

Enbi Power Ltd

Code of Conduct



ENBI POWER sh.p.k.
Electrification Construction

Approved by the General Manager on January 2015

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FOREWORD

Ladies and Gentlemen,

Since our founding in 2004, our company has grown from a small company with five people to a one of the most successful company in Albania and expanding its presence in Kosovo as well.

I am very proud of this journey and all the people who have contributed to our success. As we continue to expand to new markets and industries, we must stay true to the simple, but enduring values that have guided our company for nearly 16 years: Do what is right for our employees and customers. Give back to the communities where we live and work.

These simple principles are the cornerstone of our success. They have earned us the trust and respect of our colleagues, customers and communities.

As our company grows, we must continue to foster a culture that puts people first and upholds fundamental values such as honesty, integrity and accountability.

Our Code of Conduct reinforces our pledge to always do the right thing. It ensures that our commitment to operating with the highest ethical standards will never change.

I encourage you to become familiar with the Code and refer any questions to your manager, HR representative or Ethic Officer.

Thank you for your dedication to our company and the Enbi Power values.

Tajar Bregasi

General Manager



INTRODUCTION

Enbi Power established as an Albanian Company since 2004 and its branch in Kosovo since 2007, since the beginning sustainability has long been a fundamental aspect of our company policy, and we have elevated it to an essential element of our business strategy

Basis of the Code

The Code is based on the relevant legal requirements and internationally agreed upon standards, primarily the principles of the United Nations' Global Compact that spring from international agreements: the UN's Universal Declaration of Human Rights, the International Labour Organization's Conventions, the UN Convention against Corruption and the Rio Declaration on Environment and Development.

Scope of application

This Code of Conduct defines the basic requirements for our business relationship towards our stakeholders and the environment. Within Enbi Power , we oblige our employees and managers as well as partners, suppliers and clients to these values by our Business Conduct Policies and live up to the standards of our Code of Conduct ourselves.

The Mission of Enbi Power

The company's mission is to understand and to discover customer needs and expectations, to provide product and services required in compliance and certified by continuous inspections and measurements, to operate with excellence in all company processes, the continuous process improvements, products and services, in order to satisfy and update customer expectations in future development and adaptation of technology, to be a bridge between foreign clients and Albanian legislation and practices, achieve to manage society, reaching a speed and efficiency in achieving the final product by eliminating the differences that exists between different levels of the market, to provide product / service legally sustainable and features required, simultaneously in Albania and abroad, to stay up to date regarding the development of human capacities, tools and latest technology.

Company values

Our company values based on the three R pillars;

Respect is a value we apply with people, resource and the environment. Respect for consumers, partners and competitor and dignity. Respect of the company property, capital, time with efficiency and only for business related issues. Respect, protection for the environment where we work through legislation and regulations in force in the world we live in.

Responsibility is another core value. Enbi Power conducts business responsibly and in compliance with the legal requirements and governmental regulations of the countries in which we operate. Therefore, EnBi Power expects its employees and managers, suppliers and third party intermediaries to comply with all applicable laws and regulations based on - amongst others - the International Bill of Human Rights, Core Labor Norms of the International Labor Organization, the UN Convention against Corruption and OECD Convention against Bribery of Foreign Public Officials

Result is perceived as the outcome, which is achieved through acting in a right, understandable and acceptable way for the employees. Result is gained through good quality and efficiency and in a legal and moral way.

Communication and Dissemination

This Code is considered as a “living document” and periodic reviews should be considered, to ensure that the Code is always in line with the development of the company and relevant regulations;

The content will be shown and delivered to all newly recruited employees who will be provided with an updated copy at an orientation training session. As well as to all employees whenever an update will be done to the code or when a breach of the code occurs and therefore the employer needs to review once again the code;

Application of constant monitoring on the proper application of the Code, through the Internal Audit Unit, which is responsible for reporting any violations and for proposing the corresponding corrective measures;

There will be complete confidentiality and professional protection for anyone who finds himself/herself in the position of reporting any violations of the Code, without prejudice to the obligations of the law.

CORE OPERATING PRINCIPLES

Legal Compliance

Comply with the United Nations' Universal Declaration of Human Rights, the International Labour Organization's Fundamental Conventions C087, C098, C029, C105, C100, C111, C138, C182 and other ratified by the operating countries and more, the Guiding Principles of the Organization for Economic Cooperation and Development (OECD), the rules of conduct of the International Chamber of Commerce (ICC) and any other relevant international convention and national and local regulations, which are applicable to our activities in the country(ies) in which we operate. If the principles promoted by International Standard for Sustainable Development are more demanding, these will take precedence.

Human Rights

The Code of Conduct requires to ensure respect of all internationally proclaimed human rights by avoiding causation of and complicity in any human rights violations.

The core internationally recognized human rights are contained in the International Bill of Human Rights (consisting of the Universal Declaration of Human Rights, the International Covenant on Civil and Political Rights and the International Covenant on Economic, Social and Cultural Rights and also with the principles concerning fundamental rights in the eight ILO core conventions as set out in the Declaration on Fundamental Principles and Rights at Work).

We dissociate ourselves from all forms of slavery, torture, cruel, inhuman or degrading treatment, working conditions that are a threat to life or health, child labour and heavy, irreversible environmental damage. We will assess the implications to human rights of major business decisions and seek dialogue with stakeholders in the surrounding world and in the local communities in which we operate.

