

	<b>UNICELL INTERNATIONAL SP. Z O. O.</b>	Issue 04
	<b>CODE OF CONDUCT</b>	Date of issue: 2023.10.02

Developed by:  02.10.2023 Anna Pracka  ..... (date and signature)	Approved by:  02.10.2023 Radosław Sawulski  ..... (date and signature)
--	---

This Code of Conduct embodies the commitment of the company and employees, irrespective of the type of employment, to the highest ethical standards towards colleagues, superiors, customers/contractors and local communities.

**1. PURPOSE.**

- 1.1 The purpose of this Procedure is to establish uniform rules for dealing with abuse, preventing and counteracting abuse committed to the detriment of the Company and any activities inconsistent with the Code of Conduct.
- 1.2 The purpose of this Procedure is also to ensure the transparency of the Company’s activities vis-à-vis its business partners.

**2. SCOPE OF APPLICATION.**

- 2.1 The Procedure applies to all Corrupt Activities and Economic Abuse involving employees, as well as shareholders, consultants, suppliers, contractors and any entities in business relations with the Company.
- 2.2 The Procedure should be followed by all Employees and Associates of the Company, regardless of their seniority, position or relationship with the Company.

**3. RESPONSIBILITIES.**

- 3.1 Management Board members are responsible for the implementation and compliance with this Procedure.
- 3.2 It is the responsibility of all employees to read and follow this Procedure in the performance of their duties.
- 3.3 Employees in managerial positions are required to identify the risk of abuse related to the area of their activities. Directors/Managers must be alert to any signs of non-compliance with the processes for which they are responsible and to any potential misconduct.
- 3.4 An Employee or an Associate is obliged to immediately inform his/her superior or a senior manager of any potential abuse if the abuse concerns his/her immediate supervisor. In the event that this

	<b>UNICELL INTERNATIONAL SP. Z O. O.</b>	Issue 04
	<b>CODE OF CONDUCT</b>	Date of issue: 2023.10.02

information is not confirmed by the facts, no further investigation will be carried out. The following are considered prohibited activities:

- 3.4.1** promising any financial or personal benefits,
- 3.4.2** proposing any financial or personal benefits,
- 3.4.3** giving any financial or personal benefits,
- 3.4.4** accepting any financial or personal benefits,

#### **4. GENERAL RULES.**

- 4.1** The Employees and Associates of the Company must not engage in any Corrupt Activities or Other Economic Abuse under any circumstances.
- 4.2** The Employees and Associates of the Company are obliged to immediately notify the Company of any suspicion of any Corrupt Activities or Other Economic Abuse.

#### **5. CORRUPT ACTIVITIES.**

For the Purposes of this Procedure, Corrupt Activities include any activities that meet the definition of a crime or an offence, including but not limited to the following activities:

- 5.1** Promising, proposing, soliciting, giving any financial or personal benefits, other than the usual holiday gifts and promotional materials (in accordance with tax regulations and applicable law).
- 5.2** Accepting financial benefits from representatives of the Company's suppliers, as well as unjustified preference for some of the Company's suppliers.
- 5.3** Employees and Associates are required to perform their duties in a manner that guarantees transparency of activities.

#### **6. OTHER ECONOMIC ABUSE.**

For the purposes of this Procedure, abuse and misconduct include any activities that meet the definition of a crime or an offence (including tax crimes and offences) as well as other conduct. These include but are not limited to the following activities:

- 6.1** Misappropriation of the Company's property (materials, products, equipment), property of customers, suppliers or other persons with whom the employee has a business relationship.
- 6.2** Intentionally reporting false data in financial statements, making them unreliable and not corresponding to the facts and the legal status.
- 6.3** Deliberately entering false data into Company documents.

	<b>UNICELL INTERNATIONAL SP. Z O. O.</b>	Issue 04
	<b>CODE OF CONDUCT</b>	Date of issue: 2023.10.02

- 6.4 Deliberate falsification of the Company's documents (including contracts, letters, resolutions, decisions, reports) or introducing other changes in them not approved by the entities authorised to do so on the basis of legal provisions and internal regulations of the Company.
- 6.5 Deliberate counterfeiting or alteration of accounting entries and supporting documentation.
- 6.6 Deliberate misapplication of accounting policies.
- 6.7 Deliberate omission of events, transactions, other relevant information in reports prepared for the needs of the Company, causing damage to both the Company and its owner.
- 6.8 Any other deliberate actions harmful to the Company or in breach of the Company's Code of Conduct with respect to Other Economic Abuse.

