

	<b>CODE OF BUSINESS CONDUCT</b>	<b>CODE:OP-CC-01</b>
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# CODE OF BUSINESS CONDUCT

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## **I. Introduction**

The Code of Business Conduct (hereinafter: the “Code”) was designed with the aim to formulate in a single concise text the general principles and rules that should govern and regulate, on the one hand, the action of the Management vis-à-vis the employees as a whole and, on the other hand, the professional conduct of all employees of the company “INTRAKAT SA” (hereinafter: “Company”), which forms part of the Group of Companies “INTRACOM HOLDINGS”.

The Company’s goal is to establish a Code that will contribute to further promoting moral integrity, honesty, transparency, as well as good professional conduct at all levels of the Company hierarchy.

The Code was created on the basis of the business activity of the Group companies, the applicable legislative and regulatory framework, the high standard of services and products provided by the Group in the context of its business activity, as well as the standards of business conduct adopted by the Group for the needs of such business activity.

The combination of the Code of Conduct with the principles and values of the Company forms the basis for building the trust that plays a key role in the Company’s business success.

The Code, on the one hand, sets the limits for the day-to-day operation and conduct of the Company employees and, on the other hand, constitutes a manual of rules of acceptable conduct among the employees, as well as vis-à-vis third parties, individuals or legal persons, of private or public law, domestic or foreign, and applies to all employees, irrespective of their position in the Company hierarchy.

## **II. Scope of application**

This Code is a formulation of key business practices and has been drafted with the aim to set out clear guidelines, which are crucial for the determination of a good business conduct within the Company, respecting the principles and values both of the Company and the Group, to which it belongs. The Code provides a framework of operating principles, so that everyone understands which are the ethical requirements in the performance of his/her everyday work. It is necessary for everyone to fully and clearly comprehend, which should be the ethically adequate business conduct, as well as the importance, both for himself/herself and the Company activity and operation, of his/her compliance with such standards of conduct.

The Management is committed and responsible for ensuring that all employees, suppliers, contractors and partners of the Company share the same basic principles and values. Moreover, the Code also includes all employees working on a part-time basis or with fixed-term employment contracts or in the framework of other flexible forms of employment, as well as the Company representatives. Finally, in case of an acquisition of a new corporation by the Company, special programs shall be drawn up the soonest possible for the purpose of disseminating, assimilating and understanding the basic rules and guidelines established in the Code.

However, this Code is not exhaustive, since several from the other companies of the Group, to which the Company belongs, may have established and already implement policies, procedures and systems which satisfy their needs at local level. Nevertheless, local policies should be compatible with the principles and values of this Code, for the purpose of achieving the best possible result in the manner with which our business activity is exercised and in the implementation of the highest standards of corporate and social responsibility.

### **III. Corporate principles and values**

#### **1. Integrity**

We operate with transparency and trustworthiness. We follow ethical business practices. We respect the laws and the regulatory framework of the country, as well as the international rules and commitments and act with a high sense of responsibility and ethics.

#### **2. Customer value**

We focus in achieving reliable solutions of high standards, in order to meet ever more challenging and complex needs of our customers, building, at the same time, lasting relations with our customers, but also with our suppliers.

#### **3. Investing in the human factor**

Our business success relies in our people. We focus in the health and safety of our people and provide a work environment characterized by security and stability, so that all employees are motivated to be productive and oriented towards achieving the optimal result, taking initiatives for the benefit of the company interest and managing their personal development with zeal and integrity. We can recognize the personality and skills of the employees and place them in positions, where they shall contribute maximally and have the opportunity of distinction.

#### **4. Knowledge**

We constantly enrich our corporate knowledge. We obtain high qualification in all fields. We aim at excellence, constant progress, the implementation of innovative methods of business activity and development, high performance and achievement of optimal results.

#### **5. Ongoing improvement**

We encourage initiative. We respond to the challenges of the present, by setting solid foundations for the future. We pursue the ongoing improvement of our performance, in order to achieve an optimal business result. We invest in research and development, state-of-the-art technologies, the acquisition of modern equipment, with a view of generating innovative products and providing high quality services.

