



Code of Ethical Conduct for Employees

within Chimcomplex S.A. Borzești



1. Introduction	3
2. The role of the Code of Ethical Conduct	3
3. Scope of the Code of Ethical Conduct.....	4
4. Ethical values and principles	5
5. General rules of Ethical Conduct.....	7
6. Specific rules of Ethical Conduct	17
7. Clauses on the application of the Code.....	19



1. Introduction

Being a strategic company for the Romanian economy, Chimcomplex S.A. Borzești faces the challenges arising within this industry, having a considerable responsibility in relation to stakeholders, including Chimcomplex S.A. employees, customers, shareholders, authorities, interest group representatives, non-governmental organizations, local communities, business partners and the general public.

The company makes every effort to live up to the expectations and challenges that arise. Because our activity has a major effect on the population, environment and economy, we show our permanent availability to have an open relationship with all categories of natural or legal persons who could share our concerns, who have the attribution to control our activity and appreciate our performance. These include our competitors, government and political representatives, regulators, civil society, local communities and the media.

2. The role of the Code of Ethical Conduct

This Code of Ethical Conduct (n. "Code") defines the values, principles and ethical norms that all categories of employees within Chimcomplex S.A. Borzești (n. "Company") must respect and apply in their professional activity, in order to ensure fair labor relations and protect the Company's reputation.

The purpose of this Code is to promote ethical conduct that leads to the fulfillment of the mission of Chimcomplex S.A. Borzești – to build a strong, integrated chemical company that offers vital products for increasing the quality of life of the population, its activity being guided by a series of essential principles to ensure sustainable growth with positive impact.



3. Scope of the Code of Ethical Conduct

- 3.1.** The Code of Ethics applies to all employees of Chimcomplex S.A. Borzești, from all its structures, including personnel delegated or seconded within the Company.
- 3.2.** All aspects of the Code must be joined equally by representatives, consultants, collaborators, partners, associates, agents, subcontractors and any natural or legal person acting on behalf of and under the authority of Chimcomplex S.A. Borzești.
- 3.3.** The management of Chimcomplex S.A. assumes this Code of Ethical Conduct and management, at any level, must provide a model of ethical behavior, capable of inspiring employees to adhere to and comply with the Code of Ethics, to promote an organizational climate in which the values, principles and ethical standards of the Company are known and applied.
- 3.4.** The rules provided in this Code of Ethics and Integrity are complementary to the regulations provided in:
- ✦ Law nr. 286/2009 on the Criminal Code;
 - ✦ Law nr. 161/2003 on certain measures to ensure transparency in the exercise of public dignities, public functions and in the business environment, preventing and sanctioning corruption;
 - ✦ Law nr. 78/2000 for the prevention, detection and sanctioning of corruption acts, with subsequent amendments and completions;
 - ✦ Law nr. 129/2019 for preventing and combating money laundering and terrorist financing, as well as for amending and supplementing certain normative acts;
 - ✦ Aegean nr. Regulation (EC) No 27/2002 for the ratification of the Criminal Law Convention on Corruption, adopted in Strasbourg on 27 January 1999;
 - ✦ Law nr. 184/2016 on the establishment of a mechanism to prevent conflict of interest in the procedure for awarding public procurement contracts;
 - ✦ Government Decision nr. 1269/2021 on the approval of the National Anticorruption Strategy 2021-2025 and related documents.
- 3.5.** This Code of Ethical Conduct does not replace the laws in any way but is a means of uniformly communicating the ethical values of all employees within the Company. The Code of Ethical Conduct sets out the obligations arising from the rules of law to which staff must be subject.



4. Ethical values and principles

Accountability - *We respect our obligations and take responsibility for our actions.*

- Employees carry out their activities professionally and ethically, in accordance with the values promoted by the Company and society, internal regulations and procedures and legal provisions. They report nonconforming behaviors, accepting the consequences of their actions, and do not blame others for their actions.
- Any employee who becomes aware of a violation of this Guide is obliged to report it immediately, hierarchically, without being held responsible for it.
- Staff shall make every effort to improve their professional knowledge and ensure compliance with professional commitments and obligations;
- Staff respect both their work and that of colleagues.

Integrity – *We demonstrate consistency between our actions and values, principles and rules of law.*

- Employees have fair and honest professional conduct. They shall not claim, solicit or accept, directly or indirectly, for themselves or others, any advantage or benefit by their office, or abuse that office in any way.
- Employees exercise their professional duties with an objective, neutral attitude towards any political, economic, religious, or other interest.
- Persons with management positions within the Company, through the power of personal example and deontological decisions, support and promote personal and professional integrity.

