



# CODE OF ETHICAL CONDUCT

ONE Telecommunications SHA

Version 3.0

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This code has been acknowledged by the Internal Audit Office:

### Summary

The purpose of this code is to describe the guiding principles of the behavior of all employees in the ONE Telecommunication SHA.

## CHANGE HISTORY

| Version | Date       | Description of Changes  |
|---------|------------|---|
| 1.0     | 09/05/2010 | Create & Approve Document   |
| 2.0     | 12/12/2017 | Amended Policy  |
| 3.0     | //         | Document revised due to changes in the ownership of the Company and the introduction of its new values. |

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# CODE OF ETHICAL CONDUCT

## TERMS AND DEFINITIONS

- **Business Partners** - individuals and legal entities who/which have entered into, or are in the process of entering into, contractual or non-contractual business relationships with the Company
- **Company** - Joint Stock Company [please, indicate company name]
- **Company's Management** - the executive body and members of the Board of the Company
- **Company's Resources** - the funds, property, opportunities, corporate inventories, and sources of income that ensure the stability of the Company's operations and profits
- **Competitor** - a natural person, an individual entrepreneur or a legal entity that provides services (performs work, sells goods), similar to services (works, goods) that the company provides (performs, sells) the Company
- **Compliance Officer** - the officer responsible for coordinating business ethics activities in the Company
- **Conflict of Interest** - a situation where the personal benefit (direct or indirect) of a member of the Company's Management or an Employees of the Company is in conflict with the Company's rights and legitimate interests, and which affects or may affect the proper, non-prejudicial and unbiased performance of his/her official duties (exercise of powers), or would be to the detriment of the legitimate interests and/or goodwill of the Company
- **Corruption** - abuse of official position, bribe-taking, bribe-giving, abuse of powers, graft or other illegal use by an individual of his or her official position or status of the body he or she represents regardless of the legitimate interests of society and the state in order to obtain benefits in the form of money, valuables and other property or property related services, other property interests, advantages or privileges for himself/herself or for third parties, or illegal provision of such benefits to specific person by other individuals
- **Counterparty** - an individual or legal entity with whom/which the Company has concluded or plans to conclude a contract, for example, on providing services (performing work, supplying goods), etc.
- **Employee** - a person who has a labor relationship with the Company and who performs work directly under an employment contract, as well as other persons contracted through an agency or under a civil law contract
- **Gift** - any value (goods and/or services) provided without the expectation of receiving anything in return
- **Insider Information** - specific non-public information directly or indirectly related to the Company, its securities or derivatives that may have a material effect on the price of such securities or derivatives if released in the public domain.

## 1. GENERAL PROVISIONS

**1.1.** The Code of Ethical Conduct of ONE Telecommunications SHA (the "Company") (referred to further as the "Code" or the "Code of Ethical Conduct") comprises a set of general principles of professional ethics and basic rules of conduct by which the Company's Management and Employees should be guided regardless of the position they hold in the Company.

**1.2.** The Company's Management and Employees shall be guided by the rule of law, human rights, democratic principles, and standards of highly ethical behavior, and must observe the provisions of this Code.

**1.3.** This Code has been developed based on current laws of the Republic of Albania and the provisions of the Company's Charter (the "Charter") and Company's internal regulations, as well as with consideration or generally accepted norms of corporate and business ethics, and best international practices in compliance and corporate governance.

## 2. THE PURPOSES AND OBJECTIVES OF THE CODE

### 2.1. The purposes of the Code are as follows:

- Identifying and inculcating the fundamental values, principles, ethical standards and rules of conduct that Company's Management and Employees must adhere to in their day-to-day activities, and which are aimed at improving the Company's profitability, efficiency and overall success;
- Creating and fostering a sustainable corporate culture that affirms the Company's unwavering commitment to upholding the highest standards of business conduct both internally and in its dealings with third parties;
- Inculcating and reinforcing the general ethical principles in order to prevent potential Conflicts of interest, as well as prevent or detect any instances of fraud or abuse;
- Maintaining and enhancing the Company's goodwill and strengthening its reputation as an honest, reliable Business Partner.

### 2.2 The objectives of the Code are as follows:

- Determining the underlying basis for the Company's relationships with all stakeholders;
- Preventing Conflicts of interest or revealing any that may exist and effectively resolving them;
- Ensuring that internal corporate standards are understood and applied by the Company's Management and Employees in their day-to-day work.

