
AB AKOLA GROUP

GROUP ANTI-CORRUPTION POLICY

1. GENERAL PROVISIONS

- 1.1. **AB Akola Group**, legal entity's code 148030011, registered office at Subačiaus St. 5, Vilnius, the Republic of Lithuania, Group Anti-Corruption Policy ("**Policy**") is the main document setting out the principles of prevention of Corruption and reduction of threats posed by Corruption, the principles and requirements of unacceptable behaviour in the company and in the companies controlled by it ("**Group**" and each of the companies individually – "**Company**"), as well as the means and obligations to create an environment that is resistant to Corruption in the area of prevention of Corruption.
- 1.2. The purpose of this Policy is to establish a uniform and best-practice management system to ensure fair and equitable treatment in dealings with the Group's customers, partners, counterparties and other persons, to ensure the making of objective and impartial decisions, to create an environment that is not conducive to Corruption and unacceptable behaviour, to enhance confidence in the Group's activities and to promote responsible business conduct.
- 1.3. The Policy has been drafted in accordance with both the Law on Prevention of Corruption and other national legislation and best practice.
- 1.4. The Policy is implemented in accordance with the procedures set out in the Company's and the Group's internal legislation. The Group's Code of Business Ethics, the Partner Code of Ethics and other internal legislation shall also be followed in addressing the issues of the prevention of Corruption and unacceptable behaviour.
- 1.5. The Policy applies to all of the Group's activities, irrespective of whether the Group's activities relate to public or private sector entities.
- 1.6. When the Policy, laws or regulations do not prescribe appropriate standards of conduct, the Group undertake to conduct itself in a manner consistent with the highest standards of trustworthiness, fairness and transparency acceptable in society.

2. DEFINITIONS

- 2.1. Definitions used in this Policy shall be understood as set out below:

Bribery:	Corruption in the form of offering, giving, permitting, requesting, accepting or receiving a financial or other benefit to induce the improper performance of functions or the abuse of a position. Bribery may take many forms, including but not limited to: the transfer of cash, gifts of value, payment for travel or entertainment, the provision and/or promise of career opportunities, the leaking of valuable, commercially sensitive information, etc.;
Company:	any of the Group's companies;
Conflict of interest:	a situation in which the Employee, in the performance of his/her official duties or in the execution of an assignment, is required to take a decision or to participate in the taking of a decision or the execution of an assignment which relates directly or indirectly to his/her private interests;
Corruption:	conduct of Employees that is inconsistent with their powers, the legislation and the standards of conduct set out in the Company's or the Group's internal documents, for personal gain or the gain of third parties. Acts of a corrupt nature includes: <ul style="list-style-type: none">- Bribery, trade in influence, kickback abuse;

- criminal offences committed in the public sector or in the provision of administrative or public services, through abuse of power and for the direct or indirect benefit of oneself or another person: unlawful registration of title to property, failure to perform official duties, disclosure of state secrets, unlawful financing of political parties and political campaigns, fraud, misappropriation of assets, embezzlement of assets, disclosure of trade secrets, legalisation of criminally acquired property, misrepresentation of income, profits or assets, interference in the activities of a civil servant or a person performing public administration functions, disclosure of official secrets, forgery of a document or possession of a forged document;
- other offences aimed at bribes, kickbacks or the concealment or disguise of Bribery, trade in influence or kickbacks;

Employee:	an employee of the Company who is employed by the Company on the basis of a contract of employment, as well as other persons acting for or in the interests of the Company, including consultants, intermediaries, members of management or supervisory bodies or committees, or any other persons acting on the basis of a civil or other contract, irrespective of the form or consideration of the relationship with the company concerned;
Gift:	any material benefit, gratuitous transfer or receipt of property, a property right or a service, comprising tangible goods and other things of a monetary nature, including, but not limited to, goods, catering, accommodation or other services, entertainment, discounts, gift vouchers, loans, invitations to events, hospitality and etc.;
Group:	AB Akola Group, legal entity's code 148030011, address Subačiaus St. 5, Vilnius, and the companies it controls jointly;
Law on Prevention of Corruption:	the Law on Prevention of Corruption of the Republic of Lithuania;
Trade in Influence:	unlawful acts by an Employee using his/her position, powers, kinships and/or acquaintances in the work environment, or other likely influence, to influence other Employees, other companies, institutions or organisations to act (or fail to act), whether lawfully or unlawfully, in the execution of his/her powers.

- 2.2. Other terms not defined in this Policy shall have the meaning given to them in the Law on Prevention of Corruption and in other legislation regulating the prevention of Corruption, as well as in other laws or legislation setting out the requirements applicable to the Company or a Group company in relation to Corruption.

3. KEY PRINCIPLES

Principle of zero tolerance for Corruption

- 3.1. Group does not tolerate any form of Corruption.
- 3.2. Employees are prohibited from directly and/or indirectly offering, giving, authorising, requesting, accepting or receiving bribes, including through any third party. It is also prohibited to provide financial instruments to other parties in such a way that could constitute negligent financing of Corruption. Necessary and appropriate precautions should be taken to ensure that money paid to third parties such as agents, partners, vendors and consultants is not used for Corruption.
- 3.3. Employees, in the performance of their duties, must not accept any Gifts which may give rise to a Conflict of Interest or which may be regarded as going beyond normal commercial practice and which may suggest that it is intended to gain the favour of the Employees or to influence their decisions.