Loyalty – *We are committed to the organization, shareholders and community in order to achieve our objectives.*

- The staff behaves respectfully, honestly and honestly in relations with competitors, ensuring fair and equitable competition in its field of activity.
- The staff proves loyalty when it does not carry out activities contrary to the interests of the Company, collaborators, partners, associates, agents, subcontractors and any natural or legal person, acting on behalf of and under the authority of Chimcomplex S.A. Borzești;
- The staff does not engage in activities that could harm or damage the image or prestige of the Company.

Ethics – *We know, recognize and respect social values and ethical principles of conduct.*



- The professional activity of staff is dictated by compliance with standards of good practice and good behaviour, and not by arbitrary choices and personal preferences.
- The staff adopts a dignified behavior that will honor the Company, under any circumstances, by the ethical norms accepted in society and promoted at the level of the institution.
- Staff shall show respect for the honor, dignity and reputation of natural or legal persons with whom they work or interact in the exercise of their professional activity.

Honesty - *We are honest with ourselves, our partners and our colleagues.*

- No context justifies lying, deceit, or dishonesty. We prove good faith in everything we do and do not allow our decisions to be influenced by prejudice or personal interests.
- Employees show moral probity, are sincere and worthy of the trust of colleagues, superiors and beneficiaries of their activities.
- Employees report hierarchically any violation of internal regulations or rules of professional conduct.

Transparency – *We provide complete, clear and accurate information, demonstrating respect and professionalism.*

- We promote an open and constructive dialogue in a manner easily accessible to all interested parties, respecting the purpose and commitments of the parties and the requirements of confidentiality.

Privacy - *We always keep secret the information we have access to through our professional activities and will not use it outside of the professional framework.*

- The staff approaches all professional situations in which they find themselves with professional discretion and objectivity, without being biased.
- Staff shall not disclose how they carry out their work.

Non-discrimination – *We do not tolerate discriminatory attitudes towards any person.*

- We treat people with whom we interact equally, regardless of race, ethnic or national origin, sex, religion, sexual orientation, political affiliation, age, disability, or other criteria that may be the basis of discrimination.



5. General Rules of Ethical Conduct

5.1. Compliance with legal provisions - *Chimcomplex S.A. Borzești carries out its activity in compliance with the laws, normative and regulatory acts in Romania, as well as those in any other country in which it operates.*

- The staff of Chimcomplex S.A. has the obligation, through its acts and deeds, to comply with the regulations in the field of activity, internal regulations and to act for the implementation of legal provisions, following its attributions, in compliance with professional ethics.
- The personnel of Chimcomplex S.A. must comply with internal provisions, provided that they are not contrary to the law, good practices and standards that Chimcomplex S.A. has undertaken to respect.
- The staff of Chimcomplex S.A. is responsible for non-conformities to the internal or external regulatory framework that occurred during the operations in which it took part.
- The management of Chimcomplex S.A. is responsible for adopting policies and measures to ensure the conduct of business following legal regulations.

5.2. Protection of company assets - *Chimcomplex S.A. applies all legal measures necessary to defend and protect its patrimony.*

- The staff of Chimcomplex S.A. must protect the company's patrimony, prevent and combat theft, destruction and degradation of its assets.
- Employees and collaborators of Chimcomplex S.A. are forbidden to use the company's assets and resources for personal benefit.
- Each employee who observes an activity that affects or may affect the company's patrimony is obliged to immediately notify the hierarchical head and/or the ethics structure.
- The staff must return what rightfully belongs to the company, including documents (both in physical and electronic format), upon termination of the individual employment contract.

5.3. Intellectual Property - *Chimcomplex S.A. respects and protects intellectual property.*

- The staff of Chimcomplex S.A. must protect information related to processes, plans, methods, operational procedures, commercial and marketing strategies, customer information, pricing and cost models, as well as other information representing the intellectual property of the company, against dissemination and improper use.
- Employees must not disclose, copy or use intellectual property for any purpose other than that for which it is intended.
- Employees must exercise care when exposed to the intellectual property of customers, suppliers, business partners and collaborators.
- Chimcomplex S.A. does not knowingly infringe the intellectual property right of any third party.