## 3. THE SCOPE OF THE CODE

**3.1.** The Code is a Company's internal regulation; as such, compliance with it is mandatory for all Company's Management and Employees, regardless of their position, as well as for all Board Members and key corporate function holders.

**3.2.** All persons enumerated above must read the Code, understand its content, and adhere to the principles and rules stipulated therein (see p. 8.3).

**3.3.** The Code may also apply to other parties if this is expressly stipulated in their contractual relationships with the Company and/or is determined by the nature of the Company's relationship with them.

## 4. THE COMPANY'S VALUES AND ETHICAL PRINCIPLES

**Our fundamental values and ethical principles are basic foundations of the Code.**

### 4.1. The Company's fundamental values are:

- **Integrity**

We base our relationship on integrity - We are open and transparent with you. We do not promise more than we can do, and we always do what we promise. If we make a mistake, we will accept it, apologize and make the right thing. We grow responsibly in line with the society in which we operate.

- **Competence**

The Company defines professionalism as the ability to solve problems of any level of complexity under optimal terms and with a high degree of quality. We connect you at all times with your loved ones as well as with the world and we accomplish this better than anyone else.

- **Relevance**

We live HERE, with you, every day. We speak your language and know your needs better than anyone else. We give you what you need. NOW.

- **Friendliness**

We have confidence in ourselves, but we are not aggressive. On this journey we are with you, our customers. We know how to be successful, but we also know how to have fun throughout the process.

- **Beyond**

We are always looking for ourselves more than your expectations. We take care of you and try every day to offer the best possible service, then we go beyond to improve it even more.

#### **4.2. The fundamental ethical principles of the Company are:**

- **Complying with laws and regulations**

The Company strictly complies with the requirements of the laws of the Republic of Albania and applicable international legislation, as well as Company's internal corporate bylaws, rules, standards, and procedures.

- **Social responsibility**

The Company is committed to protecting the environment, ensuring the professional management of occupational health and safety standards for Company's Management and Employees, and paying salaries in a timely manner.

- **Environment**

Environment protection remains one of the most prominent pillars of social responsibility strategy at One Telecommunications due to its importance. Our objective to protect and preserve the environment is made possible through specific programs implemented within our company and those oriented towards the general public.

One Telecommunications supports projects which bring new ideas that promote and encourage sustainable development regarding environmental issues. It is worth mentioning our support for several years in a row of many national competitions on this respect. The core of our engagement towards improving the environmental situation is our contribution on increasing the green areas, backing up and building recycling infrastructure, the building of parks and raising awareness among citizens concerning environmental protection.

- **Education**

Education for us is one of the most important sectors when it comes to our country's development in all its dimensions. For many years we have contributed by improving the IT infrastructure in several universities, such as, Polytechnic University of Tirana, Agricultural University of Tirana etc. Furthermore, we have supported many reconstruction projects of school buildings in different levels of education, equipment of kids in need with school supplies etc.

Internship programs for students have been in place in years at One, giving them the opportunity to gain work experience and develop useful skills to perform better in their future careers.

Considering the importance of education holds, One will always be present playing its role in improving this crucial sector of our society.

- **Healthcare**

One Telecommunication's contribution towards healthcare system has been constant and various, aiming to contribute to its improvement. Throughout the past years One has contributed to building and upgrading the IT infrastructure at several public hospitals. It has contributed significantly to increasing the capacities of hospitals by equipping them with diagnosing devices which are very important for treating the patients. Furthermore, another important contribution is our support for several hospitals regarding the improvement of physical infrastructure and several hospital premises.

It should not be left unmentioned our efforts to encourage the culture of voluntarism among our colleges, customers, vendors and business partners. On this basis, certain initiatives and programs have been developed to help helped many institutions as well. That way, we believe to have had a positive impact on the development of our culture of responsible citizens.

- **Art and Culture**

Our social programs aim to contribute to improving the quality of life of our citizens. There is no healthy and fulfilled society without a qualitative and developed art and culture. One supports and stimulates the development of artistic and cultural projects of various forms and genres.

We have been present with our contributions at several public libraries in Tirana, helping to enrich them with books and infrastructure. Our constant collaboration with the Academy of Fine Arts, through some specific projects, has enabled many young artists to develop their talents.

One Telecommunications will continue to support artistic and cultural events, aiming to further advance the capacities of cultural and artistic progress in the country.

