

APN Promise Code of Conduct

Version 1.0



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Our mission

The mission of APN Promise is to understand the needs of our clients and Partners and to help them achieve more. We see our mission in line with compliance standards.

Fulfilling APN Promise's mission is not just about creating and providing innovative solutions and services. It is also about the success of our clients and Partners.

We set the tone at the top for our business Partners. Where appropriate we share compliance standards and values with them.

What is the purpose of this Code of Conduct?

The purpose of this Code of Conduct is to set the requirements for business conduct and business practices with which APN Promise wishes everyone to comply while entering business relationships with APN Promise across Poland and worldwide. It is to ensure that all APN Promise businesses prepare for, respond to and recognize their responsibility to act in compliance with applicable law, internal regulations, relevant standards and to act ethically.

This Code of Conduct defines the minimum standards of business conduct which APN Promise expects its team to comply with - not only employees, personnel, agents, and subcontractors, but also also business partners with whom we cooperate.

As the largest Certified Microsoft Partner in Poland and in the Baltics, we feel responsible for the success of our clients and Partners. That is why one of our most important goals is to understand the needs of our clients and Partners. Our natural environment is technology, so we are constantly improving the quality of our services and applications. We work with passion and even the smallest everyday needs inspire us to create new solutions and services.

By establishing this Code of Conduct and making it the core of your relationship with APN Promise we build a common compliance culture. We recognize your key role in defining and protecting our most important values: Trust, Commitment, Responsibility, Communication and Respect. In APN Promise, we respect our values, comply with them and treat them seriously. Therefore:

- **If you work for APN Promise:** keep in mind, that failure to comply with this Code of Conduct or any APN Promise policy or procedure is taken very seriously and may result in disciplinary action, including termination of your relationship with APN Promise.
- **If you work with APN Promise:** you must ensure that this Code of Conduct and any changes to it are communicated to your employees, personnel, agents and subcontractors and that they are aware of the obligations stemming from this Code of Conduct. This Code of Conduct shall be a supplement to every contract we enter into with you.

What if we don't comply?

If APN Promise or our employees, personnel, agents and subcontractors fail to meet the standards of this Code of Conduct, our clients can suffer harm. The Code of Conduct ensures the minimum standards we all need to uphold, both from a legal and ethical point of view. Our lack of care may have a negative outcome that could have been avoided: not only for our own interest, which may mean losing business, but also for the trust of our Partners and clients in the market place regarding the values we claim to represent.

Our values build our identity

We are the largest Certified Microsoft Partner in Poland and in the Baltics.

Our natural environment is technology, we work with passion for what we do and with respect for needs of our Partners.

We feel co-responsible for the success of our clients and Partners and even the smallest everyday needs inspire us to create new solutions and services. We constantly strive to improve the quality of our services and applications.

Our most important goals are to understand the needs of our clients and Partners and to contribute to their success by doing what we do best.

Our values by themselves may not provide answers to all questions but will be a signpost of how to make decisions.

If you have any questions, please contact the Compliance Officer.

Our core values

At APN Promise we understand that our reputation of upholding standards, integrity and business ethics may be lost. To maintain that reputation, we must follow this Code of Conduct and exercise good judgment in our decisions and actions. We require the same from all our Partners.

During the course of business we may face ethical and legal questions and difficulties. In answering these questions we should always be guided by APN Promise's Five Core Values:

- **Trust**

Trust is the core we build our business relations on with all our stakeholders - clients, advisors, partners, suppliers, resellers, colleagues, shareholders, regulatory institutions and the public. We build trust by fulfilling our promises, complying with the applicable Rules and conducting ourselves ethically. The trust of our stakeholders equals our reputation. We earn it by doing the right thing.

- **Commitment**

One of our greatest assets is our enthusiasm and commitment to what we do. Our passion translates into the results of our work. We are focused on building success: we support proven solutions and propose new ones, striving not only to achieve our goals but even exceed them.

- **Responsibility**

We perform our business activities with due regard to applicable Rules and established principles, using our knowledge and upholding high standards of professionalism. Responsible behavior is the foundation of *how* we do business. We are guided by the awareness that the way we conduct our business reflects on both the reputation of our Partners and our own success.

- **Communication**

We believe in a continuous dialogue with our Employees and Partners. An open channel of communication is a goal that we set for ourselves in relations with our Partners and clients as well as internally. This helps us understand everyone's needs and form an environment based on trust and efficiency.

- **Respect**

Our actions are guided by respect for others and for what is important to them. We value the differences and contributions each team member brings. This principle is transferred to our relationships with our partners and clients. Each person we work with is trying to succeed in their own role. Our goal is to help them and simplify their lives.

Why do we need definitions?

By defining our requirements we help you to understand our values, share them and comply with them to create integrated business environment.

What are the main definitions?

APN Promise	APN Promise Spółka Akcyjna with registered seat on Domaniewska 44A, 02-672 Warsaw, NIP: 5210088682, KRS:0000375933
Code of Conduct	This APN Promise Code of Conduct setting the requirements for business conduct and business practices with which APN Promise wishes everyone to comply while entering business relationships with APN Promise across Poland and worldwide.
Conflict of Interest	Conflicts of Interest are where APN Promise is advising a client, especially a governmental client, on the selection of products and/or services and has a fiduciary or contractual obligation to that client. APN Promise will avoid engaging in business activities that constitute or could create the appearance of a conflict of interest.
Employees	APN Promise employees, personnel, agents, and subcontractors.
Manager	APN Promise Employee who is responsible for contact, management and/or supervision over a group of Employees or Partners.
Partners	APN Promise business partners and their employees, agents and subcontractors as well as their next-tier business partners and their employees, personnel, agents and subcontractors.
Rules	The applicable law and regulations, relevant standards and ethical behaviour, APN Promise Code of Conduct and other applicable APN Promise internal regulations and/or applicable APN Promise Partners` internal regulations or standards which APN Promise or his Partners must comply with, i.e. SCoC, PCoC.
Microsoft`s Supplier Code of Conduct or SCoC	The official Microsoft`s code of conduct, available at https://www.microsoft.com/en-us/procurement/supplier-conduct.aspx?activetab=pivot:primaryr4
Microsoft`s Partner Code of Conduct or PCoC	The official Microsoft`s code of conduct, available at https://partner.microsoft.com/en-us/commercial#/
FCPA	U.S. Foreign Corrupt Practices Act of 1977

Ask yourself!

Our motto is to first demand of ourselves. However, in order to make our values effective, we need your cooperation.

If you have doubts about how to proceed in a given situation, here are some tips that may help you assess the situation:

Regarding Partners or Employees:

- 1) Is it legal and/or moral?
- 2) Is my decision ethical?
- 3) Is it in line with APN Promise's internal regulations or APN Promise Partners' standards which we should comply with?
- 4) Will it impact my situation?

Regarding APN Promise:

- 1) Is it in line with our own values or our Partners' values?
- 2) Is it consistent with the Code of Conduct?
- 3) Will it impact APN Promise's reputation?

If an answer to any of these questions raises doubts, do not take action and consult with the Compliance Officer!

What do we expect from our Employees?

This Code of Conduct provides general rules on what is expected of each of us. In APN Promise, our Employees must abide by this Code of Conduct and, if applicable, the Microsoft Supplier Code of Conduct. Remember that your approach should reflect our values in all situations. This includes complying with applicable Rules. When any requirement of this Code of Conduct applies to APN Promise it also applies to you as an Employee.

Not all situations we encounter are clear. Think twice when you hear "that's a standard practice", "this will stop our business", "everyone does this", "we should concentrate on business first, than on compliance matters".

These are examples of red flags which should give you a sign that you should not proceed, and that you are probably stepping on thin ice. Do not hesitate to ask for guidance if you are uncertain how to behave. You can seek help from your Compliance Officer, and your Managers.