5.4. Anticompetitive practices - *Chimcomplex S.A. respects the principle of fair competition and the antitrust clause.*

- The company attaches great importance to compliance with competition rules and rejects any anti-competitive practice. Company employees are encouraged to adopt irreproachable behavior towards competitors, customers, suppliers, subcontractors and potential customers.
- Prohibited anti-competitive practices include unlawful collusion, abuse of a dominant position, corruption, insider trading, discrimination, excessive or dumping prices, etc.
- Also, at the level of the Company, agreements with competitors are prohibited, aimed at participating in arranged auctions, setting a sale or purchase price, limiting production, investments, segmenting markets, limiting opportunities or sources of supply, by territories, by types of customers or by any other criterion, eliminating a competitor, customer, supplier or a new player on the market.
- Chimcomplex S.A. undertakes that the activity is carried out loyally, according to commercial practices, without seeking benefits or advantages, to the detriment of competition through practices contrary to the law or business ethics.
- Chimcomplex S.A. does not resort to concerted practices, capable of unfairly limiting relations with suppliers or customers of its competitors.
- Chimcomplex S.A. does not misuse a dominant position, both in the market where it obtained this position and those with which it interferes in the economic chain.
- Chimcomplex S.A. does not participate in any form of contact between organizations, which has the effect of influencing the market behavior of a present or potential competitor.
- If a representative of Chimcomplex S.A. finds during a business meeting that its subject is related to the establishment of such practices, he will denounce to the participants the character of this meeting and will request to record in writing the reason for leaving the meeting.
- Any employee of the Company must exclusively use legal and ethical means to obtain information about competitors. For example, intrusion and concealment of identity are prohibited.
- Employees are strictly forbidden to defame or denigrate competition or to obtain advantages or benefits through inaccurate, falsified, or untrue documents.

5.5. Avoiding conflicts of interest – *Chimcomplex S.A. adopts active measures to avoid conflicts of interest.*

- The entire staff of Chimcomplex S.A., regardless of the function performed, is obliged: not to make decisions or not to participate in making a decision in which they also have a personal interest; to properly perform his/her job duties without being influenced by his/her interests as a private person, which may include a benefit for himself/herself or his/her family, relatives up to the fourth degree, or persons with whom he/she is in affinity relations, for friends, for



persons or organizations with whom the employee has had political or business relations; not to be involved in actions / situations, contractual relationships that could influence the individual decisions of the company's staff, when it acts in its interest and which would generate contradictions between the company's interests and its own interests; immediately notify in writing the authorized service/employee (head, management, ethics adviser) if they become aware of a situation of conflict of interest or potential creation of a conflict of interest and avoid participation in that action; to engage directly or indirectly in business relations with natural or legal persons that would affect the correct and honest performance of their duties.

- The staff of Chimcomplex S.A. must avoid situations that may generate contradictions between the interests of the company and its interests, including those of the spouse, relatives up to the fourth degree or third parties, in compliance with the legal and internal provisions regarding the conflict of interests; avoid engaging in any activities, ventures or investments which influence or are likely to influence the individual decisions of the company's staff when acting in its interest; to refrain from any conflict of interest, which must be declared as soon as it appears, using a written declaration, to the ethics adviser.
- The staff of Chimcomplex S.A. must refrain from any conflict of interest. Any possible conflict of interest must either be declared, using a written declaration submitted to the ethics structure, as soon as it arises, or the employee must obtain a derogation from his hierarchical superior, who will inform the ethics structure, to allow him to continue his activity.
- If a representative of the staff of Chimcomplex S.A. is involved in a conflict of interest, the company's management must analyze and solve the situation together with the Human Resources Department and the ethics structure.
- The staff of Chimcomplex S.A. involved in decision-making processes must complete a "Declaration of interests" or a "Declaration on own responsibility" that they are not in any conflict of interest and submit it to the Human Resources Department.

The declaration of interest shall be updated and resubmitted at the beginning of each year or whenever there is a relevant change in the situation of the personnel or members of the organization.

- The staff of Chimcomplex S.A. must not engage, directly or indirectly, in business relations with economic operators, natural or legal persons, which would affect the correct, honest and conscientious fulfillment of their duties.

5.6. Equal treatment - *Chimcomplex S.A. respects and guarantees equal and non-discriminatory treatment concerning its employees, partners, collaborators and customers.*

- Chimcomplex S.A. respects equal opportunities and non-discrimination of a person because he belongs to a certain race, nationality, ethnicity, religion, social category or disadvantaged category, because of his beliefs, age, sex, or sexual orientation, in an employment relationship and social protection, except for the cases provided by law.



