

# Code of Business Ethics and Conduct



# Foreword

Meter&Control was established on the foundations of professional and business excellence, spirit of cooperation and collegiality, honesty and respect, as well as the pursuit of highest quality. We have combined these business characteristics with the virtues of the people of our region, such as openness, tolerance, multiculturalism and collaborative spirit. In addition, operations and business relations are governed by the laws of the Republic of Serbia, the laws of the countries in which we operate or have contacts, as well as the certified management standards that we apply. All these categories together make up our corporate culture and business ethics.

The document in front of you was adopted with the aim of helping you to familiarize with the applicable rules and standards of business behaviour that apply to our company and each of you individually, but also to preserve our authentic business culture together and raise it to an even higher level, in order for our company to realize the maximum potential.

As a company, we are committed to the highest ethical values in relations with partners, employees, shareholders and the entire public. All employees of Meter&Control are obliged to comply with the rules of the Code of Business Ethics and Conduct. If you find yourself in a situation that is not described here, or if you have any questions or doubts, consult with Vladan Lapčević, CEO.

It is your personal responsibility to comply with this Code and to notify us of any suspected violation by You or by others.

Vladan Lapčević, CEO, is responsible for the implementation of the Code of Business Ethics and Conduct, as well as for all your questions, doubts and consultations about the rules contained in it. You can contact him by email, phone or request a meeting:

+381 65 222 63 20  
vladan.lapcevic@meterandcontrol.com

8. Implementation of the Code, advice, irregularities and notification

7. Property of the company

6. Political and social engagement

5. Conflict of interest

4. Discrimination, harassment and mobbing

3. Insider information and insider trading

2. Unfair competition and anti-competition policy

1. Ethics, legal compliance and personal responsibility

# 1. Ethics, legal compliance and personal responsibility

As a company that does business in Serbia and abroad, we strictly adhere to all laws, regulations and customs in the countries where we have business or contacts.

We expect you to conduct your business activities in accordance with the laws in force in Serbia and in the host countries, as well as to seek advice in advance if you suspect that something could be illegal, unethical or a violation of this Code.

## Your personal responsibilities

- Compliance with the Code and other company rules, as well as laws, regulations and customs, both in Serbia and abroad
- Information about the laws, powers, responsibilities, regulations and rules related to your workplace and the work you perform
- Honesty, correctness and avoidance of inappropriate and illegal actions
- Collegiality and open approach towards colleagues, customers, suppliers and the public in general
- Refraining from threatening, violent and discriminatory language, attitude and behaviour
- Zero tolerance for accepting or offering bribes in the form of cash, monetary payments, expensive gifts or in any other way or form
- Providing accurate and truthful data and claims in documents and communications
- Seeking the advice of an expert or a superior in case of doubt, existence or suspicion of violation of the law, this Code and other company rules, as well as informing the immediate superior of observed irregularities
- Informing the immediate superior about real or presumed irregularities in accounting, auditing or reporting
- Full cooperation in the internal or official investigation of the mentioned and other irregularities that you witnessed

## 2. Unfair competition and anti-corruption policy

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Meter&Control complies with the rules of fair market competition, as well as with all laws and regulations that regulate these issues in Serbia and in the countries where we do business or have contacts. Meter&Control does not support offering or receiving bribes, corruption, unfair business practices or unfair competition.

### Unfair competition

Laws and rules on unfair competition prohibit official and unofficial agreements between competitors on the market about a common policy of prices or business in general. This includes:

- Division of markets, territories or customers
- Refusal to cooperate with third parties
- Regulating or agreeing on prices
- Influencing demand by deliberately limiting supply

Such agreements do not have to be formal or written, but can also be informal. An oral agreement is also a violation of unfair competition rules and laws because it creates an expectation that both parties will engage in unlawful business practices.

Your communications and decisions may give rise to the appearance or suspicion of unfair competition. That is why it is not allowed to discuss confidential business information with competitors such as prices, production prices, production capacities and the like. If you find out that there is an agreement that restricts or could restrict free trade, immediately inform your immediate superior or company management.

### Policy against bribery and corruption

In contacts with representatives of public and Government organizations, as well as private companies, you must not promise or offer cash, payments, commissions, prizes, gifts or other forms of value, directly or through third parties, with the aim of obtaining unfair business benefits by influencing decisions and activities of individuals.