You are also expected to report violations, and suspected violations of this Code of Conduct or the Microsoft Supplier Code of Conduct. If you observe any inappropriate behaviour, please notify the Compliance Officer as soon as possible.

What do we expect from our Partners?

All Partners must act in compliance with the applicable Rules, this Code of Conduct and, if applicable, with the Microsoft Suppliers Code Of Conduct. If the provisions of this Code of Conduct are more stringent than those required by the applicable Rules, Partners are required to apply the provisions of this Code of Conduct. If the provisions of this Code of Conduct are inconsistent with the Microsoft Supplier Code of Conduct, and the Microsoft Supplier Code of Conduct is applicable to Partner, he is required to apply the provisions of the Microsoft's Supplier Code of Conduct.

Partners must also require their next-tier business partners and their employees, personel, agents and subcontractors to acknowledge and implement the Code of Conduct, and, if applicable, Microsoft's Supplier Code of Conduct, in their operations. Partners must promptly inform their APN Promise contact, a member of APN Promise management, or the contact provided at the end of this document when any situation develops that causes a Partner to operate in violation of this Code of Conduct or, if applicable, Microsoft's Supplier Code of Conduct.

APN Promise Partners are expected to self-monitor compliance to this Code of Conduct and, if applicable, the Microsoft Supplier Code of Conduct. However, it is APN Promise's right to audit the Partner and its facilities to confirm that compliance requirements are met. Partners who behave in an unlawful manner or do not comply with the APN Promise Code of Conduct, the Microsoft Supplier Code of Conduct where applicable, or any other Rules risks losing their business relationship with APN Promise. The application of this Code of Conduct is expected to be complementary to any agreement between APN Promise and a given Partner.

If you are a leader

As a leader, you have a special responsibility to shape the work environment in your team.

How you choose to make decisions and handle concerns will be crucial for building trust with your team and our stakeholders.

The trust you build with your team is going to influence your success.

If you have any questions, please contact the Compliance Officer.

This Code of Conduct is not intended to replace, supersede, or conflict with any applicable Rules or contractual obligation with a Partner.

You must be fully aware of the fact that if a requirement of this Code of Conduct or the Microsoft Supplier Code of Conduct apply to APN Promise or our Employees, it also applies to our Partners and their Employees, which include the Partner's next-tier business partners, their employees, personnel, agents and subcontractors.

The Role of APN Promise Managers

How can you shape a compliant work environment in your team?

- Talk to your team about the Code of Conduct. Tell them that you expect work to be done in compliance with the applicable Rules.
- Create an environment where Employees feel comfortable raising concerns and make sure they know you will listen even if they have something difficult to convey.
- Ensure that the people you supervise understand their responsibilities under the applicable Rules.
- You should assess whether your team treats compliance as a serious matter.
- Never influence Employees to achieve business results at the expense of ethical conduct or compliance with the applicable Rules.
- Always counteract and act to stop violations of the Code of Conduct and the applicable Rules by those you supervise.
- Lead by example, by making ethical decisions (setting the tone at the top rule).
- If someone comes to you with a concern, you have a responsibility to listen and act. Addressing problems the right way is key to maintaining trust in APN Promise.

What should you do if someone wants to report a concern to you?

- Focus on your interlocutor and listen to what he have to say. Indicate that the reporting person is doing the right thing by coming to you. Keep in mind that they've just done something requiring courage and they are important to APN Promise.
- Be respectful and take every concern seriously, even if you disagree. You should demonstrate your commitment to the solution.
- Treat the data of the person reporting to you as confidential - avoid talking about a reported case with unauthorised persons.

As a Manager, you should feel empowered to solve problems yourself, but you should consider escalating observed irregularities to the Compliance Officer. If you have questions, including for questions relating to potential bribery or corruption, please contact the Compliance Officer before you take action.

Compete by the rules

How we compete with others is just as important as the result we achieve.

Healthy competition and fair business practices give our clients access to a fair variety of products and services.

Competing fairly ensures that we achieve our goal in accordance with our core values.

In APN Promise we avoid false and misleading statements about our competitors, their products, or their services. Be sure all comparisons to competitors are substantiated, and that they are accurate and not misleading in any way.

If you have any questions, please contact the Compliance Officer.

Trade, Boycotts, Fair Competition and Antitrust Rules

APN Promise shall act in compliance with applicable Rules regarding:

- **Trade**, export, re-export and import Rules, in particular with:
 - *Act of 19 March 2004. Customs Law.*
- **Antitrust and fair competition**, in particular with:
 - *Act of 16 February 2007 on Competition and Consumer Protection as amended.*
 - *Act of 16 April 1993 on Combating Unfair Competition.*
 - *Act of 30 April 2004 on the procedure in matters concerning public aid.*

- **Boycotts**

APN Promise does not participate in international boycotts that are not sanctioned by the United States (U.S.) government or applicable Rules.

- **Working with our Competitors**

It is sometimes difficult to verify whether you are directly competing with another company. However, it is possible that a company with which you are dealing in another context—even APN Promise business Partner—may also be a competitor. Such cases should be handled with specific care.

Unlawful collusion may involve an agreement (even informal handshake) between two or more competitors to limit competition between them.

While contacting with competitors, avoid discussions or collaboration regarding pricing policies, contract terms, costs, marketing and product plans, studies or any other proprietary or confidential information.

You must also avoid any discussion or agreement on dividing clients or territories, stabilize pricing or “bid rigging”. When such a subject is raised or implied by a competitor, you should object and stop the conversation immediately informing your competitor you will not discuss these matters. Our main rules are:

- We avoid any formal or informal agreements that restrict competition.
- We respect competitive bidding processes.
- We do not dictate prices.
- We use verified sources and do not misrepresent while gathering competitive intelligence.
- We do not engage in any illegal activity to obtain competitive information.
- We do not use or disclose competitive information that we are aware was given in breach of a confidentiality agreements.
- We comply with the anti-corruption Rules established by Microsoft.

We are transparent

We are truthful and transparent in our dealings with clients and Partners, and do not secure our success by improper payments.

Gifts and entertainment courtesies

Lack of legitimate purpose or transparency in giving gifts, hospitality, trips, and similar courtesies may be viewed as a bribe, create the appearance of a conflict of interest, or be perceived as improper influence on decision making. If you are not sure if you can exchange a courtesy with a Partner without breaking the Code of Conduct, refer to the Compliance Officer.

Remember: never give anything in expectation of gaining business advantage.

If you have any questions, please contact the Compliance Officer.

Gifts, Entertainment and Anti-Corruption

Anti-corruption

While doing business you may encounter a situation, in which you feel you need to provide something for someone – a favor, a gift, a cash payment – in exchange for their agreeing to do business. Keep in mind, that offering something to someone in order to get or keep business (i.e. a gift, a donation, a ticket) - can be considered corruption or bribery.

Remember: in APN Promise we prohibit participating in bribes or kickbacks of any kind, whether with government officials or individuals in the private sector. This applies especially to relationships with our main Partner - Microsoft.

The long-term trust we build in relations with our Partners or clients is worth for us more than any improper benefit we might get from conducting business improperly. The same applies to situations in which our Partner is suggesting taking actions which could cause a negative consequence for APN Promise or our other Partners. We are not satisfied with the statement that in some cultures bribes or kickbacks are acceptable. We would rather lose business than secure it by any improper action, in particular, but not limited to, bribery.