- Chimcomplex S.A. takes measures to prevent any acts of discrimination, by establishing special measures to protect disadvantaged people who do not enjoy equal opportunities, mediation by the amicable settlement of conflicts arising from acts/acts of discrimination and sanctioning discriminatory behavior.
- The staff of Chimcomplex S.A. is forbidden to have behavior of nationalist-chauvinist propaganda, of instigation to racial or national hatred, or that behavior aimed at or aimed at achieving dignity or creating an atmosphere of intimidation, hostile, degrading, humiliating or offensive, directed against a person, a group of persons related to their belonging to a certain race, nationality, ethnicity, religion, social category or disadvantaged group or by their beliefs, sex or sexual orientation.
- The staff of Chimcomplex S.A. must have professional behavior in exercising their position, to maintain a favorable work climate, behave in a civilized manner, show respect in relations with superiors, colleagues, subordinates and collaborators, adopt an impartial attitude and ensure transparency necessary to cultivate and maintain trust in labor relations.
- Executives within the company are committed to respecting the cultural diversity of the workforce through practices that provide equal access and fair treatment to all employees based on meritocracy.

5.7. Harassment – Chimcomplex S.A. condemns abuse, threats, intimidation, physical, verbal or sexual harassment.

- The activity within the company must be carried out in a favorable work climate, employees must behave in a civilized way, and show respect in relations with superiors, colleagues, subordinates, and collaborators, without intimidation, threats, or forms of harassment.
- It is necessary to avoid divergences and dissensions between employees through a mature approach, discussing openly and calmly, to avoid generating aggressive reactions and attitudes, threats, intimidation, abuse or harassment in all its forms.
- Employees, by their behavior, both during work and outside working hours, must avoid harming the company's image, including using decent and appropriate attire and civilized, non-provocative and non-offensive language.
- At all levels, Chimcomplex S.A. is dedicated to maintaining demanding and harmonious human relationships. In this case, everyone has the responsibility to enable all employees to carry out their work in good physical and moral condition. Thus, in exercising responsibilities and conducting hierarchical relationships, the person must always be respected. The company favors collegial or hierarchical relationships based on moral values, such as politeness, respect, recognition and discretion.
- All people working in the company represent an invaluable resource, contributing through their knowledge, expertise and dedication to the efficient functioning of society. In the event of differences of opinion, especially in times of stress and tension, a culture of respect for dignity at work is essential for maintaining good and constructive relations.



- It is important to note that moral harassment always involves persistent and repeated actions and has a serious psychological impact and also a possible physical impact on the victim. Some examples of mobbing: are offensive or degrading comments; verbal aggression, threatening remarks; hostility, pressure, refusal to communicate or discuss; insults relating to a person's personal or professional skills; devaluing one's contributions and achievements; isolating, rejecting, or humiliating a person; setting unrealistic work goals or not assigning any task to a person; assignment of tasks that do not correspond to the job description; any kind of abuse of power along the hierarchical lines.
- Sexual harassment also differs from moral harassment in that it does not have to be repetitive and lasting. To be declared as such, a single manifestation of this type of harassment is sufficient. Some examples of sexual harassment: promising rewards in exchange for sexual favours; Setting up an appointment is not considered harassment as long as it is consensual and is not unwanted or offensive. Consent must express the person's own will, without abuse of hierarchical power or any other influence; unsolicited physical contact; irreverent and obscene gestures; sexual innuendo; exhibitionism.

5.8. Information security - *Chimcomplex S.A. guarantees the confidentiality of data and information at its disposal, and their processing is carried out by means that do not allow access to third parties.*

- The staff and collaborators of Chimcomplex S.A. must maintain the confidentiality of the data and information they hold or have access to during their activities, under the law.
- The staff and collaborators of Chimcomplex S.A. have the obligation not to use data and information of the company abusively, defamatory or for personal use, including after the termination of the activity that gives them access to this information.
- The staff and collaborators of Chimcomplex S.A. have the obligation not to disclose the personal data of contractual employees without their consent, except for the cases where there are legal provisions in this regard.
- The staff and collaborators of Chimcomplex S.A. have the obligation not to disclose information obtained during their professional activity that could be used to affect fair competition during procurement procedures.
- The staff and collaborators of Chimcomplex S.A. have the obligation not to disclose customer data to third parties, except for the cases provided by the legislation in force.
- The staff of Chimcomplex S.A. must respect confidentiality, technological discipline, order and discipline at work, to properly fulfill all their tasks from the normative acts, the Collective Labor Agreement, the Individual Labor Contract, the Internal Regulation, the Organization and Functioning Regulation, the Company's Statute, as well as the provisions of the management decisions regarding the activity, within the company.



- The obligation to respect confidentiality is maintained even after the termination of the professional relationship between the company's staff and Chimcomplex S.A., by the legislation in force and the provisions of the individual employment contract, where applicable.

