



# **CORPORATE CONDUCT CODE**

OVOSTAR UNION

This Code, developed in accordance with and on the basis of the current Ukrainian legislation, defines general principles, behavioral norms, and business ethics standards.

The Code might not cover all possible cases and situations but it systematizes overall rules and fundamental conduct principles applicable to all companies of Ovostar Union Group.



# GENERAL PROVISIONS

## CORPORATE CONDUCT CODE

*(hereinafter referred to as the Code)* is a set of moral and ethical rules, principles of business conduct, and values, meant for use by all employees, regardless of their position, based on which employees of enterprises associated with Ovostar Union Group of Companies *(hereinafter referred to as the Group of Companies)* performs their official duties.



## PURPOSE OF THE CODE

is to consolidate organizational norms and key principles of employees' behavior and establish corporate standards of business ethics for employees of Ovostar Union Group of Companies.

## OBJECTIVES OF THE CODE

- establishing the main principles of corporate ethics for the Group of Companies based on the Mission and Corporate Values of Ovostar Union Group of Companies;
- developing of corporate culture;
- maintaining of the employee's focus toward common corporate goals;
- ensuring of employees' awareness of their personal responsibility for the performance of their official duties and their role in the implementation of the Mission of Ovostar Union Group of Companies.

## SCOPE OF THE CODE

This Code contains generally accepted binding rules of conduct that apply to all employees of the Group of Companies, regardless of their position.

All documents of the Group of Companies, including those that refer to relations with customers, business partners, government authorities, competitors, and employees of the Group of Companies, are

developed and approved in accordance with the provisions of this Code.

The Code is approved, amended and supplemented by the decision of the Board of Directors.

The provisions of this Code are binding on all structural divisions of the Group of Companies.

## OUR MISSION

**We work and improve ourselves in order to produce high-quality, environmentally friendly and healthy food for the growing world population.**

## OUR STRATEGY

Our main goal is to strengthen the company's position of a leading producer of high-quality branded products by further promotion of Yasensvit and Ovostar brands, as well as to enhance vertical integration.

## OUR VALUES



**PIONEER  
VISION &  
SUSTAINABILITY**



**PRODUCT  
QUALITY  
& SAFETY**



**PROCESS  
INNOVATION  
& LEADERSHIP**



**PROFOUND  
SERVICE  
& SUPPORT**



**PARTNERSHIP  
& CUSTOMER  
SATISFACTION**



**PERSONNEL  
DEVELOPMENT  
& QUALIFICATION**

# PRINCIPLES OF CORPORATE ETHICS

## PIONEER VISION AND SUSTAINABILITY

The key components of the long-term and sustainable development of the Group of Companies are investments in product safety, technology, high-productive equipment, as well as in human capital.

Strong focus on success is the DNA of Ovostar Union's corporate culture. Our success is measured by the unity of the social, environmental, and economic components of the business.

## SERVICE RULES

Respect for the clients, their culture, country's worth, religion, and political preferences is a shared value for all employees of the Group of Companies.

The key requirements for the employees of the Group of Companies are honesty, decency, competence.

## TRANSPARENCY AND HONESTY

Being a public company, Ovostar Union recognizes Transparency and Honesty as the basis for successful relations both within the company and with partners.

Our business and reputation build upon credibility and transparency which makes our decisions and actions understandable and consistent.

The principles of fairness, justice and transparency shall underlie each and every action and decision taken by the employees.

In their day-to-day work all our employees shall abide by the principles of honesty, transparency and professional ethics.

No employee shall be engaged in any fraud, documents falsification or the like. Any actions that could be classified as deception or manipulation constitute violation of the Code.

We shall in all cases demonstrate decency and transparency.

## RESPECT

The Group of Companies is guided by the principle of respect for its clients, partners and employees. We respect rights and freedoms of all people irrespective of their nationality, social, and legal status. We avoid any signs of discrimination.

The Group of Companies develops conditions for open and constructive communication, maintaining a healthy business

environment. We are always discrete and reasonable in our business communications with colleagues and do not tolerate any kind of interpersonal conflicts.

We do not waste our energy on internal confrontations rather concentrating on mutual development and achievement of common goals. We cooperate and create a platform for progressive learning from each other.

## RESPONSIBILITY

**The Group of Companies and its employees are responsible for:**

- dynamic growth and consistent development;
- operations efficiency;
- constant improvement of the quality goods produced;
- compliance with the shared principles of business conduct and ethics;
- words and deeds;
- acts or omissions;
- observance of the fair competition principles;
- respectful and ethical relationships among employees as well as with the partners of the Group of Companies.