We are committed to compliance with applicable regulations regarding anti-corruption and money laundering, in particular with:

- *Act of 6 June 1997 - Penal Code, as amended.*
- *Act of 10 September 1999 - Fiscal Penal Code, as amended.*
- *Act of 15 September 2000 - Commercial Companies Code, as amended.*
- *Act of 29 January 2004 - Public procurement law, as amended.*
- *Act of 28 October 2002 on the responsibility of collective entities for acts prohibited under penalty, as amended.*
- *Act of 21 August 1997 on Restrictions on Conduct of Business Activities by Persons Performing Public Functions.*
- *Act of 21 June 1990 on the return of profits unduly obtained at the expense of the Treasury or other legal persons of the State.*

We comply with all applicable anti-corruption and money laundering Rules, including FCPA as well as laws governing lobbying, gifts, and payments to public officials, political campaign contribution laws, and other related regulations.

- Our Employees must not, directly or indirectly, offer or pay anything of value on our behalf (including travel, gifts, expenses, offers of employment and donations), especially to any official or employee of any governmental authority, political party, public national or international organization, or any candidate for political office to improperly influence the decision of such an official or promote the interest of APN Promise.
- We are expected to report signs of any Employees or Partners engaged in unethical activities, corruption, bribery or kickbacks.

What is your responsibility

We expect ourselves and all our Partners to comply with all applicable anti-corruption and, if applicable, anti-money laundering Rules, as well as regulations concerning gifts, lobbying and payments to public officials.

For further guidance, please refer to APN Promise Policies:

- Anti-Corruption Policy.
- Internal Control Procedure related to sales process.
- Anti-Corruption & Anti-Tax Fraud Due Diligence.

As representatives of Microsoft, APN Promise and its Partners, where applicable, must comply in all respects with Microsoft's Anti-Corruption Policy for Representatives as well as the above mentioned APN Promise Policies.

If you have any questions, please contact the Compliance Officer.

Gifts, Entertainment and Anti-Corruption

We use our judgement while exchanging business courtesies.

This applies to giving and receiving gifts, hospitality, and travel. These courtesies can strengthen our position in our relations with Partners and build goodwill between APN Promise and those we do business with. However, gifts, meals, trips or a lack of transparency or justified purpose may be viewed as inappropriate or even as bribes. Such actions may then harm our business.

APN Promise must not, directly or indirectly, offer or pay anything of value (including travel, gifts, hospitality expenses, offers of employment, and charitable donations) to any official or employee of any government, government agency, political party, public international organization, or any candidate for political office to:

- Improperly influence any act or decision of the official, employee, or candidate for the purpose of promoting the business interests of APN Promise, and, if applicable, Microsoft or any other Partner, in any respect, or
- Otherwise improperly promote the business interests of APN Promise or, if applicable, Microsoft or any other Partner, in any respect.

How we build our core values?

- Refuse to offer or pay, directly or indirectly, bribes or kickbacks to anyone.
- Develop relationships free of corruption.
- Prohibit corrupt payments of all kinds, including "facilitating payment".
- Strive for transactions to be transparent.
- When offering or accepting gifts, hospitality, or travel, we make sure they are reasonable and have a legitimate business purpose. They cannot be excessive or lavish. We comply with the applicable Rules of our Partners, such as Microsoft, regarding prohibition of giving gifts of any value to any member of Partner's procurement or its representatives.
- Engage Partners that have a reputation for integrity.
- Do not solicit gifts, hospitality or travel from third parties.
- If any gift, hospitality or travel is offered to government official, Partner or a client, ensure they are reasonable and appropriate.
- Hire candidates based on their merits.
- If making charitable donations, do so to support a legitimate charitable cause.
- If the normal course of business requires delivery of entertainment or meals, they must be modest and infrequent.

How to avoid Conflicts of Interests

APN Promise uses every precaution to avoid conflicts of interests.

Always act in the best interest of APN Promise.

Avoid situations, in which personal relationships or financial interests in another company may influence the decisions made in your professional life.

For further instructions, please refer to the following APN Promise documents:

- Anti-Corruption Policy.
- APN Promise Third Party's Anti-Corruption & Anti-Tax Fraud Due Diligence.

In the event that:

- Potential or actual conflicts of interest occur.
- Your relative is employed by a competitor of APN Promise.

you must notify your Compliance Officer and receive approval for continuing such a business relationship.

We offer our services to everyone

We offer products and services accessible to all users, including users with visual, learning, age-related, mobility, hearing, and speech disabilities.

Conflict of Interest

Conflicts of Interest can arise when our personal relationships or financial interests overlap with our job responsibilities. These situations can undermine the trust we earned and harm APN Promise's reputation. We also recognise potential Conflict of Interest in situations in which our Partner is suggesting taking actions which could cause a negative consequence for APN Promise or our other Partners.

Conflicts of Interest may occur in particular in the event of:

- Marketing the current or future products or services of an APN Promise competitor.
- Engaging in activities connected with services or products that APN Promise offers.
- Having financial interest in any organization where that interest would create or give appearance of a conflict with APN Promise.
- Using work time for personal matters.
- Performing personal financial transactions with Partners or clients that may influence your ability to perform your job.
- Using your position within APN Promise for your own benefit or benefit of your family member or relatives.

How we build our core values?

- Act in the best interests of APN Promise.
- Avoid situations where a personal relationship or financial interest in another company could influence how decisions are made in our jobs.
- Be aware that a conflict of interest can exist even if we are convinced that our decisions will not be affected by the outside relationship.
- When Conflicts of Interest arise, disclose them and get advice or, when applicable, obtain the Compliance Officer's approval.
- Before taking on outside work, ensure that the work does not harm APN Promise's business interests or break any signed employee agreements.

Accessibility

We offer products and services accessible to people with disabilities. Creating products, apps, and services that are accessible to people with disabilities is a element of our compliance culture. APN Promise must comply with:

- The current version of the international accessibility standard Web Content Accessibility Guidelines (WCAG) Level AA when creating any deliverable; and
- All applicable Microsoft requirements and standards for creating accessible products, apps, and services.

The prohibited practices include engaging in technology fraud and activities which may mislead vulnerable groups of people (such as elderly people or children) to purchase or subscribe for unneeded services.

If you have any questions, please contact the Compliance Officer.

We operate in the CEE region. We follow the applicable Rules and we comply with Rules of jurisdictions in which we operate.

For further guidance, please refer to APN Promise Anti-Corruption Policy.

If you have any questions, please contact the Compliance Officer.

Accessibility

It is considered a legal requirement in many the places where we operate, but we consider it simply to be an appropriate practice. We believe what people can achieve has no limits and that technology should be a manifestation of our diversity.

How we build our core values?

We offer products and services accessible to all users, including users with visual, learning, age-related, mobility, hearing, and speech disabilities. We enter into contracts with counterparties that take into account and respect diversity.

Public Sector Procurements

Respect Rules Around the World

We operate in the CEE region. Thus, we respect the Rules applicable to these jurisdictions. This helps us to build trust with governments, which leads to strengthening our communities and contributing to a fair society.

When selling to public sector entities, APN Promise must support fair and open competition by complying with Rules. APN Promise will not conduct its business by conspiring with other parties, including any forms of collusion, such as placing orders prior to tender finalization or price fixing.

How we build our core values?

- We follow the applicable Rules and we comply with Rules of jurisdictions in which we operate.
- We are honest and transparent in our discussions with officials.
- We respond truthfully and promptly to government requests for information.

APN Promise does not engage in any deceptive business practices and does not engage in any activities that may mislead others.

If you have any questions, please contact the Compliance Officer.

We know the importance of relationships and therefore human rights are invaluable to us, as is the work of our employees. That is why we pay special attention to creating a safe atmosphere, which is the key to the development of our company and the individuals working in it.

If you have any questions, please contact the Compliance Officer.

Technology Fraud

Deceptive business practices, especially those misleading clients or Partners are prohibited. APN Promise strictly adheres to this business conduct rule. The prohibited practices include engaging in technology fraud and activities which may mislead vulnerable groups of people (such as elderly people or children or other vulnerable consumers) to purchase or subscribe for unneeded services.