## **7. PRINCIPLES OF COMMUNICATION AND CONDUCT IN RELATIONS WITH CUSTOMERS, CONTRACTORS AND ASSOCIATES.**

- 7.1 The relationship between the Company and contractors should be based on mutual trust.
- 7.2 Payment for the service provided or goods delivered will be made on time and in accordance with the contract.
- 7.3 Information regarding the relationship between the Company and contractors should be treated confidentially.
- 7.4 The Company will not cooperate with suppliers (of products, services, employment agencies) who use child labour, forced labour or act against the law.
- 7.5 The Company will make every effort to verify its suppliers.
- 7.6 Any contacts with contractors, customers and associates of the Company may only take place for business purposes.
- 7.7 Contact should take place via e-mail and fax, business telephones and direct meetings with the knowledge and approval of the superior.
- 7.8 All letters received and sent are to be registered in the register of incoming and outgoing correspondence.
- 7.9 All faxes are to be registered in the register of incoming and outgoing fax communications.
- 7.10 In the case of a business trip, focus should be placed on the purpose the business trip (business talks, participation in training, presentation, service, implementation).

## **8. RELATIONS WITH EMPLOYEES.**

- 8.1 Unicell respects international human rights conventions. All those who work or collaborate with us have the fundamental human rights set out in the United Nations Universal Declaration of Human Rights.
- 8.2 The relations between the Company and the employees will be based on respect and any laws which are in force.

	<b>UNICELL INTERNATIONAL SP. Z O. O.</b>	Issue 04
	<b>CODE OF CONDUCT</b>	Date of issue: 2023.10.02

- 8.3** Employees will be treated equally with regard to entering into and terminating employment, terms of employment, promotion and access to training to improve professional qualifications. The Company applies good practices in the recruitment process.
- 8.4** Employees will not be discriminated against on the basis of gender, age, disability, race, religion, nationality, colour, marital status, political opinion or any other grounds.
- 8.5** The Company adheres to working time standards. It enables the employees to maintain the work-life balance.
- 8.6** Unicell International Sp. z o.o. respects the employee's right to privacy. Personal data of employees and Partners of Unicell International Sp. z o.o. are protected in accordance with the Data Protection Act which is in force.
- 8.7** The Company is committed to providing a safe and healthy work environment in accordance with applicable laws.
- 8.8** The Company will not tolerate sexual, physical, psychological or any other form of harassment against its employees.
- 8.9** The Company respects the right of its employees to form or associate as they choose.
- 8.10** Unicell International Sp. z o.o. does not allow the employment of children and minors, nor does it tolerate forced labour.
- 8.11** Unicell International Sp. z o.o. respects the individual's right to freedom of speech. Employees and Partners of Unicell International have the right to express dissatisfaction with the terms of employment or work in a substantive and loyal manner. Employees and Partners of Unicell International Sp. z o.o. should be able to express such dissatisfaction in confidence.

## **9. RELATIONS WITH COMPETITORS.**

- 9.1** The Company will compete fairly with its competitors and not undermine their reputation.
- 9.2** In dealing with competitors, employees will not provide confidential information about the Company.
- 9.3** The Company will not try to obtain information about competitors by illegal means.
- 9.4** The Company will not use restrictive commercial practices that are unlawful.

## **10. SOCIAL RESPONSIBILITY.**

- 10.1** The Company will make every effort to be a socially sensitive enterprise, it will serve the local community by providing favourable employment opportunities and good working conditions.
- 10.2** The Company should support the local community as much as possible through charitable donations that will be made by the owner.

## **11. NATURAL ENVIRONMENT.**

	<b>UNICELL INTERNATIONAL SP. Z O. O.</b>	Issue 04
	<b>CODE OF CONDUCT</b>	Date of issue: 2023.10.02

- 11.1** Employees and Partners of Unicell are required to comply with all national environmental laws, regulations and standards. In its activities, the enterprise will be guided by a high degree of responsibility for the natural environment.
- 11.2** The Company is committed to preserving the environment and using natural resources responsibly. It is involved in environmental protection and works to reduce the impact of its activities, products and processes on the environment. Therefore, the Company should:
  - 11.2.1** Try to keep the production cycle, sewage management, waste disposal, exhaust and noise emissions within the set standards;
  - 11.2.2** Reasonably optimise the consumption of water, electricity and office materials;
  - 11.2.3** Carry out regular reviews of the Company's environmental impact.

## **12. ANTI-CORRUPTION MEASURES.**

- 12.1** The Company does not accept or provide any illegal benefits in money or in kind in order to induce any person to take or abandon certain actions.
- 12.2** We use subcontractors who do not violate ethical standards by paying bribes or providing similar benefits that are illegal.
- 12.3** In the case of promotional campaigns related to any benefit provided by the Company to its customers or contractors, the rules of the campaign will be open, clearly and precisely formulated.
- 12.4** In the case of benefits offered to Company Employees by any cooperating entities, they are approved only if they meet the following requirements:
  - a. the benefit is an advertising or a promotional item or a small holiday gift, which is a part of the culture and customs of International (e.g. a calendar, a pen). In other cases, all other gifts should be forwarded to the economic department.
  - b. the benefit does not influence how the matter is handled
  - c. the benefit does not require reciprocity
  - d. the employee does not conceal the receipt of the benefit
  - e. the benefit does not exceed the value of PLN 50.