5.9. Integrity of services and records - *Chimcomplex S.A. guarantees Integrity of services and records*

- All activities of Chimcomplex S.A. must be carried out professionally and honestly, by established standards, methods and policies.
- The employees of Chimcomplex S.A. must not succumb to pressures and temptations to distort the results of their actions or to modify the results of inspections, certifications, audits and tests.
- All results must be properly documented, and no false or erroneous certificate or report should be issued. All conclusions and results must be rigorously documented and cannot be altered without reason.
- The information recorded in the company's accounting records must be true, accurate and up to date.
- All transactions must be recorded fairly and rigorously, and entries in the register must be supported by appropriate documentation issued by the parties to the agreement.
- All records must be kept by applicable laws and policies of Chimcomplex Group S.A.

5.10. Public transparency - *Chimcomplex S.A. adopts a transparency policy concerning civil society.*

- Chimcomplex S.A., through its employees and collaborators, undertakes to provide correct, reality-based, up-to-date and consistent data and information in terms of content.
- Chimcomplex S.A. achieves transparent communication to the public, through all communication media. The relationship of the company with the media is based on mutual respect for the roles and obligations of the parties, as well as the requirements of commercial confidentiality.
- Concerning civil society, the company's staff acts based on the principles of transparency, respect, as well as care for the image of society.
- Chimcomplex S.A. and its staff act promptly, in a complete and non-discriminatory manner, responding both to the needs of correct information of the public and requests for public information.
- Requests for information of any kind received by Chimcomplex S.A. from media representatives or third parties are redirected to the communication department within the organization.
- General information can be found on the company's website.



5.11. The right to free association – *Chimcomplex S.A recognizes the right of individuals to associate and join legally constituted organizations.*

- Chimcomplex S.A. recognizes the right of employees to form or join legally constituted associations that, through their activity, do not affect contractually agreed labor relations.
- Chimcomplex S.A. recognizes the right of employees to form and organize in trade unions and to bargain collectively.
- Chimcomplex S.A encourages the right of employees to join professional, cultural, charitable, sports, or any other associations, capable of contributing to a common benefit.

5.12. Exploitation of minors and forced labor – *Chimcomplex S.A. combats any form of labor that restricts individual freedoms and the rights of minors.*

- Chimcomplex S.A. does not participate in any form of forced or forced labor, encouragement of slavery, sale or trafficking of persons.
- Under no circumstances did Chimcomplex S.A. use any work performed by detainees.
- Chimcomplex S.A. does not employ minors and young people under 16 years of age. Young people between 16 and 18 years old will be protected from any type of activities that could affect their health, safety or education.
- The company vehemently opposes forced labor, slavery, child labor, and human trafficking. The Company wants its employees to support the Company's values and reduce the risks of forced labor, slavery and human trafficking.
- The Company reserves the right to terminate contractual relations with contracting parties if it discovers problems of non-compliance with the Code of Conduct or if they are not remedied in a timely manner.
- Chimcomplex S.A. neither tolerates nor uses child labor regardless of the stage of its activities, in compliance with the conventions of the International Labour Organization (ILO) regarding child labor and the minimum age for child labor.

5.13. Fighting corruption - *Chimcomplex S.A. adopts a zero-tolerance policy towards bribery and corruption.*

- The staff of Chimcomplex S.A. must not use the attributions of the position held for purposes other than those related to the fulfillment of the service tasks.
- Corruption can be active or passive. Thus, active corruption consists of giving an undue advantage to another person in order to hijack a decision-making mechanism (authorization, right, transaction, contract, etc.), and passive corruption consists of receiving an undue advantage in exchange for refraining from an act or action contrary to the obligations of the office. Passive corruption is not necessarily required, but it can lead as far as extortion.



- It is forbidden the abuse of power committed in the exercise of the function by an employee of the company, regardless of status, structure or hierarchical position, in his interest or in order to obtain a personal profit, directly or indirectly, for himself or for another, natural or legal person.
- Chimcomplex S.A., through its employees, representatives and collaborators, does not participate in activities involving bribery and corruption in any form, in any of the areas in which it operates.
- Employees, or anyone acting on behalf of the company, must not make payments or provide any gifts or entertainment to other decision-makers in order to influence their decisions or encourage them to obtain undeserved advantages.
- Any employee of Chimcomplex S.A. who is asked for a bribe must immediately report the situation to his direct superior and to the ethics structure.
- Corruption generates costs, by reducing economic efficiency, on the one hand, depriving communities of some of the services provided for the benefit of certain people and, on the other, diverting the effort of societies to develop their technology and competitiveness. Corruption can also harm the dignity and integrity of those who suffer the consequences, to their detriment. Therefore, Chimcomplex S.A. condemns corruption in all its forms, regardless of the moment, place or circumstance.