## **6. Commitment to our objectives**

We set clear objectives. We operate with the highest standards of business ethics. We give added value to the Group companies and maximize the value for shareholders and investors.

## **7. Corporate Social Responsibility**

We make corporate social responsibility to our everyday practice. We recognize our obligation to operate safely, to protect the environment and to support the local communities, in which we exercise our activity. We invest and contribute actively in improving the quality of life for everybody, within and outside the enterprise. We believe in and aim at sustainable development.

# **IV. Key principles of operation**

## **1. Commitment to integrity and business ethics**

The Company is committed to operate with integrity, follows ethical business practices and develops its activities with transparency and trustworthiness. Business ethics does not merely consist in sterile compliance with legal, regulatory, professional and business standards, but also, principally, in developing the business activity within rules of justice, integrity, sincerity and respect. The compliance and observance of any applicable legislation in each region, in which the Company operates, constitutes a fundamental and non-negotiable principle for the entirety of its employees. Business ethics constitute a prerequisite for a modern, high performance business. The contribution of all employees in preserving social cohesion and the investment in welfare are necessary conditions for a long-term and sustainable business activity, giving the Company a high added value.

## **2. Expressing concerns and reporting violations**

Employees are encouraged to express their concerns and any questions, whether a practice or conduct is compatible with the principles and values of the Code, and may consult in this respect the Head of the respective Department, the Management or the competent Legal Department.

In any case the violations of the rules of conduct and the cases of non compliance should be reported. The Company provides a number of options and methods of communication (by telephone, by submitting a report in writing, via e-mail etc.) for reporting incidents of alleged violations of the rules of conduct.

The reporting of concerns or violations should take place in good faith, and any reporting procedure intended to attack a third party or to provide, in knowledge of the complainant, false information, shall not be tolerated.

When submitting reports related to violations of the Code employees have to provide clear and accurate information, which shall enable a thorough investigation and reply. Any omissions or incorrect information may cause delay in the procedure of investigation and settlement of the case. All reports, irrespective whether they have been submitted anonymously or not, shall be handled as

confidential and their notification shall be restricted in the requirements of conducting a thorough investigation for the alleged violation, taking the adequate disciplinary or corrective measures or complying with the legal obligations.

### **3. Non retaliative policy**

Regardless whether the complainant/person filing a report relating to an alleged violation of the Code of Conduct chooses to make his/her identity known or not, any relevant investigation shall be handled as confidential. No counter-measures or retaliation, in any way whatsoever, shall be tolerated by the Company against any employee for reporting or participating in the investigation of an alleged violation.

### **4. Anti-discriminatory work environment, promoting health and safety**

The Company Management shall not discriminate in the recruitment, selection, remunerations, training, the assignment of work duties, promotion, dismissal or any other work activities, on the basis of race, religion, colour, nationality, sex, religious belief, age, ethnic origin, family status, sexual orientation, gender, participation in trade unions or trade union activity or existing or previous handicap or any other characteristics protected by law. The sole factors to be taken into account are experience, personality, education, qualifications, performance and the skills of the individual. The Company Management encourages and suggests to all employees to respect the diversity of each employee or supplier or client of the Company and not to accept any conduct that violates the human decency and discriminates in any form. It is committed to protecting children and minors from labour, as well as from illegal labour and prohibits the sexual or any other type of harassment or exploitation of the Company employees in the workplace. It ensures the impartial behaviour and respects the privacy of each of its employees; for this purpose, the collection, processing, use and storage of such personal data shall be implemented within the legal framework and in accordance with the Company activity. Finally, the protection of occupational health and safety in all the fields of the Company business shall be an absolute priority. The Management monitors and checks systematically all relevant risks and takes all necessary preventive measures for preventing accidents, whereas the entirety of employees follows training courses in matters of occupational health and safety.