How do we build our core values?

APN Promise does not engage in the “cold-calling” of such consumers for the purpose of engaging in any of the prohibited practices.

Human Rights and Fair Labor Practices

Respecting and Protecting Human Rights

APN Promise is committed to respect and promoting human rights defined in applicable Rules.

APN Promise agrees to abide by this Code of Conduct, which protects human rights. APN Promise shall complete and adhere to the mandatory Microsoft Supplier Code of Conduct training. APN Promise also declares its readiness for possible Microsoft Supplier Code of Conduct audits to ensure compliance.

Principles of operation

APN Promise works to meet our responsibility to respect human rights by:

- Embedding respect for human rights throughout APN Promise.
- Stating APN Promise human rights commitment in this Code of Conduct and advancing it through our business operations, practices and programs.
- Conducting due diligence to proactively identify and address human rights risks in our operations, supply chains and business relationships.
- Proactively engaging directly with stakeholders and rights holders to obtain input to help evolve our approach over time.
- Communicating annually on the work APN Promise is doing to meet human rights responsibilities.
- Ensuring accountability by providing effective grievance mechanisms and access to remedy in situations where APN Promise may have caused or contributed to an adverse human rights impact.
- Regularly reviewing and updating APN Promise policies, processes and management systems to respond to evolving best practices and stakeholders’ needs.

We do not tolerate sexual, racial, religious or any other forms of comments or conduct that, in the judgment of APN Promise management encourages, creates or allows an offensive or intimidating work environment. Our workplace and workforce is free of harassment and unlawful discrimination.

If you believe that you have been subjected to prohibited workplace conduct, report the matter immediately through the designated channels.

If you have any questions, please contact the Compliance Officer.

Human Rights and Fair Labor Practices

Fair Labor Practices

In APN Promise we comply with all Polish regulations regarding labor, in particular with:

- *Act of 26 June 1974 Labour Code, as amended.*
- *Act of 4 March 1994 on the Company Social Benefits Fund, as amended.*
- *Act of 23 May 1991 on Trade Unions, as amended.*
- *Act of 13 October 1998 on the Social Security System.*
- *Act of 10 October 2002 on Minimum Remuneration for Work, as amended.*
- *Regulation of the Minister of Family, Labour and Social Policy of 30 December 2016 on the certificate of employment, as amended.*

We provide equal employment opportunities to all qualified candidates and Employees in our workplace. We comply with the following principles:

- **Not to discriminate.** Our workforce and workplace is free of harassment and unlawful discrimination, such as: verbal, physical or visual. We give our Employees procedures they can use to bring workplace concerns, including harassment and discrimination, to the attention of management for appropriate resolution. The reporting procedures are reviewed periodically for their effectiveness. We recognize and respect cultural differences. Our workplace provides equal opportunity. We do not engage in discrimination in hiring, compensation, access to training, promotion, termination, and/or retirement based on race, color, sex, national origin, religion, age, disability, gender identity or expression, marital status, pregnancy, sexual orientation, political affiliation, union membership, or veteran status. All disabilities are accommodated to the extent required by law. If you feel like you are affected by any prohibited behaviors, do not hesitate to report it to your Compliance Officer.
- **Prohibit the use of child labor.** Under no circumstances may APN Promise use child labor. We do not employ under the age of 15, under the age for completing compulsory education nor under legal minimum age for employment. We have a remediation plan in place to ensure that, in the event of any child labor found, we follow international standards, local legal requirements, or Microsoft's child labor remediation requirements.
- APN Promise however, does support all forms of legal youth employment which contribute to development of young people. APN Promise supports all forms of legal youth employment, including the development of legitimate workplace apprenticeship programs for the educational benefit of young people. We do not use such programs in a fraudulent or deceptive manner and we expect all our Partners to act in the same manner. We prohibit workers who are under the age of 18 from performing hazardous work, night work, and overtime work.

We do not tolerate, support, or engage in any form of human trafficking or involuntary labor through threat, force, fraudulent claims, or other coercion.

If you have any questions, please contact the Compliance Officer.

Human Rights and Fair Labor Practices

- APN Promise prohibits all forms of forced labor, including indentured labor, bonded labor, or any other form of forced labor. Any form of prison labor is forbidden. Engagement in any form of human trafficking or involuntary labor through threat, force, fraudulent claims, or other coercion is forbidden and will not be tolerated. We have a voluntary labor compliance plan that (1) provides provisions for training APN Promise Employees and raising their awareness on issues related to forced labor, and (2) details what remediation APN Promise will provide in case of any violations.
- We ensure workers have access to all work-related documents they need to perform their tasks. We respect the rights of our employees regardless of their origin. We do not require workers to make “deposits,” we do not retain the documents of our Employees such as identity or immigration papers (passports, drivers’ licenses, work permits etc.), we do not destroy, conceal, or otherwise restrict or deny workers’ access to such documents. Employees may freely resign from work in accordance with the provisions of Polish law without any risk on our part and without unlawful penalties.
- In the case of employing foreign workers who are not nationals of the country they perform work in and who are recruited or migrate from their country to another country to work for APN Promise, we provide return transportation for such workers or reimburse them for cost of such travel upon the end of their employment. This requirement does not apply to Employees with permanent residence in the workplace who perform short or long-term jobs.
- In order to promote compliance, we only use recruiters who are properly trained. We only use recruitment companies and individual recruiters who are trained and comply with international standards and Polish labor laws in the countries where the recruitment takes place or who meet Microsoft's requirements (if more stringent). Recruitment fees or other similar fees charged to potential Employees and payable to APN Promise or such recruitment company or agent - are prohibited. If it is found that such fees have been paid by Employees, APN Promise will demand refunding such fees to Employees. APN Promise demands the same standard be met by its Partners.
- We are not deceptive in our hiring process and make conditions of work clear. Any use of misleading or fraudulent practices during the recruitment or employment process is prohibited. We disclose, in a format and language accessible to our Employee, basic information about key terms and conditions of employment, including wages and benefits, location, living conditions, housing and related costs. If any apply, we include information about the costs to which an Employee is subject and any work-related risks. This information is provided to our prospective Employee prior to employment and is updated, as necessary, throughout his or her employment. All contracts and terms and conditions for Employees (1) clearly set out the terms and conditions of employment in a language the Employee understands and (2) reflect current laws and regulations.

Our Employees have the right to work in friendly conditions.

We treat Employees with respect and dignity. Any form of abuse or intimidation is prohibited. We do not engage in physical abuse or discipline, threat of physical abuse, or sexual or any other form of harassment. Verbal abuse or other forms of intimidation are prohibited.

At APN Promise we respect our Employees and/or their representatives. You have the right to openly communicate and share ideas and concerns with management, including ones regarding working conditions and management practices without fear of discrimination, reprisal, intimidation, or harassment.

We obey the rule of law, including consideration of international laws and norms.

We respect the rights to freedom of expression and privacy.

We assess whether the local law is consistent with international law and international human rights norms.

If you have any questions, please contact the Compliance Officer.

