle that respect is the basis for personal and business relationships. Our purpose is to form a team where people of various nationalities, cultures, races, religions, political views, economic situation, education, age, sexual orientation, family status, sex, appearance, physical and intellectual abilities could work and feel equally well. We seek to create such a working environment, where people would be respected in spite of their individual differences and employee's work would be evaluated according to results and values manifest in employee's behaviour.

We do not tolerate discrimination, humiliation, harassment, violence, insults in respect of employees or other persons that we meet in our activities. We treat all employees respectfully and fairly.

### Health and safety

We seek to create safe and healthy conditions at work and to constantly improve them, we ensure safety of work processes, take into account factors in the working environment which are hazardous and harmful for health, we implement preventive measures.

Safety rules, which are set by laws and relevant corporate legal acts of the Companies, are applicable in the working environment of each Company. Each employee must know safety rules applicable to his working environment and him personally and must follow them.

### Employees' privacy

We respect employees' privacy. We collect, keep and use employees' personal data in compliance with legal acts. We follow the principle that an employee's personal activities should not be contrary to the aim of the Company to ensure lawfulness and continuity of its activities. Acting according to laws, the Company may review, regularly check and keep all data, information and correspondence, perform monitoring in employee's working place and other spaces of the Company and over the employee's use of communication means provided by the Company.

### Alcohol and other psychotropic substances at work

We seek to create safe and healthy environment for all employees, partners and clients. Employees are prohibited from drinking alcohol, consuming illegal narcotic substances, being intoxicated with alcohol, narcotic substances or drugs at work.

### Conflicts of interest

We seek that employees do not cause a conflict of interest, state their interests openly and fairly. Employees must avoid activities, which are contrary to lawful interests of the Company or cause doubt regarding loyalty of employees. An employee must inform his supervisor if he is going to accept employment, engage in other professional activities, become a member of management bodies or participate in other active activities in enterprises or organisations other than the Company, and find out whether such activities are not going to result in a conflict of interest.

Employees should not be in direct subordination relationship with their family members, relatives or other persons, who are related to the employee by close personal relationship. An employee should not take any decisions at work, which can have a direct impact on the situation of the above-mentioned persons.

### Entertainment and gifts

We comply with corruption prevention laws and rules and we find unacceptable that the Companies would in any circumstances be related to business or governing bodies by any non-transparent relations or their extreme form – bribery. A bribe means giving or taking financial or any other valuable consideration, therefore gifts and entertainment can in certain cases be regarded as bribes.

We do not offer and do not accept gifts, money or hospitality, which are aimed at encouraging taking a certain decision or remunerating for it, however, employees can accept and give business gifts of small token value, which are in line with maintaining hospitality and business relations. Gifts for maintaining hospitality and business relations cannot include giving or taking of money, loans, support, trips, job offers, compensations, discounts, goods, services or any other valuable consideration.

### Assets of the group and its companies

Assets and resources of the group and its companies are intended for implementation of lawful business goals of the group and its companies.

In cases when employees are allowed to make use of the Company's assets for personal needs, employees must ensure that the employee's activities would not be contrary to law, public order and good morals, would not be against the Company's business interests and would not waste resources of the Company.

### **Intellectual property**

Licensed or own intellectual property is among the most valuable assets of the group and its companies. Therefore, employees must protect intellectual property rights of their company. Intellectual property includes everything that employees create in the company during working hours at the expense of the company or in fulfilment of their job duties. The group and its companies are entitled to everything created by employees when working in the company.

### **Technologies**

We use only legally acquired software. Hardware and software are intended for purposes directly related to work. Employees are not allowed to download unlawful or inappropriate materials or programs or keeping them in computers given to employees and other media of the company.

### **Confidential information**

The Companies collect and keep confidential information about activities of the group and its companies, about employees, clients and business partners. Each employee has the duty to protect such confidential information from disclosure.

Employees can share such private information only with those colleagues who need to know such information for work purposes. Such information can be disclosed to third persons only in case if that is necessary in performance of the Company's activities or mandatory according to applicable legal acts, making sure that recipients of information will ensure its confidentiality. Personal data is collected, accumulated, used and kept strictly in compliance with legal acts.

### **Business and financial documents**

Our purpose is to ensure that all our business and financial documents would be accurate. Each employee, not only the staff of the accounting and financial divisions, is responsible for the accuracy and completeness of business and financial documents.

Employees of the Company are strictly prohibited from forging documents, distorting or concealing the true character of transactions or operations. Employees must ensure that all reports filed with supervisory authorities are correct, accurate and presented in time.