## LEGALITY

The reputation of the Group of Companies is based on careful observance of the requirements of the current legislation of Ukraine and generally accepted rules and norms of international law and business practices. Any illegal activity is prohibited in the Group of Companies. Being supported by the Legal Department, every

employee shall be aware of the laws and regulations applied to their professional sphere.

We protect and promote the interests of the Group of Companies in accordance with legal professional practices that are not harmful to the company's business reputation.

## PREVENTION OF CORRUPTION

Conducting its business operations, the Group of Companies prohibits any corruption schemes.

Employees of the Group of Companies are prohibited directly or indirectly to offer, to promise, to give, or to permit the transfer of any funds, tangible, or intangible values in order to obtain unfair advantage

such as tender results, preliminary agreements, etc. It is forbidden to use the name and reputation of the Group of Companies, its material, financial and other resources, as well as any information which might be recognized as confidential, for the purpose of obtaining personal or in favor of a group of people benefits.

## TEAMWORK

We are tending to achieve common goals.

We believe that mutual understanding and respect, as well as corporate solidarity, clear and benevolent interaction, allows us to realize the Mission declared by the Group of Companies.

We support colleagues, coordinate work aspects with each other, resolve our conflict constructively, build and develop a team, form the unity of team vision.

Being together, we are meeting challenges and achieving our best results.

## PROFESSIONALISM

We are a closely-knit professional team of like-minded people that leads Ovostar Union Group of Companies forward.

We are confident that experience and thorough knowledge of our business, as well as continuous improvement, initiative, and innovation will allow us to achieve our goals.

Each of us recognizes the impact and importance of our activity on common results and considers that our duty is to make a significant contribution to the overall prosperity of the Group of Companies. We possess a wide full-complete range of professional knowledge and skills, constantly improving backgrounds in accordance with the environmental changes, professional requirements and management goals for which the Group of Companies shall create the conditions necessary.

# BUSINESS CONDUCT RULES

## FAIR COMPETITION

Ovostar Union Group of Companies conducts its activities in strict accordance with the laws and rules of fair competition and adheres to equal competitive conditions.

For employees of the Group of Companies, it is

prohibited to participate in any anti-competitive agreements, provide any concerted actions to achieve unlawful advantages in competition, as well as disclose confidential information, or disseminate any false information about the Group of Companies or competitors.

### We do:

- attend professional meetings with a clear and transparent program and schedule.

### We avoid:

- sharing any information about the company with our competitors;
- disclosing information about tenders, business conditions, clients to any external parties.

## CONFIDENTIALITY

Any information, except the public one, including receiving one because of employee's professional area, is confidential and can not be disclosed to both external and internal parties if it is not obligatory because of their business or governmental profile.

Once employed by the company, the employees undertake legal and ethical commitments not to divulge

confidential information as well as information marked as commercial secrets of the Group of Companies.

Employees are obliged to fulfill obligations during the employment period as well as after dismissal from the Group of Companies.

## RELATIONS WITH GOVERNMENT INSTITUTIONS AND LOCAL COMMUNITIES

Based on the principles of legality, honesty, partnership, mutual trust, and steady commitments, Ovostar Union Group of Companies strives to build and maintain sustainable and effective relations with governmental and local authorities.

Corporate Social Responsibility to employees, their families, and society as a whole is considered as a substantial issue of the three-party beneficial interaction between state, business, and society.

The Group of Companies does not participate in any political activity and does not finance any political institutions.

The Company's employees might fulfill social, religious, or political activities, but only when they are not involved in their professional duty purely in their private spare time not mention the name of the Group of Companies and not use its resources.

## RELATIONS WITH MEDIA

Ovostar Union Group of Companies constantly interacts with the media and builds communication on the principles of openness and transparency.

The strategic marketing department is responsible for any interaction with the media and is dedicated as a source of official information about the Group of Companies.

Ovostar Union Group of Companies does not allow the dissemination of inaccurate information, distortion of facts, which could harm the Company's reputation, its clients, partners, and competitors.

Exclusively, the TOP-managers and dedicated authorized persons of the Group of Company have the right to speak publically on behalf of Ovostar Union Group of Companies.

All employees must recognize that any their statements and declarations might be perceived as the official position of Ovostar Union Group of Companies and acquire wrong interpretation, which leads to the disclosure of commercial secrets and affects the image and reputation of the Group of Companies.

Transferring any commercial information and documents to the media or any third parties is a violation of corporate ethics and this Code.

## DISCRIMINATION AND HARASSMENT

Ovostar Union Group of Companies maintains, appreciates, and respects any difference in the personality of the employee and does not limit workforce private diversity.

The company prohibits discrimination, harassment, or intimidation based on personal or political beliefs, gender, age or religious diversity, disability, marital or socioeconomic status.