Human Rights and Fair Labor Practices

- We promote knowledge about problems related to human trafficking. We duly inform our Employees and Partners of APN Promise's anti-trafficking policy. We provide training and programs to promote awareness, risk identification, Employee reporting, corrective actions as well as potential consequences for such violations.
- Our compensation for labor is fair. We provide fair compensation to all Employees, whether they are permanent, temporary or dispatched, to migrant workers, apprentices and/or contract workers. In determining remuneration, we comply with Polish labor law and minimum wage regulations. We comply with Section 14(c) of the Fair Labor Standards Act on the minimum wage rate defined in Executive Order 13658 regarding disabled workers, where it applies to APN Promise. APN Promise does not use deductions from wages as a disciplinary measure. Any deductions from wages that are not in accordance with Polish law are permitted only if there is an express, written, and voluntary consent of the Employee concerned. All disciplinary measures are subject to registration. Wages and benefits paid for a standard working week (if applicable) comply with Polish legal standards. APN provides benefits for Employees at levels expected in the industry and in accordance with the requirements of its biggest Partners.
- We respect working hours and rest day requirements. We do not require Employees to work more than the maximum hours as set by international standards and Polish law or Microsoft requirements (whichever is more stringent). We ensure overtime is voluntary and paid in accordance with Polish labor law. A work week must not extend 60 hours per week, including overtime. The only acceptable exception is the situation of an emergency or unusual situations. In a seven-day work week, Employees must be allowed at least one day off. We retain Employee working hour and pay records in accordance with Polish law and provide such records to Microsoft upon request.
- We ensure and respect our Employees' freedom to associate. We comply with Polish law regarding Employees rights to freedom of association and collective bargaining.
- APN Promise provides procedures for Employees to bring workplace concerns to the attention of management and it expects appropriate resolution. The procedures we provide are accessible, appropriate in terms of culture, and predict the option to report anonymously where appropriate. We encourage our Employees to openly communicate and share ideas and concerns with APN Promise management, which include working conditions and management practices. Our Employees may do so without fear of discrimination, reprisal, intimidation, or harassment. APN Promise periodically provides Employees with information and training on all grievance procedures. All forms of retaliation against workers for bringing a workplace concern are strictly prohibited.
- If applicable, we comply with the Rules of the countries in which our Employees perform their work related duties, in particular the U.S. regulations, as well as the internal regulations required by our Partners.

We foster a violence-free work environment, and we will not tolerate any level of violence or the threat of violence in our workplace.

We do not tolerate the possession of weapons, use, distribution, or possession of drugs and alcohol.

We provide a safe and healthy work environment for all Employees and take action to minimize the causes of hazards inherent in the working environment.

If you have any questions, please contact the Compliance Officer.

We recognize our responsibility to protect the environment, human health, and natural resources

We endeavor to reduce or eliminate waste of all types.

If you have any questions, please contact the Compliance Officer.

Health and Safety

At APN Promise we implement and promote health and safety practices in all aspects of conducting our business. We comply with Polish law, in particular with the Act of 26 June 1974 Labour Code as amended, and with applicable Rules on health and safety.

We foster a violence-free work environment, and we will not tolerate any level of violence or the threat of violence in our workplace. We especially do not tolerate the use, possession, distribution, or sale of drugs.

How we build our core values?

- Comply with all applicable occupational health and safety laws and regulations, including but not limited to laws and regulations that address occupational safety, emergency preparedness, occupational injury and illness, industrial hygiene, physically demanding work, machine safeguarding, sanitation, food and housing.
- Ensure that workers are provided with ready access to clean toilet facilities, potable water, and sanitary food preparation, storage, and eating facilities. Worker dormitories and transportation, if provided, must meet applicable host-country housing and safety standards and be maintained in a clean and safe manner.
- Establish a management system that, at a minimum, demonstrates that health and safety management is integral to the business, encourages Employee participation, and provides appropriate communication channels for Employee access to health and safety information.
- Provide a safe and healthy work environment for all Employees and take action to minimize the causes of hazards inherent in the working environment.
- Implement a process to ensure Employees comply with all applicable laws and Supplier policies and procedures.
- Establish and implement business continuity plans that address topics including but not limited to natural disasters, emergencies, and other potential business interruptions.

Environmental Regulations and Protections

In APN Promise, we recognize our responsibility to protect the environment, human health, and natural resources. We always operate our facilities and conduct our operations in compliance with all applicable environmental Rules and permits, in particular with Act of 27 April 2001 Environmental Law as amended and other applicable regulations pertaining to protection of environment. Our Partners should also comply with the applicable Rules stipulated in this section.

We operate our facilities and conduct our operations in compliance with all applicable environmental Rules.

If you have any questions, please contact the Compliance Officer.

Protect sensitive information

Our success depends on our Employees and stakeholders trust in our ability to protect their privacy and use their data only in ways they have allowed us to.

If you have any questions, please contact the Compliance Officer.

Environmental Regulations and Protections

How we build our core values?

- Comply with the applicable Rules protecting the environment.
- Obtain and maintain all required environmental permits and registrations.
- Endeavor to reduce or eliminate waste of all types, including water discharges and energy losses, by implementing appropriate conservation measures in our facilities through (1) the use of conservation-minded maintenance and production processes, and (2) by reducing, reusing, and recycling materials, whenever possible, based on application of the waste management hierarchy. For additional information please visit the EPA website on Sustainable Materials Management.
- If applicable, identify any chemicals or other materials that may be released, and which may pose a threat to the environment, and manage such chemicals or materials appropriately to ensure their safe handling, movement, storage, use, reuse, recycling, and disposal.
- Adhere to all applicable regulations regarding the prohibition or restriction of specific substances in manufacturing or product design. Conform to all legal and client requirements regarding product and packaging and labeling, including material content, recycling, and disposal.

Intellectual Property and Protection of Information

At APN Promise we respect intellectual property rights, the privacy of all our Employees, business partners and consumers, protect confidential information and comply with the applicable Rules, in particular with:

- the *Regulation (EU) 2016/679 of the European Parliament and of the Council of 27 April 2016 on the protection of natural persons with regard to the processing of personal data and on the free movement of such data, and repealing Directive 95/46/EC* (General Data Protection Regulation), (“**GDPR**”).
- the *Act of 10 May 2018 on the protection of personal data.*
- the *Act of 21 February 2019 amending certain acts in connection with ensuring the application of the GDPR.*

In external relations

We protect and respect the business value of information and ideas, whether they belong to APN Promise or another company. Revealing sensitive information we learn from others during the course of business may cost us Partners’ trust and a loss to our business. Protecting information and ideas, whether our own or those of others, is crucial to our business success and builds our reputation as a trustworthy partner.

APN Promise intellectual property, whether licensed or owned, is one of our most important assets

APN Promise owns the rights to anything we create through our work.

APN Promise computer systems and equipment are meant for company use, and for use in accordance with the Company Information Protection Policy.

If you have any questions, please contact the Compliance Officer.

Intellectual Property and Protection of Information

In internal relations

At APN Promise we respect and safeguard the data of our Employees. This means that: we will collect only data related to the purpose for which Employee records were established and we will allow authorized to use a file to do so only for legitimate APN Promise purposes. Employees will be allowed to inspect (and challenge for correction as necessary) all information in their personnel file.

Intellectual Property

APN Promise intellectual property, whether licensed or owned, is one of our most important assets. This imposes an obligation on all of us to protect APN Promise intellectual property rights. Intellectual property refers to anything we create on APN Promise time, at APN Promise's expense or within the scope of our job duties. APN Promise owns the rights to anything we create through our work, regardless of whether this property is patentable or able to be protected by copyright, trade secret or trademark. Intellectual Property includes copyrights, patents, trademarks, trade secrets, design rights, logos, software programs, business processes and delivery or production methods.

Technology

APN Promise computer systems and equipment are meant for company use, and for use in accordance with the Company Information Protection Policy. For example, they should never be used for outside businesses, illegal activities, gambling or pornography. You may not download or store illegal or inappropriate content or programs from the Internet.

Always use licensed software in accordance with the terms of the relevant licensing agreement. Copies of software may be made only as specified in the relevant licensing agreement. You must not sell, transfer or otherwise make available to any unauthorized person any software products or related documentation licensed to or owned by APN Promise.

For further guidance, please refer to APN Promise Policies:

- Data Management Policy.
- Personal Data Protection Policy with appendixes.
- Data Retention Policy.