5.14. Money laundering and fraud - *Chimcomplex S.A. does not tolerate, facilitate or support money laundering and implements measures to combat money laundering, in accordance with European and international directives and standards, as well as with the national legislation in force.*

- Chimcomplex S.A., through its employees, representatives and collaborators, verifies the identity of customers and, if applicable, of their beneficial owners, subjects the business relationship to constant vigilance, based on an adapted approach to risk.
- The staff undertakes when they notice that there are suspicions that a certain operation is aimed at money laundering or terrorist financing, to immediately inform the National Office for Prevention and Control of Money Laundering.
- Chimcomplex S.A. trains staff and puts into practice rules and procedures adapted to the volume and nature of activities, keeping within the legal deadlines the identification data of customers and operations.
- Chimcomplex S.A. ensures that the persons involved in financial decisions and operations are subject to effective monitoring and control systems to ensure compliance with their obligations.

It should be noted that fraud is any voluntary or disguised act or omission committed with the intent to deceive or circumvent applicable laws or company rules to obtain an undue material or moral advantage for the fraudster or a third party.



- Fraud generates financial costs which can be considerable, subsequently difficult to recover, and which pose a serious risk to both individuals and the business as a whole.
- The forms of fraud are multiple, such as theft of money, goods, data, voluntary modification, concealment or destruction of documents, forgery of documents or statements, manipulation of accounts, counterfeiting, money laundering, fraud, corruption, etc.
- For Chimcomplex S.A., fraud, regardless of its form, is unacceptable. Any fraudulent act exposes the fraudster to the penalties provided by the legislation in force and the internal regulations of the company.

5.15. Financing of political parties or religious organizations - *Chimcomplex S.A. maintains a position of neutrality towards the political process and religious activity.*

- Chimcomplex S.A. does not finance, directly or indirectly, political parties or formations and does not publicly support a candidate or a political party during the electoral campaign or in elections.
- Chimcomplex S.A. does not participate in the collection of funds for the activity of political parties or formations.
- Chimcomplex S.A. does not display signs or objects inscribed with the logo or name of candidates, parties or political parties and does not promote in any way political options.
- Chimcomplex S.A. does not financially support any political, religious or religious organization.
- The staff of Chimcomplex S.A. is not forbidden to sympathize with or to be part of legally constituted political or religious organizations if the respective concerns do not affect the professional activity and propaganda is not made at the workplace.

5.16. Donations for charitable purposes - *Chimcomplex S.A. invests in non-profit activities.*

- Donations made by Chimcomplex S.A. to charitable organizations, direct investments in non-profit programs or communities affected or located in disadvantaged areas, require written approval obtained from the highest management level of the company.
- Approval for any form of charitable contributions will not be given if they are intended to influence officials or third parties to obtain undeserved advantages for the company, or if they may create suspicion in this regard.

5.17. Gifts and entertainment expenses - *Chimcomplex S.A. rejects the use of gifts and protocol funds as a form of disguised corruption.*

- The staff of Chimcomplex S.A. does not accept gifts, services, favors, invitations, or any other advantages that may influence their impartiality in exercising their position.



- The staff of Chimcomplex S.A. does not request gifts, favors, or other benefits that may influence their impartiality in exercising their position or that can be interpreted as a reward for biased actions.
- No gift, accommodation, or entertainment should be offered or accepted if it inappropriately influences or creates the appearance of influencing business decisions.
- Expenses for participation in symposiums, presentations, corporate anniversaries, conferences, seminars, or other events where the staff represents Chimcomplex S.A. will be borne by the company, by the legislation and by internal procedures.
- The attitude of attention, respectively the giving of gifts, will be fulfilled only with the consent of the company's management, under the sign of transparency, respect and continuous concern for the image of society and will have only symbolic significance.
- Any form of protocol, courtesy, or entertainment that could harm the reputation of Chimcomplex S.A. is prohibited.

5.18. Lobbying and intermediation – *Chimcomplex S.A. promotes its legitimate interests through public, honest and transparent participation.*

- The company presents lobbying as promoting and defending its interests by informing stakeholders. The Company wishes to be able to share with institutional bodies and other legal entities relevant in the field of activity, its ethical commitments, activities and services.
- Chimcomplex S.A. avoids the use of persons, natural or legal, from whom it expects to exert an inappropriate influence on the interests of the company.
- Chimcomplex S.A., through its representatives, refrains from promising, giving, or offering, directly or indirectly, any undue advantage to persons who exercise or may exert an influence on a decision-maker.
- Chimcomplex S.A., through its employees, does not contract third parties to entrust them with offering bribes, illicit commissions, or other financial favors on its behalf.

Chimcomplex S.A. does not use the services of intermediaries, agents, consultants, partners, associated partners or contractors when there is suspicion that one of these partners is involved in corruption or other illicit commercial practices.