### **5. Intellectual Property – Use of Communication Media (Telephones, e-mail and Internet) and Software**

The intellectual property of the Company is among the most valuable components of its assets. The entirety of the Company employees are responsible for safeguarding, preserving and defending the intellectual property rights of the Company (trademarks, names, patents, inventions, trade secrets, rights on designs and models etc.) and for the proper use of such rights in a responsible manner. All Company employees are responsible for notifying to the respective legal department any act (action or omission) which violates the intellectual property rights of the Company. Finally, the entirety of the Company employees have to respect the valid and exclusive intellectual property rights or the material that is subject to intellectual property rights of third parties, individuals or legal persons.

Both the telephone systems (including the supplied cell phones) and the rights of access to Internet or e-mail of the Company are assets of the latter and, therefore, have to be used for work-related communication.

The use of the relevant equipment is allowed to the Company employees exclusively and solely after the granting and use of a single combination – username and password. The use of username and password by another employee, as well as its use for any illegal activity is prohibited.

The use of Internet is not allowed for watching entertainment videos, online games, facebook and other social network applications. An exception is made for the employees authorized by the Company, who use the Internet for purposes relevant to their job. The installation, use and creation of other software (applications, games etc.) by the users, apart from those installed by the Company, is prohibited. The installation of new software programs has to take place solely in consultation with the IT Department and upon its consent. The e-mail address granted by the Company to its employees constitutes a communication mode in the context of work and its notification to websites for purposes other than the Company purposes is not allowed. “Suspect” messages are the most common way of spreading viruses in the Internet. For this reason, any files with promises of gifts, announcements of lotteries etc. as well as any message irrelevant to the Company purposes shall not be opened.

The Company policy is to use lawful and authorized software programs and prohibits their illegal copying. Employees use authorized computer software (e.g. access to the central computer system, word processors, account sheets etc.).

#### **6. Trade name and trademarks**

The name, trade name and commercial names of the Company and its lawful registered trademarks (domestic, Community, international) are major components of its assets and subject to a proper and responsible use and protection from any violation, in whichever way it may be attempted. All Company employees have to notify promptly and without delay to the competent legal department of the Company any attempt of violation, falsification, copying or fraudulent claim of the trademarks and/or the name and/or tradename and/or commercial names of the Company, of which they become aware.

#### **7. Assets and premises**

The Company assets and premises have to be used in an adequate way and only for the provided business purposes. The proper and careful use of all assets and premises of the Company constitutes an obligation for the entirety of the Company employees, who are responsible for the safe use and storage of all assets entrusted to them, whereas it is an imperative duty of all employees to immediately report the theft, loss, destruction, misuse or abuse of any Company asset.

#### **8. Undertaking obligations and seeking approval**

Each employee of the Company, for the entire duration of his/her employment contract, has to be particularly careful prior to undertaking any position or any other office in another company, business or even a non profit organization, in order to prevent any conflict of interest, whereas he/she has to

thoroughly examine whether such business or organization anticipates to secure the financial or any other kind of support from the Company or any kind of benefits. In any case, prior to undertaking any obligation outside the Company, employees have to inform the competent Human Resources Department of the Company and obtain the relevant approvals and permits, whereas if they become aware of any exploitation of the reputation, name, trustworthiness and the financial status of the Company through the award to them of a particular capacity or office, they have to resign immediately.

#### **9. Supply ethics**

The relationships of the Company with its suppliers are based on the fundamental principles of impartiality, objectivity, honesty and mutual respect. The Company provides equal opportunities to all its prospective suppliers. Transparent transactions with suppliers are of utmost and essential importance for stable and long-term relations of the Company. Decisions are based on objective criteria, such as the quality of supplied products and services, prompt and comprehensive service, pricing policy, financial reliability, timely delivery of products and services, compliance with the core principles of environmental protection and safety, the existence of an adequate technological infrastructure in accordance with any needs of the Company and its affiliated companies of the Group, as well as the supplier's experience and integrity. It is evident that the Company shall cease its business relationship with any supplier, if it finds that any supplier implements illegal practices or practices contrary to the good faith and morality. Since the Company takes care for being consistent in terms of due and timely fulfilment of its obligations towards its suppliers, it also expects from them to comply with their ethical and legal obligations in their business transactions.