## **13. METHODS OF IMPLEMENTATION OF THE ANTI-CORRUPTION POLICY BY THE COMPANY.**

The Company implements the anti-corruption policy through:

- 13.1** Training its Employees and supporting Associates to eliminate bribery and corruption.
- 13.2** Raising the awareness of Employees and Associates with regard to Corruption and Other Economic Abuse.
- 13.3** Encourage its Employees and Associates to report any violations of the organisation's policy or any unethical conduct.
- 13.4** Notifying law enforcement authorities of any breaches of criminal law.

	<b>UNICELL INTERNATIONAL SP. Z O. O.</b>	Issue 04
	<b>CODE OF CONDUCT</b>	Date of issue: 2023.10.02

#### **14. DETAILED RULES.**

- 14.1** A supervisor or a senior manager to whom potential abuse is reported should immediately notify the Management Board.
- 14.2** The Management Board of the Company, on the basis of the information received, verifies its truthfulness.
- 14.3** The employee or other person making the report is guaranteed anonymity from both, the persons verifying the information and the persons to whom he/she reported the abuse. No information on the progress of the investigation is transferred outside the Company's organisational structures.
- 14.4** The person who made the report should be informed that:
- 14.4.1** he/she is obliged not to contact the person allegedly committing abuse to establish the facts or to demand compensation;
  - 14.4.2** he/she should be discreet and not discuss matters, facts, suspicions or allegations with anyone, unless he/she specifically requests such conduct from the Management Board of the Company.

#### **15. INVESTIGATING CORRUPT ACTIVITIES AND OTHER ECONOMIC ABUSE.**

- 15.1** When investigating alleged Corrupt Activities or Other Economic Abuse, every effort should be made to avoid acting on the basis of false or unfounded accusations, avoid raising suspicions in those who are being investigated with respect to any actions taken, and avoid making any statements that will have a negative impact on the Company, the employee or the Customers and Contractors of the Company.
- 15.2** The procedure to deal with any reported events is as follows:
- 15.2.1** The Management Board of the Company verifies the information received from the Employee or Associate or obtained on its own.
  - 15.2.2** In a situation where it is determined that the information referred to in clause 14.1 is true, the Management Board of the Company appoints a Team to investigate the circumstances of Corrupt Activities and Other Economic Abuse.
  - 15.2.3** In the course of investigating the circumstances of actions, the Employee or Associate is allowed to present his/her position on the matter.
  - 15.2.4** The Management Board of the Company will take corrective actions to prevent similar events in the future.
  - 15.2.5** If it is determined that the investigated event constitutes a Corrupt Activity, the Management Board of the Company will notify the law enforcement authorities of the event.

#### **16. PROTECTION OF EMPLOYEES AND ASSOCIATES.**

	<b>UNICELL INTERNATIONAL SP. Z O. O.</b>	Issue 04
	<b>CODE OF CONDUCT</b>	Date of issue: 2023.10.02

**16.1** The Company may not dismiss, demote, suspend, harass or otherwise discriminate against an Employee or Associate in connection with any legitimate reporting of detected or suspected Corrupt Activities or Other Economic Abuse.

**16.2** The Company should provide the Employee or Associate who allegedly conducts any Corrupt Activities or commits Other Economic Abuse an opportunity to present his/her position.

**17. DISCIPLINARY MEASURES.**

**17.1** The results of the work of the Team with regard to any identified Corrupt Activity or Other Economic Abuse are forwarded to the Management Board of the Company,

**17.2** On the basis of recommendations of the Management Board, further steps are taken in relation to the Employee or Associate whom the investigation concerned.

**17.3** Any decision to dismiss an Employee or cease cooperation with an Associate is made by the Management Board of the Company.

**17.4** In a situation where Corrupt Activities or Other Economic Abuse exposed the Company to financial losses, such a case is brought to court and law enforcement authorities may also be notified. An employee who has been proven to act to the detriment of the Company may also suffer financial consequences in accordance with applicable laws.

**18. FINAL REMARKS.**

**18.1** The provisions of this Procedure are without prejudice to the provisions of any generally applicable acts.

**18.2** Any failure to comply with this Procedure will be considered on a case-by-case basis and may result in disciplinary consequences.

**CONTACT LIST:**

**Management Board:**

Bartłomiej Sawulski - President of the Management Board of Unicell International Sp. z o.o.

Radosław Sawulski –Management board Member of Unicell International Sp. z o.o

	<b>UNICELL INTERNATIONAL SP. Z O. O.</b>	Issue 04
	<b>CODE OF CONDUCT</b>	Date of issue: 2023.10.02



Unicell Poland Sp. z o.o., ul. Suprańska 25, 16-010 Wasilków, Polska tel.: 00 48 85 733 66 41, fax: 00 48 85 718 68 62, [www.unicell.pl](http://www.unicell.pl)  
 NIP: 542-25-03-648, REGON: 050623653, KRS nr: 0000018265, BDO: 000006015  
 Sąd Rejonowy w Białymstoku, XII Wydział Gospodarczy Krajowego Rejestru Sądowego, Kapitał zakładowy: 2.650.000 PLN