6. Specific Rules of Ethical Conduct

6.1. Concerning employees - *Chimcomplex S.A. must ensure a favorable work climate and an environment conducive to teamwork, actively promoting the values and principles of this Code.*

- Chimcomplex S.A., through its employees and representatives, must use the highest ethical standards in personnel policies.
- The management of Chimcomplex S.A. must be a model of ethical behavior and promote an organizational climate in which the values, policies and ethical standards of the organization are known and respected.
- Communication channels must be open both from management to staff and from staff to management, communication must be based on trust and mutual respect for all staff, regardless of mission and hierarchical level.
- Chimcomplex S.A. must use fair employment practices, based on objective assessments, without conflicts of interest and bribery, as well as prohibiting any form of discrimination in decision-making.
- Decisions regarding employment and promotion must be made exclusively for the benefit of the organization, based on the assessment of professional skills, achievements, conduct and motivation of the candidate, in compliance with the legislation in force.
- Chimcomplex S.A. must provide fair treatment to all its staff, aiming at equal pay for equal work, and continuous support for improving professional training.
- The employees of Chimcomplex S.A. must behave in a civilized manner, and show respect in relations with superiors, colleagues, subordinates, as well as with the partners of the organization.
- The employees and collaborators of Chimcomplex S.A. must promote, within the service, relationships based on responsibility, mutual respect, collaboration and professional support.
- Divergences of opinions or possible disagreements between employees that cannot be resolved amicably by the parties involved will be communicated for mediation to the hierarchical superior or notified to the ethics structure, according to this Code.

6.2. In relation to shareholders - *Chimcomplex respects the rights of its shareholders and ensures them equal treatment, in accordance with the legal provisions.*

- Chimcomplex S.A. provides its shareholders with access to relevant information so that they exercise all their rights in a fair and legal manner.
- Chimcomplex S.A. aims to maximize the value of the investment for shareholders, by ensuring a sustainable and safe development of the organization.
- Chimcomplex S.A. pursues equal access to information for all shareholders and immediate availability of relevant information.



- Chimcomplex S.A. keeps permanently open communication channels with shareholders, where they can address their requests, both by e-mail and by phone, to the dedicated contact details and displayed on the company's website.

6.3. In relation to authorities - *Chimcomplex S.A. ensures fairness and transparency in relation to central and local authorities.*

- Through its employees, Chimcomplex S.A. ensures relations with the authorities based on the highest ethical principles, without compromising the independence and economic objectives of the organization.
- Chimcomplex S.A. respects ethical principles in its relations with supervisory and control authorities.
- The staff of Chimcomplex S.A. will refuse any requests for intervention or suggestions of intermediation that could affect the legal development of activities within the organization, including those made by offering undue advantages in exchange.
- Chimcomplex S.A. will react to any corruption pressure or any illegitimate obstruction action from governmental or local authorities.

6.4. In relation to business partners - *Chimcomplex S.A. promotes fair competition, equal treatment and honesty and legally built business partnerships.*

- The personnel of Chimcomplex S.A. have the obligation to act in accordance with the provisions of this Code and of the legislation in force and not to try to obtain personal advantages by using the company's resources.
- The employees of Chimcomplex S.A. must promote the values and ethical principles of the company, not treat its partners and customers preferentially, favoring some to the detriment of others.
- The employees of Chimcomplex S.A. must prove politeness, seriousness, professionalism and respect for the persons with whom they enter into service relationships, fairness, responsibility, attention and efficiency in the exercise of their duties.
- Chimcomplex S.A., through its representatives, must grant equal treatment to all business partners and strictly comply with legislation, rules and working procedures.
- The staff representing Chimcomplex S.A. within business partnerships has the obligation to promote a favorable image of the company.

In business meetings, the staff of Chimcomplex S.A. is obliged to have conduct, language and clothing appropriate to the protocol rules, respecting the usages and provisions of this Code.

6.5. In relation to the environment and community – *Chimcomplex S.A. adheres to the principles of sustainable development.*



- Chimcomplex S.A. develops, adopts and implements social responsibility programs through participatory processes with social partners and other stakeholders.
- Chimcomplex S.A is interested in the community's perception of the quality of the environment and the impact of its activity on the community in general.
- Chimcomplex S.A. is concerned with educating, awareness, training and motivating its staff in order to create a culture attentive to environmental issues.
- Chimcomplex S.A. carries out projects that provide for the regeneration of used resources, green energy sources and issues reports on sustainable development policies.
- Chimcomplex S.A. ensures correct and prompt information of the community, providing clear, accurate information, whenever needed and created in an easy-to-understand way to all inhabitants.
- Chimcomplex S.A. promotes an open and permanent dialogue with local public authorities, locals, non-governmental organizations and all stakeholders interested in general environmental and community issues.
- The staff of Chimcomplex S.A. must comply with legal regulations, carefully monitor compliance with environmental standards, be aware of its responsibility towards the environment and actively participate in achieving environmental performance and sustainable development goals.