#### **10. Reporting, recording and maintenance of information**

The proper and accurate keeping of records, reports and other references is a *conditio sine qua non* for the smooth operation of the Company. All information generated and used in the framework and for the needs of the Company activity is kept and stored in the records. Any employees who, due to the nature of their work, keep records, have to secure their validity, accuracy, truth and completeness, ensure that the contents, structure and the framework of their drafting meet the applicable legislative requirements and regulatory principles and take adequate measures for their maintenance and storage during the period provided by law.

#### **11. Financial and non financial information**

The financial statements of the Company are drawn up in accordance with the International Accounting Standards (IAS). The accounting and financial data provided by any company of the Group have to comply with the information policies of the Group, as well as with the generally accepted accounting principles, standards and regulations. The financial and non financial data should be recorded and reported with accuracy, objectivity and within the provided time limits. Records of such data should be kept according to the policies of the Group. Moreover, the Group deems that non financial information is a crucial tool for dialogue and participation of stakeholders and is committed



to give data concerning its non financial performance, following the international standards and best practices, in order to ensure transparency and build a climate of trust with all stakeholders.

## **12. Fair competition**

The Company is committed to operate and develop its business activity within the framework of free and fair competition. In conducting all of its transactions it absolutely respects and fully complies with the requirements of competition laws. The competitive position of the Company is based solely on factors related to innovation, efficiency, trustworthiness, the supply of products and services of high quality and standards. The Company prohibits any conduct which obstructs, restricts or distorts free and fair competition.

## **13. Confidential information – Acquisition and use of information**

Confidential or secret is any information that has not been disclosed or is not available to the public in general (e.g. financial-technical data, know-how, new product development, contracts, personal data of employees, acquisition/merger plans, information on major changes in management or information concerning the Group's development and strategy, information related to intellectual property rights, new product designs, strategic goals, any unpublished financial information or pricing information, customer and supplier lists, as well as information related to requirements, business choices or habits and plans of customers, information related to the company's business activities, in particular information pertaining to business strategies, special agreements, financial results and other financial data and forecasts, human resources data, information on purchase or sale of real estate and equipment, business orders, import of new products, improvement of products and anything related to the development, know-how and the financial benefit of the company). The use or publication of such information is prohibited, unless there is a relevant approval or legal obligation. Employees who use IT systems should be particularly careful in confidentiality issues with respect to data protection and safety.

Any business information of the Company should be protected. Every employee in the exercise of his/her duties, as well in any kind of his/her transactions or relations to third parties, including the members of his/her family and his/her friends and acquaintances, for the entire duration of his/her employment relationship with the Company, but also after its termination in any way whatsoever, should:

Not disclose or make available in any way confidential or secret Company information.

Keep secrecy and use such information only for authorized purposes.

Not use such information for personal benefit, prior to their publication.

Not abuse information regarding other third companies, with which he/she has been confidentially involved in the context of his/her work.

Not disclose or notify such information to colleagues or third parties, unless such persons are specifically authorized to receive such information.

If an employee is not certain whether and when he/she may clearly disclose information in his/her possession, he/she should imperatively consult his/her immediate supervisor.

#### **14. Gifts, granting of advantages and bribery**

Any offer, incitement or acceptance of gifts, donations of money or in any other form, as well as any other benefit related with the performance of duties of the Company employees is prohibited. Only the acceptance of non monetary gifts of small value is allowed in the framework of usual business practice. Donations from the part of the Company are allowed, subject that the relevant legislation is observed with absolute transparency. All Company transactions have to be effected in a lawful and ethical manner. The Company employees or representatives are not allowed to offer, provide or promise, directly or indirectly, any undue financial or other benefit, to a civil servant and/or to an employee, for the purpose of securing a favourable treatment or a business advantage. The employee or partner who commits the offence of bribery in the exercise of his/her duties may be held civilly or criminally liable in accordance with the laws in force; his/her employment contract with the Company may also be terminated.