Any illegal and unethical actions that lead to a misbalance of the working environment and break the regular routine of the Group of Companies is strictly prohibited.

The Group of Companies declares the inadmissibility of any form of harassment, threats, mental and physical violence towards employees. In case such situations take place it should be reported immediately to the line manager or HR department.

## INTERNAL RELATIONSHIPS

The relationship between managers and subordinates is formed on principles of open and transparent management that provide equal opportunities for any employee to fulfill their duties, maintain the initiative, realize their work specifics and needs, take responsibility for work results, and ensure an impartial attitude and fair assessment of the results of the work of inferiors.

The relationship between subordinates and managers is based on principles of respect, discipline, subordination, and conscientious fulfillment of their direct job duties as well as other tasks of the manager, which might not be mentioned in basic job descriptions, but should be directly related to the scope of the activities of the enterprise unit.

## LABOR SAFETY

We aim to avoid danger and preserve the life and health of our Employees.

The safety and labour protection is a key issue of our Corporate Responsibility.

Work safety is a part of the personal responsibility of each company's employee as well .

Employees should avoid any labour risks by providing predictable, perceived, and secured behaviour.

## ENVIRONMENTAL PROTECTION

Ovostar Union Group of Companies encourages and supports employees' actions aimed at a conscious attitude to the environment. The Group of Companies consistently introduces new

technologies and state-of-the-art equipment to reduce the level of negative impact on the environment including minimization in consumption of material and raw resources.

## ALCOHOLIC OR NARCOTIC SUBSTANCES PROHIBITION

Ovostar Union Group of Companies strives to maintain a working microclimate that contributes to saving employees' health and guarantees their security.

It is prohibited to consume any alcoholic, drug, or other substances which negatively impact safety, behaviour, and productivity and might cause complete disablement and incapacity.



Being under the influence of such substances while performing official duties is unacceptable.

Violation of this rule will result in disciplinary action up to and including termination of employment.

## SMOKING AT THE WORKPLACE

**Smoking in the premises of the Group of Companies is strictly prohibited. Smoking is allowed only in designated areas. Smoking time is deducted from working hours.**

## TASKS FULFILLMENT

All tasks must be completed efficiently and on time. If the employee is not sure that he or she understood the task correctly, they are obliged to clarify the task with the manager. The employee has the right to propose their own performance of the task and receive resources for its implementation.

The manager must ensure that the employee understands the task correctly. Otherwise, the responsibility for improper fulfillment or non-compliance with deadlines will be shared between the employee and their manager equally.

## SUBORDINATION

If for any reason, an employee considers it is necessary to contact senior management, an electronic copy of

the appeal should be sent to the immediate supervisor as well.

# DEVELOPMENT AND CAREER

## DEVELOPMENT AND KNOWLEDGE SHARING

Ovostar Union Group of Companies approves the intention of employees to upgrade their professional level, motivates self-development and acquisition of new knowledge and skills.

We strive to be professionals. Each company's supervisor is a leader, mentor, and example of impeccable business conduct for his subordinates.

The company's employees are obliged to share their knowledge with colleagues for effective and productive functioning.

Ovostar Union Group of Companies constantly develops and upgrades learning procedures that provide effective tools for transferring and sharing knowledge between colleagues.

The programs include internal cross-functional learning, mentorship, business library, practical experience, participation in external conferences and trainings, etc.

Ovostar Union Group of Companies maintains a favorable atmosphere for development and professional growth of employees.

## CAREER PROMOTION

For a successful career within the Group of Companies, it is obligatory to share and implement corporate culture principles, improve own functional performance, and attain new knowledge and skills. All employees of Ovostar Union Group of Companies have the possibility to be promoted in their professional career.

Ovostar Union Group of Companies commits to recognize and expand innovative offerings made for the purpose

of career advancement. Particular attention is paid to equal opportunities for men and women in matters of professional career development.

The Group of Companies tends to knit employee's expectations and the company's needs. Any desire to accelerate career growth is considered and discussed, results are reported and future actions are planned.

# GIFTS AND HOSPITALITY

Ovostar Union Group of Companies allows the possibility of accepting or making gifts that correspond to the generally accepted idea of hospitality and not contradict cases mentioned by the Law of Ukraine about counteraction to corruption.

Any accepted and offered gifts or business hospitality must match the following criteria:

- presented not for the purpose of obtaining illegal advantage or influence;
- acceptable in cost, frequency and continuance;
- not be in a cash form and could not be converted in cash equivalent;
- offered transparently and not connected with tenders;
- not contradict to applicable law.

