



# **RADE KONČAR KONTAKTORI I RELEI D.O.O.**

Bul. 3ta Makedonska brigada br.54, 1000 - Skopje, NORTH MACEDONIA

phone / faks: ++389 2 2461 106, 2463 596

e-mail: [rk@radekoncar.com.mk](mailto:rk@radekoncar.com.mk)

<http://www.radekoncar.com.mk>



## **Code of Ethics and Business Conduct**

*A Commitment to Excellence and Integrity*

### **1) Statement of Beliefs**

Rade Koncar Kontaktori i Relei DOO Skopje strives to be a company known for its integrity and high ethical standards. Rade Koncar Kontaktori i Relei will conduct its business fairly, impartially, in an ethical and proper manner, and in full compliance with all laws and regulations. In conducting our business, integrity is the foundation for all company relationships, including those with customers, suppliers, communities, and among employees. Highest standards of ethical business conduct are required of Rade Koncar Kontaktori i Relei employees. Employees will not engage in conduct or activity that may raise questions as to the company's honesty, impartiality or reputation or otherwise cause embarrassment to the company.

### **2) Responsibilities**

#### **Overview**

1. Every employee has the responsibility to ask questions, seek guidance, report suspected violations, and express concerns regarding compliance with this Code of Ethics and Business Conduct (the "Code of Ethics") and related procedures. Rade Koncar Kontaktori i Relei will maintain a program to demonstrate its commitment to ethics, integrity and uncompromising values.
2. Employees are encouraged and expected to address questions or concerns with management. Employees may also direct questions or concerns regarding company standards of conduct to the Human Resources Department.
3. Retaliation will not be tolerated against employees who raise concerns to any company source, provide information when the employee reasonably believes a fraud against stockholders has occurred or participate in a proceeding relating to an alleged violation. Retaliation against any employee for proper use of reporting mechanisms is cause for appropriate corrective action, up to and including dismissal.
4. Violations of this Code of Ethics will result in appropriate disciplinary action, which could include dismissal of employment, prosecution, imprisonment and fines.

All directors, officers and employees are responsible for:

- Knowing, understanding, and complying with Rade Koncar Kontaktori i Relei ethics values, principles and procedures.

- Contributing to a workplace environment that is conducive to upholding Rade Koncar Kontaktori i Relei ethics values, principles and procedures.
- Seeking help when the proper course of action is unclear or unknown to them.
- Being sensitive to behavior, by other directors, officers and employees, that is illegal or unethical.
- Reporting material violations of ethics principles and procedures to their supervisor, the Rade Koncar Kontaktori i Relei internal audit department or to the Ethics Committee.
- Not misusing the Ethics Program by filing false accusations for retaliatory or personal reasons.
- Not interfering with the conduct of an ethics investigation.
- Ensuring confidentiality by not discussing with others any aspect of an ethics investigation.

Supervisors have a special responsibility for:

- Leading by example.
- Implementing ethics principles and procedures within their organizations.
- Ensuring that all employees they supervise understand Rade Koncar Kontaktori i Relei ethics values and principles.
- Require all employees they supervise to attend ethics briefings as required.
- Maintaining a workplace environment that encourages discussion of ethics issues without fear of reprisal.
- Supporting any ethics investigations when called upon.
- Ensuring that any newly hired individuals receive a full briefing of the Code of Ethics prior to beginning his/her assignment.

### **3) Rade Koncar Kontaktori i Relei Ethics Program Components**

**Ethics Program consists of:**

- a. Documented policies
- b. Communication and awareness
- c. Employee education
- d. Ethics Committee

#### **Documented Policies**

Rade Koncar Kontaktori i Relei will maintain a Code of Ethics. The Code of Ethics will address employee responsibilities during business conduct. Periodically, the company will review, revise, and add to the published policies and communicate changes to employees. The Code of Ethics is designed to comply with all regulatory and exchange requirements for establishing a code of ethics.

#### **Communication and Awareness**

Rade Koncar Kontaktori i Relei will affirmatively communicate its Code of Ethics to employees through means such as the Rade Koncar Kontaktori i Relei intranet, management bulletins, periodic meetings with employees, and posters in company offices.

#### **Employee Training**

The Ethics Committee will establish a company-wide ethics education program for all employees to raise awareness of Rade Koncar Kontaktori i Relei values and the standards of conduct.