Intellectual Property and Protection of Information

Everyone who uses APN Promise digital systems – Employees, in particular, but also consultants and other people with temporary access as well as Partners – must ensure that these resources are used appropriately and in line with the Company's Information Protection Policy.

You are required to:

- Never share your username or password.
- Ensure you do not access, download, create or forward email, documents or images that may cause offence or distress to other persons.
- Ensure you do not install or use hardware or software on any APN Promise system that has not been specifically approved by the information technology team.
- Never send information to anyone who contacts you claiming to be a APN Promise Employee but asks for information to be sent to a non-APN Promise email address. You should also notify your information technology team.
- Always save important data on the network-based drives for reasons of data security and data recovery.

How we build our core values?

- Respect and protect the intellectual property rights of all parties by conducting our business by only using technology and software that has been legitimately acquired and licensed.
- Use intellectual property only in the authorized manner.
- Ensure that we do not: (1) create, access, store, print, solicit, or send any material that is intimidating, harassing, threatening, abusive, sexually explicit, or otherwise offensive or inappropriate, or (2) send any false, derogatory, or malicious communications.
- Consider all data stored or transmitted on owned or leased equipment as property of the party we legally obtained it from.
- Comply with the intellectual property ownership rights of Employees, Partners and others, including but not limited to copyrights, patents, trademarks, and trade secrets. Manage the transfer of technology and know-how in a manner that protects intellectual property rights.
- Use only lawful methods on gaining competitive intelligence.
- Follow privacy and data protection laws.
- Provide clear and accurate privacy notices when collecting or processing personal data.
- Protect data by providing secure products and services.
- Choosing cooperation with Partners who ensure no less protection than stated in this Code of Conduct
- Do not use or copy third-party copyrighted materials, like software, graphics, videos, and music, without a license or permission from Compliance Officer.

We strive to be accurate and honest!

Ensuring accurate and complete business and financial records is a responsibility of **everyone in APN Promise**.

Business Records and Accounting

Our records are accurate and complete.

At APN Promise it is important to us that we ensure our records are timely, honest, and accurate and that our reports regarding business information meet the standards set by the applicable Rules. Our stakeholders, including clients and investors - rely on the accuracy of books, records, and financial statements to make their business decisions. Their trust in us is our priority.

Ensuring accurate and complete business and financial records is a responsibility of everyone in APN Promise, not just a role for accounting and finance personnel. Lack of accurate recordkeeping and reporting may reflect on APN Promise's reputation and credibility, and it may lead to breach of regulatory obligations. Partners rely on accurate and easily understood information to confidently comprehend our financial performance and be able to predict our future especially as a public company.

What do we expect?

- You should always record and classify transactions in the proper accounting period.
- The transactions must be supported by accurate documentation.
- When signing documents you should verify if they are correct and truthful.
- You should ensure that all reports to regulatory authorities are full, fair, accurate, timely, and understandable.
- Create, maintain and retain accurate records. Always say "no" to recording transactions inaccurately.

How we build our core values?

- We honestly and accurately record and report financial transactions and business information, in line with regulations and established practices.
- We are transparent about our commitments to our partners and clients. Our written contracts reflect the actual commitments of the deal.
- We don't make side agreements or other "off-the book" arrangements.
- We execute financial transactions only with appropriate authorization, and record them in compliance with accounting practices expected by our partners, including Microsoft.
- When we retain and dispose of documents, we follow retention requirements dictated by our legal obligations and business needs.
- Never make misrepresentations or dishonest statements to anyone. If you believe that someone may have misunderstood you, promptly correct the misunderstanding.
- Reporting inaccurate or incomplete information, or reporting information in a way that is intended to mislead or misinform those who receive it, is strictly prohibited and could lead to serious consequences.

For further guidance regarding managing data please refer to: *Data Management Policy* of APN Promise.

If you have any questions, please contact the Compliance Officer.

Communication is our Core Value

While acting on behalf of APN Promise be honest, direct, and truthful in discussions, regardless of whether our interlocutor is a regulatory agency representative, government officials or a single consumer.

If you have any questions, please contact the Compliance Officer.

Business Records and Accounting

Keep in mind that it is forbidden to:

- Falsify any document or distort or disguise the true nature of any transaction.
- Establish any undisclosed or unrecorded funds or assets for any purpose.
- Fail to properly record time worked on a billable client project, whether or not such time is charged to the client.
- Provide inaccurate or incomplete information to any APN Promise units, especially to governing body, management, Legal and Compliance Department, or to organizations and people outside the company, especially to external auditors, business partners and regulators.
- Making false or misleading statements in external financial reports, environmental reports, import/export documentation, or other documents submitted to or maintained for government agencies.

Every Employee should record or report information of some kind and submit it to APN Promise and to others with whom we interact. In doing so, you must ensure that all information is recorded and reported accurately, completely and honestly.

Communication and Press

Whatever we communicate to the public is honest and not misleading, as governed by one of our Core Values and as required from the company listed on the Warsaw Stock Exchange S.A. (Polish: Giełda Papierów Wartościowych). We obtain and preserve the trust of our investors and the public only if they know they can rely on what we tell them.

If you're in contact with the press and speak on behalf of APN Promise, do so only if expressly authorized in writing. Only speak to the press on behalf of Microsoft if expressly authorized in writing to do so by Microsoft.

Please find more in Data Management Policy.

How we build our core values?

- We make full, timely and accurate financial disclosures in reports and documents we submit to the appropriate authorities. We are truthful in our statements to the public.
- We are honest, direct, and truthful in discussions, including those with regulatory agency representatives and government officials.
- We make sure that what we communicate about our products and services is honest.
- We listen carefully to feedback and questions: from our stakeholders, investors but also Employees.
- We do not speak on behalf of the company unless authorized to do so.
- What we advertise or promote is free from false claims.

At APN Promise insider trading is prohibited

If you want to avoid insider trading, follow one rule:

Do not buy or sell APN Promise or another company's securities when you have access to information regarding APN Promise or another company that is:

- Not available to the public; and
- Could influence an investor's decision to buy or sell the security.

If you have any questions, please contact the Compliance Officer.

We check our Partners' ethical rules and codes of conduct with our own, apply and safeguard the provisions that help us keep the business environment trustworthy and safe for our clients.

If you have any questions, please contact the Compliance Officer.

Insider Trading

In APN Promise we do not trade on inside information

In the course of business we may become aware of material, nonpublic information about APN Promise or companies we do business with, especially Microsoft. However, to maintain the trust of our investors and the public and to respect the Rules - we do not trade based on material nonpublic information.

APN Promise complies with all applicable Rules regarding insider trading, in particular with:

- *Act of 29 July 2005 on Trading Financial Instruments, as amended.*
- *Regulation (EU) No 596/2014 of the European Parliament and of the Council of 16 April 2014 on market abuse (market abuse regulation) and repealing Directive 2003/6/EC of the European Parliament and of the Council and Commission Directives 2003/124/EC, 2003/125/EC and 2004/72/EC Text with EEA relevance (MAR).*
- *Directive 2014/57/EU of the European Parliament and of the Council of 16 April 2014 on criminal sanctions for market abuse (market abuse directive, MAD).*

How we build our core values?

- Never buy or sell any securities based on insider information.
- Do not give someone else (for example, a friend, spouse, or broker) a "tip" regarding such nonpublic information.
- Do not recommend or suggest that anyone else trade based on material nonpublic information, even if it is not sharing the information itself.
- Consult with Compliance Officer before buying or selling public securities whenever there are doubts.