## 5. PRINCIPLES AND STANDARDS FOR INTERNAL CORPORATE CONDUCT AND ETHICS

**5.1.** The Code is rooted in the fundamental values and ethical principles of the Company presented in see Section 4, which reflect the purpose of the Company and its aspirations. The present section provides guidance on how these fundamentals should manifest themselves in the choices, actions and behaviors of employees in the broad business context. This guidance includes Principles, Standards and Norms of corporate conduct and ethics. Effective implementation of and compliance with the rules for ethical business conduct is mandatory for the Company's Management and Employees, without exception, regardless of their position or experience. The Company's Management and Employees are responsible for meeting these requirements.

**5.2.** The Company appreciates the work of the Company's Management and Employees and believes that it is responsible for inculcating and preserving a team-based atmosphere marked by benevolence, professionalism, mutual respect, cooperation and sustainability. It seeks to maintain a corporate spirit that unites the Company's Management and Employees, regardless of their position or title, into a single team of professionals with a common goal.

**5.3.** The Company sets ambitious goals for itself and is confident that achieving them in the contemporary world is possible only through the continuous professional development of Company's Management and Employees and training to raise their level of professional qualifications.

**5.4.** The Company considers it necessary to build relationships with the Company's Management and Employees on a long-term basis, demonstrating trust and openness to dialogue.

**5.5.** The Company does not tolerate discrimination, or any form of persecution based on national, gender, age, cultural or other characteristics.

**5.6.** The Company and the Company's Management and Employees share common values, and consciously and conscientiously fulfill their mutual obligations.

**5.7.** The Company believes that it has a responsibility to the Company's Management and Employees to:

- ensure stable, decent wages and working conditions that comply with the provisions enshrined in the laws of the Republic of Albania;
- ensure the proper level of labor protection and occupational safety in accordance with the requirements enshrined in the laws of the Republic of Albania and Company's internal regulations;
- provide social security benefits, medical assistance and other elements of its corporate social responsibility (CSR) obligations within the framework of Company-implemented programs;
- build long-term relationships with the Company's Management and Employees, instill confidence in them, and foster an open dialogue;
- develop and improve the Company's training, motivation, and Employee assessment and performance evaluation systems;
- support the Company's Management and Employees' initiatives and aspirations for self-development to enhance their professional competencies and ability to perform complex tasks.

**5.8.** In turn, the Company's Management and Employees' responsibilities to the Company include the following:

- conscientiously perform their duties and bear personal responsibility for the results of their work;
- improve their professional knowledge and skills, and strive to find solutions that increase labor productivity and reduce the Company's costs;
- observe labor discipline and occupational safety rules;

- maintain an appropriate attitude of respect toward colleagues, managers and subordinates;
- handle the Company property with due care, ensure its effective use to achieve results, and not permit the use of corporate assets for personal purposes;

**5.9.** The Company's Employees conduct their professional activities in accordance with the Company's goals, while adhering to the norms adopted for Employees on the basis of the following standards:

- **Professionalism:** All business relationships of Company's Management and Employees must be carried out on the basis of high professional standards, comply with best business practices, and not contravene the Laws of the Republic of Albania or the Company's internal regulations;
- **Responsibility:** The Company's Management and Employees are personally responsible for their individual actions and decisions and are not entitled to delegate responsibility to other Employees;
- **Integrity and objectivity:** All managerial decisions and actions by Company's Management and Employees must be fair and objective. A prejudicial attitude, either to their duties or toward colleagues, is not allowed;
- **Honesty:** The Company makes every effort to prevent any situations in which the personal interests of Company's Management and Employees may be in Conflict with the interests of the Company. Any abuse of official authority for their own benefit or for the benefit of third parties, or to the detriment of the Company and its shareholders, must be excluded, and all necessary corporate procedures/approvals for concluding transactions involving related parties must be carried out/obtained on a preliminary basis;
- **Be intolerant to any manifestations of Corruption.**
- **Image and reputation:** Management decisions and Employee actions must be consistent with the goals of maintaining a positive image of the Company. Company's Management and Employees must make every effort to prevent any situations where their actions could negatively affect the Company's business reputation;
- **Respect and trust:** The Company's Management and Employees, regardless individual position, should treat their colleagues with understanding and respect. Respect and trust contribute to greater efficiency, help reduce bureaucratic and administrative barriers, and allow Company's Management and Employees to remain a dynamic, efficient team;
- **Confidentiality:** Company's Management and Employees must ensure the safety and protection of any confidential information, including information constituting commercial secrets and insider information of the Company (subject to the requirements of the laws of the Republic of Albania and Company's internal regulations), the misuse of which could cause damages to the Company.
- **Transparency:** The activities of Company's Management and Employees must be aimed at ensuring informational openness and transparency by providing all relevant parties with reliable, complete, and objective information about the Company's activities when necessary and not in contravention of the Laws of the Republic of Albania, and provided that relevant confidentiality requirements are duly observed.