### **Ethics Committee**

The General Counsel, Chief Human Resources Officer and Chief Financial Officer will be members of the Ethics Committee. Any Ethics Committee approval required by this Code of Ethics requires approvals from all members of the Ethics Committee. The Ethics Committee's responsibilities will include education and communication of ethics principles; acting as an independent advocate for employee ethics concerns. Local ethics administrators may be identified to provide consultation and collect and communicate reported ethics issues.

The Ethics Committee will prepare an annual report to the Board of Directors summarizing the company's ethics and business conduct environment, significant ethics and business conduct issues, and recommendations to enhance the company's ethics and business conduct practices.

### **Where to Go for Help**

When you have an ethics-related question or concern, you are encouraged to discuss it with your supervisor. If you are uncomfortable with this option, feel free to contact the Human Resources Department. The contact can be anonymous, confidential or open, as you desire.

## **4) Conflict of Interest**

A conflict of interest occurs when an employee's personal or family interests interfere (or even appear to interfere) with the employee's ability to make sound business decisions in the best interest of Rade Koncar Kontaktori i Relei. An easy example would be if a employee hired a vendor owned by his or her family. The employee's business judgment may be or appear to be biased. This is a conflict of interest and must be disclosed to Rade Koncar Kontaktori i Relei.

In performing job related responsibilities, all Rade Koncar Kontaktori i Relei directors, officers and employees should avoid actual conflicts and the appearance of conflicts of interest.

Examples of conflicts of interest can include:

- Acceptance of gifts, payment, or services from those seeking to do business with Rade Koncar Kontaktori i Relei.
- Placing business with a firm owned or controlled by a Rade Koncar Kontaktori i Relei director, employee or any of their family members.
- Ownership of, or substantial interest in, a company that is a customer, competitor, or supplier to Rade Koncar Kontaktori i Relei.
- Performing services for or serving as a director or consultant for a Rade Koncar Kontaktori i Relei competitor, supplier, vendor or agent while employed by Rade Koncar Kontaktori i Relei.
- Having a personal interest or potential for gain in any company transaction.
- Taking a business opportunity for yourself or close family member that is discovered through using Rade Koncar Kontaktori i Relei property, information, or positions and may result in personal gain.
- Supervising an immediate family member or someone with whom you have a close personal relationship.

- Employment by a competitor or potential competitor, regardless of the nature of the employment, while employed by Rade Koncar Kontaktori i Relei.

### **Financial Interest**

Employees shall not have an undisclosed and unapproved financial interest in any entity which is providing goods or services to Rade Koncar Kontaktori i Relei.

Financial interest in another entity includes:

- Stock or other ownership (other than a de minimus ownership interest in a public company) by:
  - o The employee;
  - o Members of his or her immediate family; or
  - o Any related trusts or estates
- A brokerage fee, royalty, or carried interest in any asset, property, or entity purchased by or contract entered into by Rade Koncar Kontaktori i Relei.
- Close personal relationships with anyone in an entity Rade Koncar Kontaktori i Relei does business with or is pursuing for a business transaction which could impair personal impartiality.

### **Corporate Opportunities**

Employees, officers and directors are prohibited from (a) taking for themselves personally opportunities that are discovered through the use of corporate property, information or position without the consent of the legal department; (b) using corporate property, information, or position for personal gain; and (c) competing with the company. Employees, officers and directors owe a duty to Rade Koncar Kontaktori i Relei to advance its legitimate interests when the opportunity arises.

### **Outside Jobs and Activities**

Rade Koncar Kontaktori i Relei encourages employees to take an active role in the community as long as their involvement does not adversely affect company or individual job performance. However, except as otherwise stated in the Rade Koncar Kontaktori i Relei Governance Guidelines, no officer or employee of Rade Koncar Kontaktori i Relei may serve on the board of directors of any corporation that is not owned or controlled by Rade Koncar Kontaktori i Relei, other than a nonprofit, religious, civic or charitable organization, without the prior approval of the Ethics Committee.

### **Exempt Employees and Officers**

Each exempt employee and officer of Rade Koncar Kontaktori i Relei is expected to work only for Rade Koncar Kontaktori i Relei. Work for another entity or an active personal business is only permitted with the written approval of an executive committee member, a regional CEO or a President of the company. Rade Koncar Kontaktori i Relei is to be considered an employee's primary employer.