In addition, it is not allowed to take any action that could create a reasonable suspicion that a representative of a public or Government company derives personal benefit from doing business with our company.

These rules apply both to Meter&Control employees and to your family members.

## Gifts and favours

Business gifts are an integral part of business culture and relationships and are an expression of courtesy, gratitude or a reminder of business cooperation or the prospect of cooperation.

You may not give or receive gifts in the form of items, services or vouchers in the following cases:

- If their value is greater than symbolic
- If they are branded
- If in return you expect or accept any obligation, personal or on behalf of the company, about which the management has not been informed in advance and agreed with it
- If giving or receiving a gift violates any relevant law, rule or custom

Keep in mind that in some countries, the laws further limit the area of business gifts when it comes to Government officials, so consult with the company's management about the specific case.

## 3. Trade secret, insider information and insider trading

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In the course of work and in accordance with your job description, you may become familiarized with information related to Meter&Control or other companies, some of which are confidential and represent a trade secret. This type of information includes all data that has not been published through the company's official channels, and which could affect the business of Meter&Control or the decisions of third parties in connection with doing business with our company.

### Information of special importance that constitute a trade secret

- Transactions that include acquisition or merger with another company, sale of part of the business, agreements and contracts on purchase, sale, transfer of technology, technical cooperation or subcontracting
- Prices, conditions and debtor-creditor relations with creditors, suppliers, subcontractors and customers
- Financial information about the company that is not publicly available, including financial condition, receivables and payables, amounts, percentages and plans
- Data and details about new products, technologies, certifications and qualifications, as well as product and process statuses
- Manufacturing situations, including delays, errors and recalls
- Information about legal affairs, actions and procedures and their outcomes
- Information about significant changes in the ownership and management structure of the company

If you come into possession of such information, it is your responsibility to keep it and not communicate it further, either in written or oral form, both internally and to third parties outside the company.

### Insider information and insider trading

Disclosing a trade secret to a competitor or a third party, free of charge or with material or non-material compensation or favour, is called insider information trading or "tipping". It is a gross violation of ethical business and a criminal offense.

An even more serious ethical offense and criminal offense is insider trading, which consists in disclosing business secrets to an investor or potential investor in the purchase or sale of ownership or shares in company ownership, in which he gained an advantage or benefit thanks to this information.

## 4. Discrimination, harassment and mobbing

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Meter&Control is an equal opportunity employer. The human resources policy, which includes employment, promotions, rewards and sanctions, is governed exclusively by the criteria of merit, results and commitment, taking into account the principles and frameworks of equality, equity and equal representation as determined by law.

### Equality and prohibition of discrimination

Meter&Control does not practice or condone discrimination based on gender, age, personal orientation, nationality, origin, religious beliefs, physical characteristics, marital status or any other personal characteristic protected by positive legal regulations, general culture and decency. Accordingly, we expect you to apply the same principles of equality in your relationships and activities at the workplace, with business partners and in public.

### Harassment

Meter&Control is a safe and friendly personal environment for all employees and guests, which encourages a spirit of cooperation, inclusion and decent communication.

We do not support or allow any form or degree of verbal or physical harassment on any basis, directed at an individual or group, including:

- Insults, offensive jokes, images, derogatory names, mockery, threats or abuse on any basis that is a personal characteristic of an individual or group
- Verbal or written sexual harassment, innuendo, vocabulary, blackmail, exploitation or physical contact
- Assault, unwanted physical contact, preventing movement or interfering with work

### Mobbing

Mobbing or abuse at the workplace is a special type of harassment that consists in the exploitation of a superior position in relation to an individual or a group of employees, in the form of psychological humiliation with the aim of endangering reputation, honour, human dignity and integrity. Mobbing and types of behaviour that fall under this type of harassment are clearly regulated and sanctioned by law.

There is zero tolerance for mobbing at Meter&Control. If you are exposed to this type of harassment, or if you believe that you are being harassed, report it to the CEO immediately.



# 5. Conflict of interest

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Meter&Control respects employees' right to privacy and personal activities in their free time. In some cases, your private activities or interests may conflict with the interests of the company. This may include your personal, social and financial interests, and the existence of such conflicts may lead to damage to the reputation of the company or you personally.