**5.10.** The Company expects the Company's Management at all levels to be exemplars of ethical behavior. In particular, senior management must lead by example and should set the "Tone at the Top", meaning they should demonstrate ethical behavior patterns to Employees and serve as the inspiration for the Company's corporate culture by encouraging all Employees to conduct themselves ethically in all circumstances.

**5.11.** The Company's Management conduct their professional activities in accordance with the standards defined in paragraph 5.9 and adhere to the following principles and norms of conduct by:

- complying with relevant laws and Company's internal regulations, as well as agreements and Employment contracts;
- ensuring that Employees' work premises meet all required safety norms and provide a comfortable workplace environment;
- preventing any manifestations of discrimination on the basis of gender, political, religious and national grounds in respect to Employees in matters involving hiring, compensation and promotion;



- assigning tasks to Employees so that subordinates clearly understand the underlying goals of the tasks in question, as well as their significance for the Company and their personal role in the relevant decisions;
- fostering an atmosphere of openness in business communications and maintaining a team spirit, sense of responsibility, and aspirations for professional improvement and innovation among all Employees;
- delegating the necessary authority to subordinates to carry out assigned tasks and giving them the required independence;
- providing access to the information that Employees need to perform their job duties and providing channels for giving feedback;
- prioritizing effective means of incentivizing Employees through appropriate recognition of their professional achievements;
- respecting the right of Employees to participate in trade union activities;
- creating proper conditions for Employees' professional training and development and assisting in the formation of the Company's Employees reserve.

## 6. RULES OF BUSINESS CONDUCT FOR EMPLOYEES' MUTUAL RELATIONSHIPS AND DEALINGS WITH EXTERNAL PARTIES

### General rules for Employee interactions within the Company

**6.1.** Interactions within the Company are grounded in the principle of respect for the individual and a focus on results in order to successfully resolve professional problems and maintain constructive relationships within work teams.

**6.2.** The Company encourages:

- polite, tactful interactions among colleagues, which help foster an atmosphere of mutual understanding and cooperation;
- the exchange of experience and information as well as mutual assistance among colleagues toward
  - the common goal of achieving better results;
  - punctuality, precision and timeliness in carrying out Employees' obligations to the Company and to their colleagues;
- rational use of Employees' own working time as well as that of their colleagues. Protection of Company property and Resources

**6.3.** The safeguarding of property and assets owned, used or handled by the Company, is an important element in ensuring its stable growth and future prosperity. The Company's property includes a production plant and machinery, office equipment, expendable materials, intellectual property, and other means of production used in its day-to-day operations.

**6.4.** The Company's Management and Employees should handle the Company property and assets with care and ensure the efficient usage of such assets so as to achieve results at the lowest possible cost.

**6.5.** The Company's Management and Employees must not use the Company property and assets for anything other than their designated use or for their own personal purposes or gain.

### Confidentiality

**6.6.** Information containing trade secrets, personal data and other information on the Company's operations and development play a significant role in shaping its ability to compete in the market. Any disclosure of confidential information may prove detrimental to the Company's interests and reputation. It is therefore the duty of the Company's Management and Employees to protect such information.

**6.7. When handling such information, the Company's Management and Employees must observe the following rules:**

- confidential information may be used only as a part of one's duties in accordance with corporate procedures in effect;
- The Company's Management and Employees' obligation not to disclose confidential information continues after the individual leaves the Company, unless otherwise agreed;
- not only the corporate intellectual property must be handled with care and respect, but also the information owned by the Company's Business Partners that the Company has been granted access to while working with them. The Company's intellectual property, including innovations developed by its Employees, may be used only in the Company's interests;
- when working with confidential information, authorized technical security measures must be used to protect such information.