#### **• Non-exempt Employees**

o If a full-time, non-exempt employee (or the equivalent in the applicable region) obtains a second job, the following guidelines apply:

- ♣ Nature and scope of the proposed outside employment including work schedule, job duties, and any anticipated impact the second job may have on the position with Rade Koncar Kontaktori i Relei should be disclosed to the Rade Koncar Kontaktori i Relei supervisor.

- ♣ Work requirements at Rade Koncar Kontaktori i Relei, including overtime, must take precedence over any outside employment.
- ♣ Outside employment must not adversely affect job performance with Rade Koncar Kontaktori i Relei or present a conflict of interest.
- ♣ Outside employment may not be held with a Rade Koncar Kontaktori i Relei competitor
- ♣ Employees must not engage in activities, which are adverse to the company's moral and ethical standards.

### **Nepotism**

Direct reporting relationships between family members are prohibited. For purposes of this section, "family members" shall mean spouses, domestic partners, parents, grandparents, children, grandchildren, siblings, mothers- and fathers-in-law, sons- and daughters-in-law, aunts, uncles, nieces, nephews and first cousins.

### **Reporting a Conflict of Interest**

Rade Koncar Kontaktori i Relei recognizes that a conflict of interest may arise without any willful action on our part or that changes in circumstances may create a conflict or appearance of a conflict in situations where previously it did not exist. You must disclose any situation, transaction, or relationship that might give rise to an actual or potential conflict of interest to your supervisor, who will review the disclosure with the Ethics Committee.

## **5) Comply with Laws and Regulations**

You are expected to perform all of your duties on behalf of Rade Koncar Kontaktori i Relei in compliance with all applicable laws, regulations and company policies. The legal department and the Ethics Committee are always available to help you understand the laws and regulations that apply to your job.

Here are some key guidelines you must follow in conducting Rade Koncar Kontaktori i Relei business:

- You must not break any applicable law or regulation, domestic or international.
- You should consult with internal legal counsel on any matter relating to actual or potential noncompliance with any law or regulation.
- You must not make, approve or accept illegal bribes, kickbacks or payments.
- Do not agree with representatives of a competing company, or with others, to be part of these or any other practices that may illegally restrain competition:
  - o Fixing prices;
  - o Allocating or dividing markets or customers;
  - o Boycotting or refusing to deal with competitors, customers or suppliers.
- Do not obtain confidential information from others in a way that is not proper.
- You must not accept, keep or use trade secret information that was improperly obtained by another person.
- Do not ask a past or present employee of another company to improperly disclose confidential information about that company.
- Do not discuss or disclose sensitive competitive information (for example pricing or market share) with representatives of other companies or trade associations without prior approval from the legal department.



You should discuss any questions about compliance with national or international laws with your supervisor and the legal department.

## **6) Discrimination and Harassment**

Rade Koncar Kontaktori i Relei affirms its commitment to afford all individuals who have the necessary qualifications an equal opportunity to compete for employment and advancement. Rade Koncar Kontaktori i Relei is committed to the philosophy and principle of equal employment opportunity for all present and prospective employees. Rade Koncar Kontaktori i Relei objective is to provide a work environment free of discrimination and harassment based on gender, race, color, national origin, age, religion, marital status, disability, sexual orientation or veteran status.

Every director, officer and employee is expected to be sensitive to and aware of any behaviors or situations that could be interpreted as harassment, including sexual harassment, and is responsible for taking steps to correct any such behavior or stop any such actions. The offensive and/or hostile working conditions created by harassment will not be tolerated. Any complaints alleging harassment, including sexual harassment, are to be handled in a timely manner.

An employee's supervisor, the Human Resources Department, Ethics Committee or the legal department should be contacted to report an instance of discrimination or harassment.

## **7) Anti-Corruption**

We conduct our business in an honest and ethical manner. We have zero-tolerance for bribery and corruption and are committed to acting professionally, fairly and with integrity in all our business dealings and relationships in every country in which we operate.

Every country in which Rade Koncar Kontaktori i Relei operates has its own anti-corruption laws. This Code of Ethics and the Rade Koncar Kontaktori i Relei. Global Anti-Corruption Policy require your compliance with all applicable anti-corruption rules and regulations. The anticorruption laws of many countries have global application – covering corrupt acts committed outside the borders of that country.