# FAIR CONDUCT IN THE COMMUNITY

Our purpose is to ensure sustainable, long-term and successful activities harmonising interests of shareholders, the company, employees, clients, business partners and the society. We want to employ, train and keep capable and professional employees, to deserve their loyalty. We communicate with various stakeholders: clients, business partners, competitors, shareholders, state authorities, mass media, communities, we are open to the public and mass media, other stakeholders. Our relationships and communication must be transparent, without violating the established limits of confidentiality.



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## RELATIONSHIPS WITH CLIENTS

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Our purpose is to be the first choice for our clients. It means that we work in order to satisfy our clients' needs and expectations, we are fair to our clients.

A client is the most important person in our Company. We expect that clients will evaluate our work. We take their comments into account and react quickly.



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## RELATIONSHIPS WITH BUSINESS PARTNERS

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Our purpose is to create constructive and mutually beneficial relationships with our business partners. Therefore, we communicate constructively, following business ethics, not forgetting our goals.

We act on the basis of trust and agreements.

We are ready to make contacts with new business partners.

We expect that our business partners will compete fairly in the area of their activities.

We take our business decisions and actions according to the principle of the greatest benefit for our Company, clients and shareholders. Therefore, decisions cannot be taken for personal

purposes or in personal interests – the latter cannot have an effect on our independent and rational judgement.

Business partners should not offer our employees any gifts or other benefit, which can affect the objectivity of the Company's employees in respect of the business partners.

We keep confidential information provided by business partners to the Company secret and use it only to the extent agreed with a business partner or set in laws.



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## RELATIONSHIPS WITH COMPETITORS

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We do not seek competitive advantage by any illegal or unethical means. We act in competitive markets, therefore, we constantly compete following legal acts that regulate competition and fair practices in the market.

Knowing our competitors is an important part of our activities that ensures our competitiveness in the market. We collect information about competitors, use and share it only by legal and ethical means.



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## RELATIONSHIPS WITH STATE AUTHORITIES AND REPRESENTATIVES OF GOVERNING BODIES

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In each country we operate according to the laws of that country. Consistent compliance with laws and open and transparent communication with state authorities ensures our stable activities. We seek to maintain good relationships with supervisory authorities of those countries where we operate.

### **Enquiries and inspections by governing bodies**

We provide information to all governing bodies properly and in time, taking into account legal acts. Our employees must ensure that information, representations and confirmations given to state authorities would be complete and correct.

We create proper conditions for representatives of governing bodies to inspect the Company's activities and we cooperate during such inspections. If any non-conformities in the activities of the Company are identified, we immediately correct them and take measures to prevent their recurrence in the future.

Our employees are prohibited from preventing representatives of governing bodies to perform their statutory duties and resisting their lawful requirements.

### Bribery

We do not tolerate bribes or inappropriate offering or accepting of any other form of benefit or direct or indirect giving or offering of any valuable consideration or any benefit.



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## RELATIONSHIPS WITH COMMUNITY

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Our business is directly related to daily life of a great number of people. We are close to populations as suppliers of goods and providers of services and at the same time we are a part of relevant communities. We seek to foster good neighbourhood, be reliable partners and active members of public life.

### Environmental protection

We admit our responsibility for preserving human health, environment and natural resources. We carry out our daily activities in compliance with environmental protection laws, regulations and permits. We take into account the effect our business decisions have on relevant activities.

### Sponsorship

We follow a long-term sponsorship policy and, as representatives of the business community, we take part in creating the future of the countries and communities where we operate.

We sponsor those projects that are in line with our standards of ethics, values, corporate priorities. We do not sponsor projects that are related to increasing social exclusion and discrimination, political initiatives and promotion of religious beliefs.

### Political activities

We do not take part in politics. Employees of the group and its companies cannot provide direct or indirect political support or financing for political parties on behalf of the group and its companies. We respect our employees' political views and do not restrict their personal political activities. Our employees cannot use reputation or resources of any of the Companies, including working time, for the purposes of their political activities or political interests.



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## RELATIONSHIPS WITH SHAREHOLDERS

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We protect our shareholders' interests, we seek to generate profit, at the same time developing sustainable business.

Our purpose is long-term and sustainable increase in value for shareholders. We provide information to shareholders about the financial condition of the group and companies regularly and transparently, inform them about main changes in our activities, which can have an effect on the value of shares held by them. We regularly communicate with the shareholders, always take their expectations into account, answer their questions.