**Conflicts of interest**

**6.8.** Any conflict between the interests of the Company and the interests of the Company's Management and Employees can have an adverse effect on the performance and quality of work, causing damage to the Company. Thus, the Company seeks to preclude such situations from arising. In this regard, the Company deems it necessary that the Company's Management and Employees adhere to the following requirements:

- In making a decision on a business matter, the Company's Management and Employees must be guided exclusively by the interests of the Company. Personal or family circumstances should not have any influence on the Company's Management and Employees' judgment as to which actions best correspond to the interests of the Company;
- The Company's Management and Employees should avoid financial or other links that could cause a Conflict of Interest and interfere with their ability to perform their duties at the Company in good faith;
- If the Company's Management and Employees or their immediate family members hold any financial interest, direct or indirect, in a competitor a supplier or a customer of the Company (or their affiliated persons), they must inform their immediate supervisors accordingly;
- The Company's Management and Employees should not hold any equity interest or securities in the business of a Business Partners or Competitor, nor receive loans or guarantees from them, take membership in their management bodies, act as their agent or representative, or in any other way be financially interested in the performance of a Business Partner or Competitor organization;
- The Company's Management and Employees should not act as an immediate supervisors of immediate family members or participate in their promotion within the Company or in the assessment of their work performance or compensation, including salaries, bonuses, etc.;
- Company's Management and Employees must not use their official positions for personal gain.

**6.9.** If the Company's Management and Employees find themselves exposed to a Conflict of Interest, they should follow the Company's policies<sup>3</sup> in reporting this Conflict of Interest and refrain from participating in any discussions and decision-making procedures pertaining to the matter that had brought about this Conflict of Interest.

**Gifts or other benefits**

**6.10.** The Company allows the receipt or donation of business Gifts only if it is consistent with accepted business practices and does not violate existing laws and ethical standards.

**6.11.** Giving Gifts and providing hospitality are restricted to an annual limit of one or several Gifts with a total value not exceeding ALL 20 000 (twenty thousand Albanian Lek).

**6.12.** Gifts, invitations to corporate functions where hospitality will be provided, and the provision of various services to or by Business Partners can help further long-term business relationships. However, they should not diminish the need to act responsibly and adhere to professional requirements for working with existing or potential Business Partners.

**6.13.** When determining whether to accept a Gift of any kind from a Business Partner or, alternatively, whether to give a Gift, Company's Management and Employees must abide by the following rules:

- The Gift should not imply any obligation for the recipient to the giver;
- The cost of a Gift should be commensurate to the occasion and the specific nature of the business relationship between the recipient of the Gift and the Gift giver and/or Company;
- The Company's Management and Employees cannot accept or give any Gifts of a monetary nature, including cash money, securities, precious metals, gems, loans, certificates, Gift cards and discounts and services provided on non-standard terms and conditions. Likewise, they cannot accept invitations to or attend any events from which binding obligations could arise.
- These rules also apply to the Company's Management and Employees' family members and close relatives, including spouses; adult and minor children, both natural and adopted; full siblings and half brothers and sisters; and parents and adoptive parents.

### **Preventing the use of insider information for personal gain**

**6.14.** In carrying out our their responsibilities, the Company's Management and Employees often come across or gain access to information about Company activities that the Company has not yet publicly disclosed.

Additional information on the resolution of the conflicts of interest should be included in the Company's Conflict of Interest Policy.

**6.15.** If their responsibilities require handling or otherwise having access to such information, the Company's Management and Employees should refrain from using it for personal gain in the securities market and from any unauthorized disclosure of such information.

### **Financial statements and management accounting**

**6.16.** The Company seeks to consolidate its reputation as a transparent, bona fide market player. Thus, it strives to ensure that all data used in its accounting operations and presented in its financial statements are precise, reliable and in strict compliance with the Laws of the Republic of Albania and applicable international laws as well as the rules and principles set forth in this Code.

**6.17.** The Company adheres to clearly defined standards that are intended, above all, for those among the Company's Management and Employees who are in charge of keeping financial and managerial records and drawing up relevant reports:

- business operations are recorded fully and accurately in financial statements and other accounting records in accordance with the Company's commitment to transparency in all of its activities;
- strict adherence to internal control procedures ensures the reliability of financial recordkeeping and accounting;
- accounting documents are kept and used in compliance with the requirements of applicable laws and regulations.