Violation of the local anti-corruption laws could result in sanctions against Rade Koncar Kontaktori i Relei and the individuals involved. Individuals may be punished through fines and/or imprisonment, and individual liability can also extend to Rade Koncar Kontaktori i Relei directors and management. In addition to these sanctions, anti-corruption laws often result in sanctions under other laws. In certain cases, for example, Rade Koncar Kontaktori i Relei could be prohibited from entering into public tenders and government contracts which could have a severe impact on the business. However, in many ways the most serious harm that would be suffered by Rade Koncar Kontaktori i Relei as a result anti-corruption law violation would be the damage to the company's reputation.

### **Bribery**

What is bribery?

Generally, a bribe is an inducement or reward offered, promised or provided in order to gain any improper commercial, contractual, regulatory or personal advantage. A bribe also includes an inducement or reward offered, promised or provided for the improper performance or action by another person. Improper performance includes actions that are in breach of trust or the expectation to act impartially and in good faith.

What is not acceptable?

You must not give or receive bribes or facilitate bribery directly or indirectly through third parties. More particularly, it is not acceptable for you (or someone on your behalf) to, with the intent to cause or reward improper behavior:

- offer, pay or give (or authorize or promise to offer, pay or give), “anything of value” to a third party with the expectation or hope that a business advantage will be received, or to reward a business advantage already given; or
- accept “anything of value” from a third party if you know or suspect that it is offered or paid with an expectation that a business advantage will be provided by you or by Rade Koncar Kontaktori i Relei in return.

Anti-corruption laws also prohibit giving or receiving “anything of value” through intermediaries such as agents or other third parties. It is unlawful to make or receive “anything of value” to a third party while “knowing” that all or a portion of the value will be used for an improper purpose.

The term “knowing” includes conscious disregard and deliberate ignorance of the situation.

The term “anything of value” should be read broadly to include gifts, hospitality, business courtesies, favors, services, loans and loan guarantees, job offers, transportation and the payment of expenses or debts. “Gifts, hospitality and business courtesies” include all tangible and intangible benefits, including meals, drinks, entertainment, recreation, prizes, honoraria, transportation, discounts, promotional items, or use of a person or organization’s time, property, materials, facilities or equipment.

Note that there are additional rules under this Code, the Anti-Corruption Policy relating to situations where the “third party” is connected in any way to government or government-related persons, employees or representatives, politicians, political candidates or other public or foreign officials.

What is acceptable?

In certain circumstances subject to the provisions of this Code of Ethics and the Anti-Corruption Policy and provided there is no intent to cause or reward improper behavior, then it may be acceptable to provide or receive a gift, hospitality or business courtesy (as those terms are defined above). The following guidelines are provided to assist you in determining whether the gift, hospitality or business courtesy is acceptable.

Note that there are additional rules under this Code of Ethics, the Anti-Corruption Policy relating to situations where the gift, hospitality or business courtesy is being provided or received from a party that is connected in any way to government or government-related persons, employees or representatives, politicians, political candidates or other public or foreign officials.

### **Gifts, Hospitality and Business Courtesies**

The receipt or giving of gifts, hospitality or business courtesies may be permissible, if the gift, hospitality or business courtesy:

- is not made with the intention of influencing you or a third party to obtain or retain business or a business advantage, or to reward the provision or retention of business or a business advantage, or in explicit or implicit exchange for favors or benefits;
- is not made with the creation or suggestion of an obligation on the part of the recipient;

- is reasonable in the circumstances and not excessive, extravagant or lavish;
- complies with local law, applicable business policies, and the customs of the country;
- is given in the company's name, not in your name;
- does not include cash or a cash equivalent (such as gift certificates or vouchers);
- is of an appropriate type and value and given at an appropriate time;
- is given openly, not secretly;
- is given in a manner that avoids any appearance of impropriety;
- is not a part of a pattern of nominal gifts that, in aggregate, takes on the appearance of a bribe;

and

- is fairly and accurately accounted for in the company's books and records, as applicable, in accordance with the principles set out in the section entitled "Accounts and Record-keeping" below.