Governance

APN Promise has developed a culture of compliance with a view toward continuous improvement, including the following areas:

- **Risk Management:** APN Promise should implement business controls to detect and prevent unlawful conduct by Employees and Partners. These controls should be reviewed periodically and kept up to date.
- **Training:** APN Promise ensures an adequate training program that achieves the appropriate levels of knowledge and skills to maintain compliance with applicable Rules, regulations and standards, including the standards required by our Partners, especially Microsoft. APN Promise trains its Employees on an annual basis as required by its Partners, especially Microsoft and keeps training records available to audit. APN Promise has a process and management system in place for communicating obligations, training Employees working on Partners' matters, and tracking compliance with their codes of conduct.
- **Assistance:** APN Promise requires everyone to provide reasonable assistance to in connection with any investigation of a violation of the applicable Rules. APN Promise Partners will permit APN Promise reasonable access to all records and other applicable documentation concerning their compliance with the applicable Rules.

APN Promise complies with Microsoft Supplier Travel Guidelines as well as other obligations that arise from APN Promise's relationships with its Partners in this regard.

Our marketing activities are driven by:

- Truth.
- Accuracy.
- Transparency.

APN Promise complies with all applicable Microsoft policy regarding access to resources.

Employees only use Company resources for the benefit of APN Promise.

We verify our Partners' internal Rules regarding specific access and comply with them where applicable.

For more information, review the Background Screening Frequently Asked Questions (<https://www.microsoft.com/en-us/procurement/supplier-conduct.aspx?activetab=pivot:primaryrZ>). APN Promise and Partners may direct any questions or concerns about this program to supscrm@microsoft.com.

If you have any questions, please contact the Compliance Officer.

Travels

As a supplier to Microsoft APN Promises complies with all applicable instructions guiding relationships between APN Promise and Partners, in particular but not limited to Microsoft Supplier Travel Guidelines.

Advertising and Marketing

We conduct all marketing and advertising activities with truth and to the best of our knowledge by providing accurate and fair information in accordance with any regulations and rules that may be applicable. Our first priority is to avoid misleading the recipient.

APN Promise and Microsoft Access

At APN Promise we protect our resources. These resources should only be used for legitimate business purposes and are meant for Company, not personal, use. Do not use APN Promise resources for your personal benefit or the benefit of anyone, other than APN Promise. Theft or deliberate misuse of APN Promise resources is a violation of the Code of Conduct. APN Promise may allow additional personal use of certain resources, such as APN Promise car or wireless communication device. The use of APN Promise resources outside of your responsibilities, such as using your APN Promise work product in an outside venture, or using our materials or equipment to support personal interests, requires prior written approval from your Compliance Officer. You must have this approval renewed annually if you continue to use the asset outside of work.

Microsoft Access

APN Promise complies with Pre-Placement Policy of Microsoft regarding rights to access Microsoft network or buildings.

Use of Microsoft Facilities and network

- APN Promise must not use any Microsoft-provided facilities (e.g. buildings and site services) other than in performance of services provided to Microsoft without the prior written consent of Microsoft.
- When APN Promise require cardkey access to Microsoft facilities, an account on Microsoft's email system, and/or any other access to any of Microsoft's networks or systems, APN Promise and our Employee assigned to Microsoft must sign all applicable agreement(s) required by Microsoft.
- APN Promise or our Employees do not use their location on Microsoft's premises or network access to obtain information or materials or physical access other than as expressly authorized by Microsoft. Microsoft will not be responsible for loss, damage, theft, or disappearance of any personal property or vehicles located on Microsoft premises belonging to APN Promise, its Partners or Employees.

APN Promise and Microsoft Access

- If APN Promise becomes aware that a “significant” injury to someone or damage to property has occurred on Microsoft premises, APN Promise or our Partner must notify Microsoft promptly and provide adequate details to enable Microsoft to investigate the cause. “Significant” in this case means injury to a person that results in hospital treatment or death, or damage to or loss of property with an estimated repair or replacement value in excess of \$10,000 USD.

APN Promise identifies and adheres to the applicable Rules that in some situation may oblige APN Promise to disclose fees to governmental or state owned entities.

For further guidance, please refer to APN Promise Anti-Corruption Policy.

Employ and do business only with reputable individuals and Partners.

Agreements with agents, independent sales representatives, marketing consultants and promotion companies all present non-compliance risks.

Disclosure of Fees to Governmental and State Owned Entities

If required by the applicable Rules or a contract, APN Promise will disclose to the governmental entity client or state-owned entity client, the potential fees, commissions or other compensation received from the Partners in connection with the products or services being procured.

We choose Partners based on our Values

During its course of business APN Promise forms multiple relationships with Partners, Employees and other organizations. Regardless of the context, it is up to you to understand every relationship and act in accordance with our values and guidelines as provided by this Code of Conduct.

At APN Promise, we respect and treat our relationships with every Employee, Partner, or any other parties equally. Our motto is to treat others the way we want to be treated ourselves.

Working with suppliers

We rely on our supplier relationships for our success. To achieve our goal, we need suppliers who are as committed as we are to building relationships and trust in our clients, who will be guided in their actions by ethics and regulations.

In the selection of our suppliers and Partners we are guided by the opinions of the market and the results of our own research. We work with those who we are convinced will be guided by the same values that we live up to and the goodwill of the client.

Independent Partners including any third parties engaged by APN Promise should receive a copy of this Code of Conduct and be informed that they are obligated to comply with it. They should also be informed about their rights and obligations related to reporting any violations of this Code of Conduct.

If you have any questions, please contact the Compliance Officer.

We choose Partners based on our Values

How we build our core values?

We build our values by being fair:

- Do not exert or attempt to exert influence to obtain special treatment for a particular Partner.
- Always present APN Promise's services and products in a reliable and virtuous manner.
- Taking advantage by the use of manipulation, deception, concealment, abuse of privileged information, misrepresentation of material facts, or any other unfair conduct is prohibited.
- Choose to cooperate with Partners based on the values they present, in a fair and reliable manner, taking into account the benefits of the products or services they offer, without any special considerations given back to them or their friends or families.

Third Parties and awareness

In situations where APN Promise engages a third party in its activities or in acting on behalf of APN Promise, it is the responsibility of the coordinating Manager to draw such external provider or other third party's attention to the need to apply the Code of Conduct.

Agreements with agents, independent sales representatives, marketing consultants and promotion companies all present non-compliance risks. Remember, that the use of APN Promise funds or assets for any unlawful purpose is prohibited and is against APN Promise Anti-Corruption Policy. Employ and do business only with reputable individuals and companies, based on their skills or abilities, taking into account legitimate business reasons for such involvement, interviewing and meeting a candidate and investigating their reputation.

Upholding our standards

We expect our Partners to comply with applicable Rules and this Code of Conduct.

This means you must:

- Read, understand, and comply with the Rules that apply to your job and Code of Conduct.
- Speak up when you see possible violations of the Rules or Code of Conduct.
- Be truthful, and cooperate in case of any internal or external investigations.

Remember that your lack of knowledge of the content of this Code of Conduct does not relieve you of the obligation to know and apply it!

How to make the right decision?

When faced with a difficult decision or situation follow these steps:

1. Stop.

- Do you feel uneasy about the situation?
- Is your intuition telling you something is not right?

Do not take action and consider how to approach the situation.

1. Think.

- Is your approach consistent with APN Promise's culture, its values or this Code of Conduct ?
- Does it impact corporate trust?

Never replace long term trust and reputation for a short-term benefit.

1. Seek guidance.

Do not hesitate to ask for help.

- Talk to the Compliance Officer.
- Get help from your Manager.

Upholding our standards

Oversight

APN Promise Code of Conduct and accompanying policies and procedures are endorsed by and have the full support of members of APN Promise Management Board. Management Board responsibility is set out in the section on Roles and Responsibilities.

Applicability

These Standards apply to all APN Promise Employees, its Management Board, Supervisory Board and Managers.

Enforcement

This Code of Conduct is important to us. Violation of the standards set out above may result in legal actions.

Please note that:

We may change this Code of Conduct at any time by posting a revised Code of Conduct on our Internet website or by notifying you unless otherwise provided in a written agreement between you and APN Promise. You should regularly monitor the website for changes to this Code of Conduct.