### **Preventing bribery, fraud and corruption**

**6.18.** In all areas of its operations, the Company operates strictly in accordance with the provisions of law. We do not tolerate illegal business dealings, bribery, Corruption, insider trading in securities, fraud, or money laundering, no matter what form such illicit behavior may take. When fulfilling their job duties, Company's Management and Employees must be guided only by the interests of the Company.

**6.19.** In its day-to-day operations, the Company is governed by the laws of the Republic of Albania and applicable foreign anticorruption laws. The principles set forth in this Code and the provisions of Company policies for countering corporate fraud and Corruption serve to confirm the Company's commitment to upholding international standards for fighting Corruption.

**6.20.** The Company takes preventive measures to counter all forms of corporate fraud, intentional misstatement of financial data, acts of Corruption, embezzlement, willful damage and other wrongdoing relating to Company assets.

## 7. RELATIONS WITH STAKEHOLDERS

**7.1.** Partnerships based on long-term, fruitful, confidential and mutually beneficial relations with shareholders and investors, government authorities, Business Partners, and society at large are a major resource for the Company's further growth, enabling it to achieve its strategic objectives. At the same time, however, shareholders and investors, government authorities, society at large, public organizations, Business Partners, clients and Competitors are stakeholders that are external to the Company.

### **Shareholders and investors**

**7.2.** The Company respects in equal measure the rights of its shareholders irrespective of the number of shares they hold. It maintains an effective dialogue with them, striving to justify their trust and confidence by making good on its commitments as regards development and paying dividends.

**7.3.** The Company strives to strike a balance between short- and long-term financial results from its operations, while maintaining creditworthiness and sufficient liquidity of its securities. This is achieved, among other means, through managing operational, environmental and financial risks, observing laws and complying with the rules and procedures of corporate governance and internal control.

**7.4.** By publishing reliable, up-to-date information about its activities in a form that is readily accessible and understandable to investors, the Company ensures the information rights of shareholders, other investors and stakeholders.

### **Government authorities**

**7.5.** Operating in the Republic of Albania and other countries, the Company liaises with local government authorities on a continuous basis and strives to build constructive relationships with them, guided by the provisions of applicable laws and stringent standards of corporate conduct and business ethics. This helps to expand the Company's opportunities and creates favorable conditions for the further growth of its business..

**7.6.** The Company meets all legal requirements for entrepreneurial activities, pays its tax liabilities and salaries in full, and professionally manages any matters related to safeguarding the occupational safety and health of Company's Management and Employees and ensuring workplace and environmental safety.

**7.7.** The Company does not take part in financing of any political parties or movements and the Company's Management and Employees must inform their immediate superiors about any participation or intentions to participate in public politics.

### **Business Partners**

**7.8.** The Company interacts with its Business Partners (customers, suppliers, contractors, consultants) based on long-term cooperative relationships grounded in mutual benefit, respect, trust, honesty and justice.

**7.9.** The Company conducts business only with reliable Business Partners, who engage in legitimate activities:

- It faithfully fulfills its contractual obligations to Business Partners and demands the same from them;
- The Company always strives to resolve any disputes that may arise from its business activity by legal means, through negotiating and seeking mutually acceptable compromises;
- The Company always takes into account the requirements of the laws of those countries where it conducts business operations.

## Competitors

**7.10.** Shoqëria respekton konkurrentët e saj dhe ndëvepron me ta në përputhje me standardet e njohura përgjithësisht të etikës së biznesit, duke respektuar ligjet antitrust në fuqi në vendet ku ajo kryen biznes.

**7.11.** Çdo manifestim i konkurrencës së pandershme apo abuzimi i një pozicioni dominues në aktivitetet e Shoqërisë është i papranueshëm:

- Shoqëria respekton rreptësisht legjislacionin antitrust të vendeve në të cilat ajo operon;
- Menaxhimi dhe Punonjësit e Shoqërisë duhet të shmangin deklaratat e ashpra kundër konkurrentëve dhe nuk kanë të drejtë të kritikojnë në mënyrë të paarsyeshme produktet dhe shërbimet e tyre;
- Nëse lind ndonjë situatë e vështirë në marrëdhëniet me konkurrentët e Shoqërisë, menaxhimi dhe punonjësit e Shoqërisë duhet të konsultohen me supervisorët e tyre të drejtpërdrejt për udhëzime.