### **Travel, Meals and Lodging**

In addition to the above, the following provisions apply to hospitality or business courtesies that involve expenses for the travel, meals and lodging of a third party directly related to the promotion of our products or the performance of a contract. Such travel, meals and lodging may be permissible, if they comply with all of the following requirements:

- Payments to cover expenses should, whenever possible, be paid directly to vendors (e.g., hotels, airlines and car rental companies). If direct payment is not possible, reimbursement should be made only upon presentation of receipts for the expenses submitted. Whenever possible, reimbursement should be made to the third party's business or official's government rather than to the individual, if applicable.

- Travel, meal and lodging expenses should be carefully structured in advance to ensure compliance with this Code of Ethics and the Anti-Corruption Policy.

- Travel, meal and lodging expenses should be incurred as permitted under local law and made in conformance with any local accounting and reporting requirements.

- Lodging expenses paid for by the company should include only accommodation costs actually incurred. Such accommodations should be in business class hotels and only for the period of travel to and from the meeting or visit to a company facility.

- Travel, meal and lodging expenses should not be linked to such activities as paid trips to tourist attractions or to visit family members.

- The company cannot pay for travel expenses for family members of foreign officials.

- The company cannot cover both travel expenses and advance per diem expenses (i.e., if the company pays for the meals of a public or foreign official, it cannot, in addition, provide a per diem for incidentals).

- The company's travel policies for employees must be observed when airfare expenses for third parties are paid for by the company.



## **Accounts and Record-keeping**

The accounting provisions of the anti-corruption laws include requirements concerning record-keeping and internal controls (the policies and procedures by which a company authorizes the commitment of company resources). With respect to record-keeping, the anti-corruption laws require that a company's books and records must accurately and fairly reflect transactions and the disposition of assets. Even if the giving or receiving "anything of value" is permissible under the Code of Ethics or the Anti-Corruption Policy and other anti-corruption laws will be violated if the transaction is not properly recorded. With respect to internal controls, the anti-corruption laws require that a company maintain a system of internal controls sufficient to provide reasonable assurances that: (i) transactions are executed in accordance with management authorizations; (ii) transactions are recorded so as to permit the preparation of accurate financial statements; (iii) assets are accessible only in accordance with management authorizations; and (iv) the recorded accountability for assets is compared with the existing assets at reasonable intervals and appropriate action is taken concerning any differences. Any Rade Koncar Kontaktori i Relei Representative who believes that a Rade Koncar Kontaktori i Relei business is not being operated in a way that fairly and accurately reflects the business or in a way that allows transactions to be undertaken or assets to be committed without appropriate authorization should contact the legal department.

We must therefore keep financial records and have appropriate internal controls in place which will evidence the legitimate business reason for making payments to third parties. You must declare and keep a written record of all hospitality, business courtesies or gifts accepted or offered according to the requirements of your region's internal controls and processes, which will be communicated to you by a representative of the legal department for your region or by your local accounting or internal auditor representatives, as applicable. You must ensure all claims relating to hospitality, gifts or expenses by third parties are submitted in accordance with our expenses policy and procedures.

All accounts, invoices, and accounting records relating to dealings with third parties, such as clients, suppliers and business contacts, should be prepared and maintained with strict accuracy and completeness. No accounts should be kept "off-book" to facilitate or conceal improper payments to third parties.

See the Anti-Corruption Policy for further guidance on anti-corruption rule compliance.

## **8) Proper Marketing Practices**

### **Requirements**

1. Proper marketing practices must emphasize the quality, service, and competitive features of Rade Koncar Kontaktori i Relei products and services. Such marketing efforts should focus on providing accurate information to our customers so they can make informed decisions.
2. Marketing activities that could embarrass Rade Koncar Kontaktori i Relei, its employees, or its customers are prohibited regardless of the justification for such activities. Prohibited activities include:
  - a. Using deceptive or misleading statements.
  - b. Attempting to induce individuals to place their personal interests above those of the companies or organizations they represent.
  - c. Attempting to restrict competition by:
    - i. Inducing a competitor or customer to breach a contract with a third party.
    - ii. Obtaining unauthorized access to classified or proprietary information or documents.
    - iii. Securing an unfair competitive advantage.

d. Violating any law or regulation. e. Engaging in any activity that could damage the company's reputation. 3. Conduct or activities that are prohibited under the Code of Ethics or any Rade Koncar Kontaktori i Relei policy may not be accomplished through other parties. Employees may not request others to do anything that they are not permitted to do themselves under Rade Koncar Kontaktori i Relei policy.