7. Clauses on the Code application

7.1. Ethics structure / Ethics Advisor - *Chimcomplex S.A. has a body for counseling, mediation, monitorisation and warning of ethical incidents.*

- At the level of Chimcomplex S.A., a special organizational body is established with ethics and compliance with the Code, by appointing one or more ethics advisers to operationalize this structure.
- The ethics adviser must be appointed from among the employees and must be a person recognized for his personal qualities of honesty, rigor and discretion, a person who is trustworthy and whose ethical and moral probity cannot be questioned.
- The appointment as ethics adviser is made by the management of Chimcomplex S.A. by appointment, after analyzing the proposals from the line management and employee representatives, after obtaining the consent of the data subject.
- The duties of the ethics adviser consist in developing, implementing, monitoring and improving the policies and procedures related to the Code of Ethics, as well as developing an



independent mechanism for analyzing compliance with the commitments established under this Code.

- The ethics advisor has the mission to answer employees' questions, to provide them with support in solving ethical and professional conduct issues, to mediate conflicts, to help employees who report deviations or violations of ethics and professional integrity rules, to prevent and discourage practices that do not comply with the Code.

7.2. The non-conformities signaling system - *Chimcomplex S.A. implements measures dedicated to the notification of ethical incidents and the protection of those who notice deviations from the norms of the Code (called "whistleblowers").*

- Chimcomplex S.A. promotes a framework in which conduct issues can be reported and discussed openly, without fear of retaliation.
- Each of the employees has the responsibility to report deviations or violations of ethics and professional conduct norms, immediately, by informing the hierarchical superior or, when his person is involved or when there is fear of possible retaliation, directly to the ethics structure.
- Whistleblowers must have a thorough justification of the facts set out, in order to avoid subsequent referrals or complaints of a defamatory nature and not to suspect the purpose of denigrating a particular person or group of persons.
- The management of Chimcomplex S.A. opens and promotes the use of communication channels for transmitting, signaling and warning incidents of ethical nature, conduct and professional integrity, in conditions of security and confidentiality.
- The ethics adviser is the person who manages the communication channels and warning mechanisms and must respect the confidentiality of the information he is aware of in the exercise of his mission.
- The ethics adviser prepares information reports addressed to the highest level of management and takes all measures to ensure that whistleblowers of incidents of ethics and non-compliance with the Code do not fall victim to further retaliation.
- The management of Chimcomplex S.A. ensures that no sanction, of any nature, can be applied against an employee who has disinterestedly and in good faith used a channel for reporting ethical incidents, called whistleblower.
- Chimcomplex S.A. opens a telephone line for signaling ethical incidents and an e-mail account dedicated to this purpose. This is managed by the ethics structure through the person of an ethics advisor. Contact details will be displayed on the company's website in the "Whistleblower" tag.



7.3. Code violation - *Chimcomplex S.A. does not admit tolerance towards violation of the Code.*

- Any violation of the Code can seriously affect relations and organizational climate, damage the reputation and brand of *Chimcomplex S.A. Borzești* and cannot be tolerated.
- If there are complaints, from inside or outside the organization, regarding the violation of the provisions of this Code, administrative investigations will be carried out by a disciplinary commission, according to the legislation in force.
- Cases of misconduct and measures adopted will be popularized among staff, keeping confidential the identity of the persons involved and whistleblowers.

7.4. Knowledge of the Code – *Chimcomplex S.A. requires knowledge and compliance with the Code by all those who act in its interest or under its authority.*

- This Code shall be brought to the attention of the personnel, in a formalized manner, through training by hierarchical leaders or supervisors in the case of collaborators.
- In the case of new employees, the information and processing of the code is done by the human resources department, before signing the employment contracts.
- For all personnel carrying out their activity under the authority or in the interest of the company, this Code becomes part of the agreement it has with Chimcomplex S.A., regardless of its legal nature.
- Any change in the content of the Code shall be subject to the procedure of informing staff.
- The Code of Ethics is a document of public interest and can be consulted on the Internet, on the company's website - www.chimcomplex.com.

This Code of Ethical Conduct was approved by the management of Chimcomplex S.A. Borzești and signed on 10.01.2022.

General Manager,
Stefan Vuza