**7.12.** Menaxhimi dhe punonjësit e Shoqërisë mund të marrin pjesë në punën e organeve drejtuese të subjekteve korporative që nuk janë të lidhura me Shoqërinë vetëm nëse Menaxhimi i Shoqërisë e ka miratuar një pjesëmarrje të tillë.

## 8. APPLICATION OF THE CODE

### Compliance with the Code

**8.1.** Company's Management and Employees must comply with the rules and regulations established by the Company. Any violation of the norms of this Code may lead to the imposition of administrative sanctions, a decrease in the effectiveness of the Company's operations, and the incurrence of losses, which would directly affect the well-being of the Company's Management and Employees.

**8.2.** Each employee is responsible for complying with ethical standards. Strict compliance with this Code is mandatory for all employees, regardless of the position they hold in the Company.

**8.3.** All the Employees of the Company must familiarize themselves with the Code and provide a signature affirming their familiarity with the Code during the onboarding process when they first join the Company as well as on an annual basis. In addition, the Company periodically conducts reviews of the employees' knowledge of the standards set forth in the Code.

### Reporting suspected violations

**8.4.** If the Company's Management and Employees have questions about the application of the norms and rules of this Code, or he/she is unsure about whether his/her actions or decisions are in accordance with these norms, he or she should seek guidance from his/her immediate supervisor, ask Compliance Officer, or send an enquiry via email at [complianceoffice@one.al](mailto:complianceoffice@one.al).

**8.5.** If an employee believes that another employee has violated or is possibly in violation of the provisions of the Code, he or she should report this in accordance with the procedure provided for in the Code. Reports of violations or alleged violations may be sent:

- directly to one or more of the following: [please, indicate functions and units that apply. These may include the employee's supervisor, the Company's Management, the Compliance Officer, the Internal Audit function or a dedicated function of the Company specifically tasked with handling of such reports];
- via email at [complianceoffice@one.al](mailto:complianceoffice@one.al).

**8.6.** If the individual filing a report cannot or does not wish, for whatever reason, to give his or her name to make it possible to contact him / her, he or she should provide sufficient information to conduct a thorough investigation of the reported violation.

**8.7.** The Company will appreciate that any interested person who is not an employee of the Company (for example, a supplier of products or services to the Company, an investor, etc.) will also report on known violations by the Company's employees. Such reports can be filed by email [complianceoffice@one.al](mailto:complianceoffice@one.al)

**8.8.** The person receiving such reports must verify their authenticity independently or with appropriate assistance from relevant services. If the facts provided in the report are ascertained, the relevant verification materials and recommendations for further action are sent to the Compliance Officer and the Company's Management.

**8.9.** If a reported fact concerns a violation of the law, then the responsible Company official must forward the information to the appropriate Company bodies. If information concerning the commission of actions (or failure to act) that may constitute a criminal or administrative offense is verified as reliable, such information should be forwarded to the appropriate law enforcement agencies. If a violation of the Code does not, however, represent a legal issue, the following sanctions may be imposed on the offending employee: cancellation of an annual bonus or other incentives, postponement of promotion to higher positions.

**8.10.** If grounds exist for potential legal prosecution, however, the option of formally disciplining the offending employee may also be considered.

**8.11.** If a report on a violation is deemed reliable and truthful, each person involved in reporting the violation will enjoy a guarantee of confidentiality regarding his/her identity and immunity from prosecution of any kind. If a report was filed with the intention of disseminating false information, however, or if the reporting individual actually committed the offense himself or herself, then he/she may be held liable and appropriate punitive measures may be imposed.

### **The Compliance Officer**

**8.12.** Compliance Officer is a holder of a control function, which enjoys operational independence from Company divisions and acts exclusively in the interests of the Company as a whole. It issues decisions concerning business and corporate ethics and compliance with laws and regulations, corporate governance rules and internal control procedures, which the Company's Management and Employees must adhere to and carry out in their day-to-day work.

**8.13.** The work of the Compliance Officer is governed by regulations approved by the Company's Executive body.

**8.14.** A key element of the Compliance Officer's work is to draft the Company's Code of ethical conduct, including making any amendments or additions to it and organizing their discussion by the appropriate Company employees.

**8.15.** The Compliance Officer assists the business units in properly applying and implementing the provisions of this Code. It makes decisions on and issues recommendations for the practical application of the Code by Company's Management and Employees in their day-to-day business activities. It also participates in resolving any Conflicts of interest that cannot be resolved satisfactorily at the branch or subsidiary company level.