## **9) Antitrust and Competition Laws and Fair Dealing**

Antitrust laws, sometimes called competition laws, govern the way that companies behave in the marketplace. Antitrust laws encourage competition by prohibiting unreasonable restraints on trade. The laws deal in general terms with the ways companies deal with their competitors, customers, and suppliers.

You should be aware that any of the following may violate antitrust laws:

- price and rent fixing;
- boycotting suppliers or customers;
- pricing intended to run a competitor out of business;
- Disparaging, misrepresenting or harassing a competitor;
- Bribery, kickbacks, or stealing trade secrets;
- Entering into agreements or understandings with competitors to divide the market in which they compete by allocating territories or markets or limiting the production or availability of product;
- Conditioning the sale of one product/service on the sale of another unwanted product/service;
- Conditioning the sale or purchase of products/services on the requirement that the seller or purchaser not do business with competitors.

In all regions and countries where Rade Koncar Kontaktori i Relei does business, Rade Koncar Kontaktori i Relei is committed to competing vigorously but fairly for suppliers and customers. Each director, officer and employee should respect the rights of, and deal fairly with, Rade Koncar Kontaktori i Relei customers, partners, vendors, competitors and other Rade Koncar Kontaktori i Relei personnel. No director, officer or employee should take unfair advantage of any person or organization through manipulation, concealment, abuse of privileged or misappropriated confidential information, misrepresentation of material facts, or any other intentional unfair-dealing practice.

Because antitrust and competition laws are not identical in every country, it is important that Rade Koncar Kontaktori i Relei employees consult the legal department whenever business activities might be regulated by these laws.

## **10) Proper Relationships with Suppliers**

### **Requirements**

1. Procurement decisions must be made on the basis of quality, service, price, delivery, best value, or other similar factors.
2. Care must be taken to avoid actual conflicts and the appearance of partiality regarding all business transactions with suppliers.
3. Exports and imports of goods or commodities, data and services, including all forms of communications with suppliers, will comply with applicable export and import laws and regulations.
4. A supplier's or potential supplier's proprietary information and resources must be protected. Employees are responsible for complying with supplier-imposed limitations governing the use of supplier information, including such items as documents and computer software.

5. Rade Koncar Kontaktori i Relei proprietary or sensitive information must not be disclosed to a supplier or potential supplier unless an executive committee member, a regional CEO or a President authorizes disclosure.

#### **Responsibilities**

1. Employees may not solicit gifts or courtesies from suppliers. However, under certain limited circumstances employees may accept gifts or gratuities from suppliers

2. Business and personal activities must be kept separate. Having both a personal and business involvement with a supplier or potential supplier may create a conflict of interest or appearance of partiality.

3. All employees, contract labor, consultants, and others acting for the company are prohibited from the following actions:

a. Providing, attempting to provide, or offering to provide any kickback.

b. Soliciting, accepting, or attempting to accept any kickback.

4. Each department is responsible for detecting and preventing kickbacks in exchange for being awarded a contract. The term "kickback" includes any money, fee, commission, credit, gift, gratuity, thing of value, or compensation of any kind that is provided directly or indirectly to anyone for the purpose of improperly obtaining or rewarding favorable treatment in connection with a contract.

5. If questions arise, employees can seek advice from their supervisor, the Ethics Committee, or the legal department.

## **11) Proper Use of Company Resources**

#### **Introduction**

Directors, officers and employees should endeavor to protect Rade Koncar Kontaktori i Relei assets and ensure their efficient and proper use. Rade Koncar Kontaktori i Relei assets should be used for legitimate business purposes. Theft, carelessness and waste have a direct impact on Rade Koncar Kontaktori i Relei profitability. Any act that involves theft, fraud, embezzlement or misappropriation of any property, including property of Rade Koncar Kontaktori i Relei or any of its employees, suppliers or clients, is prohibited. Any suspected incident of fraud, theft, embezzlement or misappropriation of property should be immediately reported to the Ethics Committee. The continued success of Rade Koncar Kontaktori i Relei requires the commitment of all employees to the proper allocation and use of company resources. Such resources, including Rade Koncar Kontaktori i Relei physical property, time, and intellectual property, are provided for company business use. Nonetheless, occasional personal use of company resources by employees may occur without adversely affecting the interests of Rade Koncar Kontaktori i Relei. This Code of Ethics provides guidelines and directs company supervisors to use their discretion in making responsible decisions concerning appropriate use of the resources they manage.