- 3.4. The Group prohibits the offer or provision of Gifts in any form if they are given for the purpose of unfair advantage or bias of the recipient's decisions towards the Group.
- 3.5. The principle of zero tolerance for Corruption applies to all relations with both the public and private sectors, including relations with foreign entities, irrespective of whether the foreign country has a provision for liability for acts of a corrupt nature.

The principle of avoiding Conflict of Interest

- 3.6. Employees must avoid circumstances and situations where their private interests may conflict with the interests of the Group. The Group expects Employees to make good, rational decisions at all times in the performance of their duties and not to seek personal gain.
- 3.7. Employees may accept or provide official business Gifts (e.g. souvenirs), Gifts for representation, as well as Gifts in accordance with international business protocol or tradition, and show or accept the business hospitality offered (e.g. attendance at business lunches, formal dinners, exhibitions, conferences, etc.)), provided that such Gifts or hospitality are appropriate from the point of view of business relations, have a clearly expressed purpose of business relations, are intended to promote the Group's services, brand awareness and the image of the Group.

The principle of ethical and responsible business

- 3.8. In all cases, Employees must exercise reasonable care in giving or accepting business Gifts and other benefits offered to them and must consider whether they are intended to have an undue influence and whether such Gifts or other benefits offered to Employees are within the normal range of fair business practices.
- 3.9. The Group requires that all its purchases be carried out in a transparent manner, in accordance with the requirements of equality, non-discrimination, mutual recognition, proportionality and impartiality, rationally using the funds to acquire the goods, services or works.
- 3.10. Necessary and appropriate precautions shall be taken when dealing with third parties such as partners, suppliers and agents. Specific cases of concern are investigated and the necessary precautions and actions are taken to eliminate or reduce the risks resulting from Corruption involving third parties.
- 3.11. The donation may not be used as a disguised bribe and/or instrument of Trade in Influence.

The principle of zero gift policy

- 3.12. The Group shall refrain from providing any Gifts to business partners, except where required by normal international protocol practice. Only symbolic business Gifts not exceeding EUR 100 (one hundred euros), which are considered to be customary in business practice, shall be offered and accepted. Symbolic business Gifts, for example, gifts that are branded, are considered to be customary in business practice.
- 3.13. The Group does not tolerate any Gifts or hospitality that could be construed, directly or indirectly, as reward, influence or patronage.
- 3.14. Employees are prohibited from directly or indirectly requesting or accepting Gifts from partners, counterparties or any other person.

4. MANAGING CONFLICTS OF INTEREST AND WHISTLEBLOWING

- 4.1. In the event of a Conflict of Interest and/or suspicion of a potential Conflict of Interest, the Employee must immediately inform his/her direct manager or his/her authorized person and recuse him/herself from the discussion and decision-making process relating to the Conflict of Interest.
- 4.2. In order to ensure the implementation of the provisions of the Policy, prevention of violations, transparency and trust, the Company provides the opportunity for any Employee who is confronted with a situation that may give rise to a Conflict of Interest, or who has noticed a potential Conflict of Interest in the activities of other Employees, to inform the Manager of the Company. If suspicions arise regarding the activities of the Company's Manager, the Employee shall report by filling in the form on the website of AB Akola Group www.akolagroup.it or by e-mail to law@akolagroup.it.
- 4.3. Company or Group clients, partners, or other interested parties regarding any actual or potential violations of the Policy may report by filling in the form on the website of AB Akola Group www.akolagroup.it or by e-mail to law@akolagroup.it.
- 4.4. Employees are encouraged to report any sightings, suspected or possible cases of Corruption and other violations of this Policy.
- 4.5. To all persons reporting such information the Company explicitly and unequivocally provides a guarantee of complete confidentiality, data protection, non-disclosure, and non-repression.

5. POLICY IMPLEMENTATION AND ENFORCEMENT MONITORING

- 5.1. Members of the supervisory and/or management bodies of the Company or the Group, as well as heads of structural units, by their behaviour, set the standard of conduct set out in the Policy and ensure that activities in the areas of their responsibility are carried out in accordance with the provisions of this Policy.
- 5.2. The manager of the Company is responsible for ensuring that the Policy is properly explained to Employees, that its contents are clearly and understandably explained, and that appropriate actions and internal control measures are implemented to prevent and detect cases of Corruption.
- 5.3. AB Akola Group has the right to require the Company to provide regular reports or other information on the implementation of the prevention of Corruption.

6. FINAL PROVISIONS

- 6.1. The Policy comes into force on the date of its approval.
- 6.2. Each Employee is informed of the Policy in accordance with the procedures set out by the relevant Company.
- 6.3. Immediately after the approval of the Policy, the Policy is posted on the website www.akolagroup.lt and is available to Employees at any time there.
- 6.4. The Policy is mandatory for all Employees, regardless of the duration of their employment. Each Employee is personally responsible for compliance with this Policy.
- 6.5. An Employee who violates this Policy may be exposed to the liability provided for in this Policy, the Labour Code of the Republic of Lithuania, the Criminal Code of the Republic of Lithuania and other legislation. Any acts or conduct that may be considered as Corruption must be corrected immediately and will result in disciplinary action.