## Situations in which a conflict of interest may occur

- Your close family member is employed at Meter&Control, where there may be an exchange of confidential information or other violations of work discipline and other rules
- You or a member of the closest family have cooperation with a company that is a competitor of Meter&Control or generate income from it
- A member of your immediate family cooperates or generates income in a company that is a business partner - customer, supplier, subcontractor - of Meter&Control and whose interests conflict with those of Meter&Control
- Business or personal activities outside the workplace, including political and civic activism, that would represent a competitive relationship with Meter&Control or that would prevent you from devoting sufficient time and personal resources to fulfilling your duties at the company

If you suspect the existence of a conflict of interest or believe that you are already in such a situation, contact your immediate superior or company management. Together we will analyse the situation, determine the possible existence of a conflict of interest and agree on the best way to eliminate such conflict.



## 6. Political and social engagement

Meter&Control respects the right of every employee to take part in political and social life. Types of participation include exercising the right to vote, political or civic activism, membership in political parties, donating to political parties, as well as running in elections and participating in Government bodies at all levels.

### Restrictions in order to protect these rights, as well as the interests of the company and the rights of others in the organization

- In political appearances, it is not allowed to act on behalf of the company Meter&Control, use the company's name in personal data and presentation, display personal donations as company donations, or connect the company in any other way with personal political engagement and goals.
- It is not allowed to carry out political activism or propaganda in the company, at the workplace, towards employees or partners, or during working hours
- It is not allowed to use the company's official communication channels, employee data and contacts, tangible and intangible company property, or business information obtained at the workplace for the purpose of activism

Accordingly, we do not prohibit discussions of politics in the workplace and during working hours, but we recommend that they be avoided.

If the content and goal of your personal activism is humane or ecological, you can contact the company management with a request for institutional support. The management will assess the compliance of your activism with the company's orientation and provide you with adequate support or an answer.

# 7. Property of the company

During your work at Meter&Control, you are expected to actively contribute to the legitimate and declared interests of the company. On the other hand, you are not allowed to use the company's tangible and intangible property, including confidential information, for personal gain. Also, you are not allowed to take advantage of any business opportunity that you have learned about through Meter&Control for personal gain.

## Proper use and safekeeping of company property

- Office space and its surroundings, vehicles, office equipment and other items owned by the company
- Safe and rational use of information networks and devices, the internet, telephone and mobile connections and devices, voice mail, software and other devices and media
- Tools, devices, machines and equipment
- Confidential information and business data, including data in electronic format
- Data on employees
- Protected and unprotected intellectual property
- Time, knowledge, skills and other resources of employees in the company

All the listed categories remain the property of the Meter&Control company even in the event of termination of the employment, and the ban on their use remains in effect indefinitely.

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In accordance with the company's business culture, we invite you to direct and open communication regarding the rules and compliance with the Code. We guarantee you complete confidentiality, anonymity and protection from consequences for any notification of a Code violation or suspected Code violation that is submitted in good faith.

### Notification

For the sake of confidentiality and protection of anonymity, the notice may be communicated orally. Your first contact to turn to is your immediate supervisor. If they are not present or you simply do not trust them, ask for a meeting with the company director.

**Vladan Lapčević, CEO, is responsible for the implementation of the Code of Ethics and Business Conduct, as well as for all your questions, doubts and consultations about the rules contained in it. You can contact him by email, phone or request a meeting:**

+381 65 222 63 20  
vladan.lapcevic@meterandcontrol.com

### "Zero consequence" policy

You will not bear any direct or subsequent consequences if you:

- Refuse to do something that directly violates the Law, the Code or other company rules, even if it is requested by your superior
- Seek the advice of your superior in advance about the action you want to take and the regularity of which you are not sure
- Report in good faith a suspected violation of the rules of this Code or other company documents, even if it turns out that the suspicion was unfounded
- Testify and cooperate in an internal or official investigation of the reported irregularity

### Confidentiality and anonymity

If you contact the management with suspected violations of the rules contained in this Code, your report will be treated as anonymous and confidential, and your identity will never be revealed to the individual or group whose actions you pointed out.