#### **Responsibilities**

Employees are expected to use good judgment in the use of company resources. Employees are responsible for acquiring and using such resources to perform Rade Koncar Kontaktori i Relei business. Any personal use of company resources must not result in significant added costs, disruption of business processes, or any other disadvantage to the company. Use of company resources for non-company purposes is appropriate only when specifically authorized by company policy or procedure or when the user receives express authorization from an executive committee member, a regional CEO

or a President. Supervisors are responsible for the resources assigned to their respective organizations and are empowered to resolve issues concerning their proper use.

Employees can unknowingly compromise the security and integrity of Rade Koncar Kontaktori i Relei information through the improper use of company equipment. Employees using company equipment for personal purposes are accountable for that use and must ensure that no such compromise results.

## **12) Financial Reporting and Disclosure**

### **Overview**

1. It is Rade Koncar Kontaktori i Relei policy to maintain a financial management system that provides reasonable assurance that:

a. Resources are effectively and efficiently managed according to our fundamental fiduciary responsibility to stockholders;

b. Business decision processes are adequately supported by relevant and reliable financial systems and proactive financial leadership;

c. Adequate financial resources are available to meet its objectives and commitments;

d. Financial transactions are properly, accurately and efficiently processed;

e. Financial, tax, and insurance reporting requirements are satisfied with a high degree of integrity and reliability; and

f. Rade Koncar Kontaktori i Relei complies with the relevant laws, regulations, and generally accepted practices and principles.

2. Financial information shall be managed as a vital asset, with appropriate risk management and asset safeguarding controls to prevent loss of data or misuse of proprietary information outside Rade Koncar Kontaktori i Relei.

3. The company's strategy for its corporate capital structure and asset and risk management programs shall take into account Rade Koncar Kontaktori i Relei particular risks and be managed to ensure financial resources are adequate to meet objectives and commitments.

### **Introduction**

Rade Koncar Kontaktori i Relei acknowledges as part of its responsibility to stockholders and the investing public an obligation to provide information about the company and its performance on a broad and timely basis.

These disclosure guidelines and procedures reflect the Rade Koncar Kontaktori i Relei view of integrity and reliability of financial reporting and full disclosure of all material conditions to stockholders and the investment community.

### **Disclosure of Material Information**

1. Rade Koncar Kontaktori i Relei will abide by the rules of the local laws and regulations with regard to the disclosure of material information.



2. Refer all questions regarding publicly disclosed information to Rade Koncar Kontaktori i Relei Investor Relations. The Rade Koncar Kontaktori i Relei Disclosure Guidelines and Procedures are located in the “Ethics and Compliance” section.

3. As a public company, it is of critical importance that the company's filings with the Securities and Exchange Commission (“SEC”) be accurate and timely. Depending on their position with the company, an employee, officer or director may be called upon to provide necessary information to assure that the company's public reports are complete, fair and understandable. The company expects directors, employees and officers to take this responsibility very seriously and to provide prompt accurate answers to inquiries related to the company's public disclosure requirements.

## **13) Privacy, Confidential Information and Records Management**

### **Privacy of Information**

Rade Koncar Kontaktori i Relei collects personal data of our customers, business partners, employees and vendors. Personal data is any information that directly or indirectly identifies a natural person. Examples of personal data include: employment, medical, financial, education, racial or ethnic origin, political beliefs, health or sexual orientation.

### **Requirements**

1. Most countries have laws regulating the collection and use of personal data. Rade Koncar Kontaktori i Relei complies with all applicable laws and respects the confidentiality of information. Company policy guards against unauthorized or improper disclosure of such information.

2. Local management must obtain legal advice on the requirements for privacy compliance in all jurisdictions where Rade Koncar Kontaktori i Relei conducts business.

3. Local management is responsible for communicating privacy law requirements to all affected employees and vendors.

4. Personal data should be protected by reasonable security safeguards.

### **Confidential Information**

Confidential information includes financial information, systems, customer information, trade secrets, proprietary know-how, personnel records, business plans and proposals, marketing or sales forecasts and strategies, client and customer lists, pricing strategies, construction plans, supplier data and any non public information that might be of use to competitors, or harmful to the company or its customers, if disclosed.