### We are doing:

- give and receive gifts of reasonable value;

### We are not doing:

- do not require, do not accept, do not admit any presents or an unlawful benefit from any person, directly or indirectly, including cash, valuable gifts, vouchers, certificates and other goods or services with monetary gain;
- do not offer, do not give, do not promise to provide any unlawful benefit that does not comply with requirements for the gift and business hospitality of the Code and current legislation any person including but not limited to authorized persons, legal and government officials.

# APPEARANCE AND DRESS CODE

The appearance of the employees of Ovostar Union Group of Companies is an essential part of the positive business reputation of the company. For this purpose, all employees are obliged to adhere to a business dress code. The appearance should not be provocative or

careless. During working hours, it is required to keep the business outfits for all employees. During presence in company's offices, it is not allowed to wear loose or sporty clothes. Overalls is an exception that is committed because of the functional duties of employees.

It is permitted to wear less strict clothes when it is due to the physiological state of the employee such as pregnancy, injury, etc.

At the end of the week, on Friday, in case of the absence of business meetings, casual business style is allowed (*jeans, T-shirt, etc.*).

Technical, security, and other personnel, whose labor is related to production or cleaning of premises, are provided with the corporate uniform.

Choosing an official outfit, stick to the principle: clothes should share an image of professionalism but not be a way to attract attention.



# CONFLICT OF INTERESTS

**During the performance of functional responsibilities, the Employee should be guided by the interests of the Group of Companies**

Ovostar Union Group of Companies considers its employees as the main value and respects their interests useful for both society and the company.

At the same time, cases should be avoided when an employee has a conflict between personal interests and functional responsibility.

Such a situation might be considered as a threat for the Group of Company and may harm its legitimate interests and negatively affect its activity.

Conflict of interest takes place in case the employee has a personal interest in the area in which they are obliged to fulfill their functional duties that may affect objectivity or impartiality of the decision-making process, as well as the action performed or not during their direct duties execution.

The employee is obliged to independently estimate the conditions and actions that may potentially influence the objectivity of their work activity and promptly report the presence of a conflict of interests to their immediate supervisor. Common situations that could lead to a conflict of interest include, but are not limited to:

- other employment, if it interferes with the performance of functional duties in the Group of Companies;
- providing consulting and other services to business partners or competitors of the Group of Companies;
- employee's ownership or a member of their family of corporate rights in another company that is a business partner or competitor of the Group of Companies;

- the employment of their family members in a company that is a business partner or competitor of the Group of Companies;
- hiring family members of other employees or own relatives in direct subordination.

# INFORMATION RULES

About a possible violation of a general, operational or financial issues.

Employees of Ovostar Union Group of Companies have an unlimited opportunity, without any harm to their position, to report any actions and violations of general operational or financial issues that occur in any division of the company, including violations related to the Company's management.

An employee of the company can notify their manager or another authorized person (*hereinafter referred to as the Trusted person*), whose competence in the area of the suspected violation is, about a possible disturbance. The Trusted person records the employee's appeal, formalizes the evidence of a violation, and submits the appeal to the top-management of the Company for consideration.

The Employee and the Trusted person must adhere to confidentiality and not disclose the subject of the employee's request until the special order of the top-management of the Company comes.

No later than 4 weeks term, the employee will be provided with feedback on the appeal directly from the first person of the Company or a message will be sent about the date of the information audit.

The company guarantees employees confidentiality, protection from any adverse consequences, and the preservation of their financial and job status.

# FINAL PROVISIONS

## COMPLIANCE WITH THE CORPORATE CODE

The Corporate Code is the same for all employees of the Group of Companies.

This Corporate Code establishes mechanisms for supporting and developing the corporate culture of Ovostar Union Group of Companies.

Compliance with the provisions of the Code by all employees of the Group of Companies is a key condition for the successful implementation of the Mission of the Group of Companies and the consolidation of corporate values, protection

of the interests of its employees and business partners.

Ovostar Union Group of Companies is expecting that all employees will be guided by the highest standards of personal and professional integrity in all aspects of their activities and adhere to all relevant laws, rules, norms, and principles of the Group of Companies.

Under no circumstances should employees violate the principles of integrity and jeopardize the reputation of the Group of Companies.

All employees of Ovostar Union Group of Companies voluntarily undertake obligations to comply with the principles, norms, and rules mentioned in this Code.

Each employee is responsible for their own behavior, including compliance with the law, the provisions of this Code, corporate principles, internal regulations, and procedures of the Group of Companies.

## AMENDMENTS OF THE CORPORATE CODE

This code will be developed and altered taking into account the current changes within the Ovostar Union Group of Companies. The Code may be supplemented and / or changed by the decision of the Board of Directors of the Group of Companies.

### IF YOU HAVE ANY QUESTIONS

about the interpretation and application of the provisions of the code, contact with the department of personnel.