#### **15. Sales to the public sector**

The Company is well aware of and fully complies with the relevant laws on public contracts (procurements, works, services, concessions etc.). Public sector includes legal persons of public law, as well as entities of the wider public sector, even if the latter operate in the form of a legal person of private law. The legal status governing the obligations in regard of public sector clients imposes business practices which are considerably different and stricter compared to the private sector customers. It is a general and non-negotiable principle for the Company to refrain from offering positions to government officers, officials or civil servants who are involved in the award and assignment of public contracts. Finally, the Company Management, committed to observe transparency in the entire range of its activities, prohibits the granting or receipt of any illegal commissions, bribes or payments of any kind, as well as of personal advantages to any public or government official.

#### **16. Compliance and international trade**

The Company fully complies with the global laws on export and observes strictly and unswervingly the entirety of the relevant regulations with respect to international trade, in particular with respect to obtaining the necessary permits, the documentation of dispatch of goods, the documentation of imports, the notification requirements and the necessity of record-keeping in all countries in which it has a business activity.

#### **17. Conflict of interests**

Business decisions have to be made according to the Company interests as a whole and not on the basis of personal interests, relations or benefits. The Company requires from all employees, i.e. labour and technical personnel, managerial and high-ranked officers, as well as members of the Management, to refrain, at the exercise of their duties, from any activities aiming to serve their own financial interests or other personal benefits and which violate their duty of loyalty towards the Company and

are not compatible with their professional activity in the Company. In case that the employee is aware of any personal interests of himself/herself, members of his/her family or persons related to him/her, that might influence him/her or prevent him/her from making an objective decision, he/she has to promptly address his/her Supervisor or the Legal Department of the Company, in order to resolve any doubt on the existence or not of a conflict of interest.

#### **18. Insider information and transactions of corporate officers**

The Company fully complies with the applicable stock exchange laws and the relevant decisions, circulars and directives issued by the Hellenic Capital Market Commission. In this framework it monitors systematically the transactions effected in Company shares of persons employed by the Company with an employment contract and who have access to privileged information, as well as the persons exercising managerial duties and whoever has a bond with such persons.

### **V. Implementation of the Code of Business Conduct**

The implementation of this Code of Conduct, as well as of all policies of the Company is mandatory. The Company is responsible for monitoring and checking the implementation of the Code. The Company employees are responsible for being informed and understanding the Code, asking for guidance and clarifications, whenever required and, of course, for complying with its spirit and stipulations.

If any employee has doubts regarding how he/she has to act in particular circumstances, he/she has to address himself/herself the following basic questions, which might be of considerable assistance for him/her in making a decision:

- (a) Is it honest?
- (b) Do I feel really comfortable with the particular decision?
- (c) What would happen in case it was in the news?
- (d) What would happen if everyone behaved in this way?
- (e) Is it in accordance with the Guidelines of the Code of Business Conduct?

If the answer to any of these questions is negative, he/she has to refrain from this act. It is evident that during this procedure he/she may seek clarifications and consult with his/her immediate Supervisor.

In the framework of due diligence with which the Company employees have to perform their work duties, they are expected to comply with and observe the Code.

The employees who are interested to make a complaint for any issue which they deem as a violation of the Code, they may address the Head of the respective Department, the Management or the Legal Department. In any case, any violation of the Code shall be examined and assessed by the Management and the Legal Department of the Company.

## **VI. Availability of the Code of Business Conduct**

This Code of Business Conduct is the one approved by the Board of Directors of the Company at its meeting on 5 February 2015.

It applies to the entirety of the Company personnel, without any modification; it enters into force within ten (10) days from its approval as above.

The Code is posted in the internal network of the company at the address: <file:///M:/Quality Assurance/Q INDEX.htm>, where it remains constantly available to the all Company employees.

In addition, a copy thereof is posted in the Company's Notice Board.

The Company, at its discretion, may also choose any other adequate means for the notification of the Code.

The Company employees may address their immediate Supervisor or the Company's Legal Department for any clarification or explanation of the Code.

All employees of the Company may, upon request, receive a printed copy of the Code.

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W: <http://www.intrakat.gr>

The above **Code of Business Conduct** of the company shall be posted in the company website and may be notified at the company's discretion with any other adequate means; any modification or review thereof shall be effected with a relevant decision of the company's Board of Directors.