This Code of Conduct does not constitute legal advice or legal guidance. You should consult with a licensed attorney if you have any questions regarding the legal requirements that apply to your business.

Whistleblowing

Know that you will not suffer adverse consequences if you:

- Refuse to do something that violates the applicable Rules even if your refusal results in the loss of business to the most critical Partner.
- Raise a concern about potential misconduct in good faith.
- Cooperate with an investigation.

Anyone who retaliates against an Employee for taking part in any of these activities may suffer serious consequences prescribed by the law.

If you have any questions, please contact the Compliance Officer.

Reporting concerns

It takes courage to speak up. Please do not hesitate to speak up - we do not tolerate retaliation. It is normal for anyone to be uncomfortable or anxious or even fear retaliation when reporting a concern.

Be assured that by speaking up you are doing the right thing and you do not have to worry about any negative consequences.

If you work with someone who has raised a concern or provided information in an investigation, you should continue to treat the person with courtesy and respect. If you believe someone has retaliated against you, report this fact to the Compliance Officer.

APN Promise will protect any Employees or Partner who raises a concern honestly, but making a false accusation, lying to investigators, interfering or refusing to cooperate with investigation under this Code is against the Code of Conduct. Honesty in reporting does not mean you need to be right when you raise a concern - you have to believe that the information you are providing is accurate.

APN Promise must promptly inform their Microsoft contact, a member of Microsoft management, or the contacts provided at the end of the Microsoft Supplier Code of Conduct when any situation develops that causes APN Promise or a Partner to operate in violation of this Code of Conduct or Microsoft's Supplier Code of Conduct.

How can I report a concern?

Reporting a concern should be as simple as possible. We respect your privacy and need to stay anonymous, therefore, in APN Promise, you may report a concern:

- anonymously: by means of [...] as well as [...]
- revealing your identity while reporting

If you reveal your identity to us, we will take every reasonable precaution to keep it confidential, as consistent with fair investigation and applicable Rules, and keep you updated when possible.

As we strive to maintain strict confidentiality in case of investigations, we may not be able to inform you of the outcome of the investigation. To help us maintain confidentiality, do not discuss these issues or the investigation with your coworkers.

Obtaining Approvals

In APN Promise certain actions may require prior written approval. Please find more in applicable APN Promise internal regulations.

As part of the Microsoft External Staff setup process, external staff workers receive an email notification (from external operations at microsoft) that provides a link to a third-party training site and requests that they complete the 30-minute online training. Once the external staff worker completes the training, the process for granting access to Microsoft's corporate network and/or buildings will proceed. The Microsoft onboarding process is automated; therefore, the only action required of the Partner is to alert their external staff that this training must be completed before they can obtain Microsoft access credentials.

If you have any questions, please contact the Compliance Officer.

Investigations and disciplinary responsibility

Our reaction and legal consequences for each Code of Conduct violation depends on:

- The nature of violation.
- Factors that cause the problem to be alleviated or exacerbated.

Legal consequences for violating the provisions of the Code of Conduct have a range allowed by the Rules.

APN Promise shows zero tolerance for theft of APN Promise assets, including but not limited to intellectual property, products, or time.

In addition, we may claim damages through civil proceedings or report the case to be dealt with through criminal proceedings. Any legal action will be taken in accordance with applicable law and collective agreements (if any).

If we ask you to cooperate during an investigation under this Code of Conduct, you should work with us and answer questions honestly, to the best of your knowledge.

We rely on you to maintain our cooperation free from violations.

Compliance with Microsoft's Suppliers' Code of Conduct Training Program

APN Promise act ethically and with integrity. APN Promise demonstrates this commitment by complying with the Microsoft Supplier Code of Conduct and ensuring that our Employees are trained on the Microsoft Supplier Code of Conduct.

Compliance training: APN Promise established training measures for our Managers and Employees to understand and comply with the contents of the Microsoft Supplier Code of Conduct, the applicable Rules, and generally recognized standards.

- In addition to the onboarding/pre-access training policy managed by Microsoft, APN Promise is accountable to train all Employees working on Microsoft matters on an annual basis.
- A refreshed [Microsoft SCoC Training for Suppliers](#) has been released in 26 languages and is publicly accessible to meet this accountability.
- APN Promise have a process and management system in place for administering and tracking annual training.

External staff workers who are engaged in services for Microsoft, who will bill time to Microsoft, or who otherwise work on Microsoft matters are required to complete the SCoC training and agree to comply with the Microsoft Supplier Code of Conduct. External staff includes Partners, agency temps (contractors), business guests, and outsourced staff.

Roles and responsibilities

Role	Responsibilities
Compliance Area Owner	<ul style="list-style-type: none">• Responsibility for implementing corrective activities (enforcement of requirements in everyday business following Compliance Officer directions) according to his compliance area.• Responsibility for compliance status monitoring - pre-approval and ex-post review as specified in particular compliance area procedures.• Responsibility for incident and non-compliance reporting.
Compliance Assurer	<ul style="list-style-type: none">• Responsibility for implementing corrective activities (enforcement of requirements in everyday business following Compliance Officer directions) in particular subsidiary.• Responsibility for compliance status monitoring - pre-approval and ex-post review as specified in particular compliance area procedures.• Responsibility for incident and non-compliance reporting.
Compliance Officer (CO)	<ul style="list-style-type: none">• Owner of the APN Code of Conduct.• Responsibility for Code of Conduct development and maintenance in APN Promise.• Monitoring of requirements.• Non-compliance risk identification, assessment, adequate analysis and response.• Enforcement of requirements in everyday business in situations concerning his obligations.• Accountability for compliance status monitoring - pre-approval and ex-post review - as specified in procedures applicable to the particular compliance areas.• Developing and updating Code of Conduct.• Accountability for incident and non-compliance reporting and responsible for adequate analysis and response.• Accountability for compliance status reporting and responsible for compliance status analysis.• Accountability for building compliance culture through trainings, communication, events and compliance initiatives.
Compliance Team Member	<ul style="list-style-type: none">• Performing tasks assigned by CO.

Roles and responsibilities

Role	Responsibilities
Employees	<ul style="list-style-type: none">• Every Employee is responsible to comply with this Code of Conduct, and when applicable with Microsoft Supplier Code of Conduct. That is the prime rule of building APN Promise compliance culture.• Conducting business practices and activities in accordance with applicable law, regulations, Rules and standards.• Responsibility for incident and non-compliance reporting.
Management Board	<ul style="list-style-type: none">• Accountability for Code of Conduct development and maintenance in APN Promise and Promise Baltics (Promise Estonia, APN Promise SIA, UAB APN Promise).• Oversight of the Code of Conduct and effective response to the gaps in the Code of Conduct to ensure compliance, including compliance executive review.• Accountability for setting the 'tone-at-the-top' and building compliance culture through trainings, communication, events and compliance initiatives.
Supervisory Board	<ul style="list-style-type: none">• Monitoring of effectiveness and efficiency of Code of Conduct by regular review of informations provided by Management Board based on semi-annual reports prepared by CO.• Regular assessment of adequacy of the Code of Conduct.

Information

Key Contacts

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Version / Dates

Current Version: 1.0

Approval: Management Board

Date effective from:

8 August 2019

Date of Next Review:

January 2020

Related documents & policies

- APN Compliance Policy
- APN Promise Anti-Corruption Policy
- APN Promise Third Party's Anti-Corruption & Anti-Tax Fraud Due Diligence
- APN Promise Data Management Policy
- APN Promise Data Retention Policy
- APN Promise Personal Data Protection Policy
- APN Promise CSP Resellers` End Customer Compliance Policy
- APN Promise Internal Control Procedure Related To Sales Process