## **9. COMPLIANCE WITH RULES OF BEHAVIOR**

ONE Telecommunications expects its Board of Management members, managing directors, executives and employees to behave in line with the Code of Ethical Conduct.

Any breaches of these rules, legal obligations, or of internal policies and regulations may have serious consequences not only for the individuals committing them, but also for ONE Telecommunications. Therefore, deliberate misconduct will not be tolerated.

Without any exception, ONE Telecommunications will severely sanction any such misconduct or violation against legal provisions. In doing so, ONE Telecommunications will take no account of the employee's rank or position within the Company.

ONE Telecommunications creates a climate and atmosphere free of any fear of negative consequences to encourage employees to communicate violations and misconduct, if necessary

### **ANNEX: QUESTIONS AND NOTES**

The direct superiors are the first port of call for any questions regarding the application of the Code of Ethics in employees' everyday work. In addition, the "Ask me!" advice portal has been set up to help resolve uncertainties as far as compliance-relevant behavior is concerned. Serious misconduct must be announced for prevention purposes and for appropriate sanctions. For this reason, the "Tell me!" whistleblower portal has been established.

## “ASK ME!” PORTAL

Compliance-relevant questions regarding the Code of Ethics and internal policies can be addressed to the “Ask me!” advice portal.

Contact information for “Ask me!”  
E-mail: [complianceoffice@one.al](mailto:complianceoffice@one.al)

## 10. PROCEDURE FOR ADOPTING OR MODIFYING THE CODE

**9.1.** Any employee may propose amendments to this Code by emailing their proposals to [complianceoffice@one.al](mailto:complianceoffice@one.al)

**9.2.** The Compliance Officer will document and review all the duly submitted proposed amendments and additions to the Code. When the Compliance Officer accepts changes to the Code, the new version of the Code is submitted to the Company’s Board for review and approval. Once the Code takes effect in accordance with the relevant corporate procedures, its provisions become binding for Company’s Management and Employees.

**9.3.** The full text of the Code is published on the Company’s official website at [www.one.al](http://www.one.al)

## “TELL ME!” WHISTLEBLOWING PORTAL

Information concerning possible violations of legal obligations or internal policies and regulations can be reported through the Tell me! whistleblower portal. Nobody making a report to the portal will suffer any disadvantages, provided they themselves acted in accordance with the applicable legal obligations. These reports should be done to the best of knowledge and belief. Anyone, however, who is carelessly or knowingly making false or unfounded accusations or allegations, must bear the full consequences.

As a matter of principle, ONE Telecommunications encourages its employees to speak directly with their superiors. Thus, problems can often be resolved exhaustively. Should that path be ruled out, reports of misconduct can be made by regular post, telephone or via email. It is also possible to file a report in “Tell me!” anonymously via the Electronic Compliance Form. The anonymous way however should only be used in exceptional cases if you fear serious negative consequences for you personally, e.g., under labor law or consequences of a social nature.

Any information provided will be treated as strictly confidential and will be checked for plausibility by specifically trained persons who are obligated to confidentiality.

Contact information for “Tell me!”

Mail: ONE Telecommunications SHA  
Legal, Regulatory, Compliance & Data Privacy Office  
Rruga: “Vangjel Noti”, Laprake, Tirana, Albania  
Tel: +35542275276  
E-mail: [complianceoffice@one.al](mailto:complianceoffice@one.al)  
Internet: [https://www.one.al/whistleblowing\\_eng/](https://www.one.al/whistleblowing_eng/)

## ANNEX: FURTHER INFORMATION

You can find further information on the Code of Ethics on the Internet of the Company.

Internet: <https://www.one.al/company/compliance/>

Additional useful information can be found below:

- Company’s strategy, which describes the company’s goals.  
Internet: <https://www.one.al/company/who-we-are/>
- ONE Telecommunications Principles, which provide guidance for putting the company’s strategy into practice. Internet: <https://www.one.al/company/who-we-are/>
- Social Charter, under which ONE Telecommunications commits, among other things, to respect and promote human rights (including the ILO’s core labor standards). ONE Telecommunication’s compliance with the Social Charter is surveyed once a year at ONE Telecommunications as part of the Corporate Responsibility Reports Sustainability Report.
- Internet: <https://www.one.al/company/csr-reports/>





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