Confidential information also includes information received from third parties that has been communicated or marked as confidential to those parties.

Confidential information may be hand written, printed, or in electronic format.

### **Requirements**

1. Employees may not solicit, receive or use any confidential information belonging to others without proper authorization.



2. Employees may not use third parties to improperly acquire confidential information of others.
3. Rade Koncar Kontaktori i Relei information is for company business use only and should only be disclosed to those people with a legitimate need to know that serves Rade Koncar Kontaktori i Relei interests.
4. Rade Koncar Kontaktori i Relei confidential information should not be discussed with people outside Rade Koncar Kontaktori i Relei including family members.
5. Confidential information should be protected and not left in places where unauthorized individuals may read or obtain access to it.
6. Confidential information should not be discussed in public areas where conversations may be overheard or data compromised.

#### **Copyrights, Trademarks and Patented Information**

1. Caution must be exercised when handling information that is protected by copyright, trademark, or patent such as articles, charts, maps, films, music.
2. Employees are expected to comply with all laws and regulations regarding the use of such protected information.
3. Employees must not copy, adapt, publish, or display protected material without the permission of the proper owner unless such activities are permitted under the law.

#### **Records Management**

1. Rade Koncar Kontaktori i Relei records satisfy operating requirements, substantiate company property, protect the company's interests in legal matters, and demonstrate compliance with laws and regulations.
2. To protect these valuable resources, employees must take all reasonable steps to ensure Rade Koncar Kontaktori i Relei records are managed and controlled in accordance with accepted record keeping practices including, retention, storage and disposition.
3. Employees should never alter or destroy documents or records in response to any investigation, suspected investigation or lawful request.

### **14) Political Activities and Contributions**

#### **Requirements**

1. No company funds may be used to make contributions or payments to political campaigns. Any other contributions must be pre-approved by the Ethics Committee.
2. Employees, as individuals, are free to make contributions to candidates and causes of personal choice. However, employees may not represent personal views as being those of Rade Koncar Kontaktori i Relei.
3. Employees may not use company resources to support their choice of political parties, causes or candidates.
4. Employees may not seek reimbursement for personal political contributions.

## 15) Independent Auditors

### **Requirements for working with auditors**

1. Directors, officers and employees are required to cooperate fully with auditors while performing their chartered duties.

2. No director, officer or employee of Rade Koncar Kontaktori i Relei may take any action to fraudulently influence, coerce, manipulate or mislead the auditor of Rade Koncar Kontaktori i Relei financial statements for the purpose of rendering those financial statements materially misleading. False or misleading statements may be considered a falsification of records.

3. No director, officer or employee will interfere with the audit process or withhold Rade Koncar Kontaktori i Relei records.

### **Guidelines for Hiring Independent Auditor Employees**

No lead partner, concurring partner, or any other member of the audit engagement team who provides more than ten hours of audit, review or attest services for Rade Koncar Kontaktori i Relei within the current year may be hired by Rade Koncar Kontaktori i Relei for a financial reporting or oversight role for one year from the date of filing the current year annual report.

## 16) Corporate Responsibility

As a responsible global corporate citizen, we aim to lead our industry in environmental stewardship, social responsibility and ethics & governance.

As an industry leader in environmental stewardship, we see it as our duty to address two major global challenges confronting humankind – climate change and overburdened ecosystems.

At Rade Koncar Kontaktori i Relei, social responsibility means setting expectations of excellence in how we interact with our associates, suppliers and local communities.

For us, ethics & governance means working with integrity and ensuring effective oversight and accountability – two factors that are critical to our long-term success as a company.

### **Employee Acknowledgement**

I have read and affirm my commitment to the values and principles described in the Code of Ethics and Business Conduct of Rade Koncar Kontaktori i Relei. I understand that the Code is not intended to create, nor does it represent, an express or implied contract of employment.

I am in full compliance with the Code, and I do not know of any violations of the Code by any director, officer or employee of Rade Koncar Kontaktori i Relei, or any of its affiliates, which I have not disclosed using the appropriate procedures set forth in the Code.

01.07.2021, Skopje



Rade Koncar Kontaktori i Relei DOO

CEO

Ana Kirijas