Core labor standards

Prohibition Of Forced Labor

- Neither use nor contribute to all forms of compulsory labor; (neither as a coercive measure or sanction against persons that have or express beliefs contrary to the political, economic, social order in force; a method of mobilization or exploitation of labor force for the purpose of economic development; disciplinary measure at work; d) a punishment for having participated in a strike; a measure of racial, social, national or religious discrimination; ect)
- Neither use nor contribute to slavery, servitude, forced or compulsory labor and human trafficking.

Prohibition Of Child Labor

- Employ no workers under the age of 16;
- Employ no workers under the age of 18 for hazardous work according to ILO Convention 182
- When appointing new employees, you verify their dates of birth and document them in the personnel files.

Non-Discrimination And Respect For Employees

- Promote equal opportunities and treatment of employees, irrespective of skin color, race, nationality, ethnicity, political affiliation, social background, disabilities, gender, sexual identity and orientation, , family situation or marriage status, civil status, religious conviction, age language, philosophical beliefs, economic, educational or social situation, pregnancy, parental affiliation, parental responsibility, place of residence, health condition, genetic predispositions, disability, living with HIV/AIDS, joining or affiliation with trade union organization, affiliation with a special group or any other cause.
- Refuse to tolerate any unacceptable treatment of individuals such as mental cruelty, sexual harassment or discrimination including gestures, language and physical contact, that is sexual, coercive, threatening, abusive or exploitative.
- Established internal rules for the fair treatment of others and monitor their observance. Your employees are free to lodge complaints with their superiors without fear of reprisal

Freedom Of Association And The Right To Collective Bargaining

- Recognize the legal rights of workers of free association and forming or joining a Trade Union and to engage in collective bargaining; neither disadvantage nor prefer members of employee organizations or trade unions.
- Adhere to all applicable working hours regulations globally.
- Pay fair wages for labor and adhere to all applicable wage and compensation laws globally.

Health & Safety Of Employees

- We Act in accordance with the applicable statutory and international standards regarding occupational health and safety and provide safe working conditions.
- We provide training to ensure employees are educated in health & safety issues.
- There is an established reasonable occupational health & safety management system.
- There is a clear commitment by management to occupational health and safety.
- We take measures to prevent accidents on building sites, in plants and in projects.
- Eliminate unsafe and dangerous conditions immediately.
- We control hazards and take the best possible precautionary measures against accidents and occupational diseases, which means: assessing hazards and effects of activities, products and services and implementing appropriate measures to eliminate or minimize the risks and their effects as far as possible.
- Regularly develop minimum requirements further internally and keep your suppliers informed about them.
- We have a person who is responsible for occupational health and safety matters and who trains and educates the employees.
- We support our suppliers actively in implementing these standards also. If a supplier repeatedly or seriously breaches these standards, we exclude this supplier from further business transactions.
- We have an occupational health and safety management system in place in accordance with ISO 45001.
- Implementing an occupational health and safety management system includes: risk assessment, risk minimization, systematic and complete description of process workflows, identification of requirements and efficient implementation, regular monitoring and assessment.
- In addition, our partners must adhere actively to the principles of occupational health and safety, both when selecting suppliers and in the conduct of their business relationships.
- We act with integrity in business, and our behavior complies with our moral principles and values.

Grievance Mechanism

- Provide access to a protected mechanism for our employees to report possible violations of the principles of this Code of Conduct.

Environmental Protection

- We act in accordance with the applicable statutory and international standards regarding the environment. Minimize the environmental pollution and make continuous improvements in environmental protection.
- We have an established a reasonable environmental management system.
- We have a process, that ensures compliance with statutory regulations and customer requirements governing operational and product related environmental protection.
- All the approvals and/or licenses required for the operation of our sites are documented, implemented and regularly checked.
- We have a suitable management system (e.g. an ISO 14001-compliant or equivalent system) of environmental protection.
- You have rules, guidelines, internal standards or similar governing product related environmental protection, for example with regard to product design, restrictions on materials, labeling, information obligations, reuse, recycling, environmentally compatible product use, maintenance and disposal and, where applicable, measures for protection against hazardous substances, and you train your employees accordingly.

Fair Operating Practices

Anti-Corruption And Bribery

- Tolerate no form of and do not engage directly or indirectly in any form of corruption or bribery and do not grant, offer or promise anything of value to a government official or to a counterparty in the private sector to influence official action or obtain an improper advantage. This includes to renounce from giving or accepting improper facilitation payments.

Fair Competition, Antitrust Laws And Intellectual Property Rights

- Act in accordance with national and international competition laws and do not participate in price fixing, market or customer allocation, market sharing or bid rigging with competitors.
- Respect the intellectual property rights of others.

Awareness Of Conflicts Of Interest

- Avoid and/or disclose internally and to Siemens all conflicts of interest that may influence business relationships, and to avoid already the appearance thereof.

Anti-Money Laundering, Terrorism Financing

- Not directly or indirectly facilitate money laundering or terrorism financing.

Respect Data Privacy

- Process personal data confidentially and responsibly, respect everyone's privacy and ensure that personal data is effectively protected and used only for legitimate purposes.

ETHICAL CONDUCT PRINCIPLES

Principle 1: Honesty, Integrity And Fair Play

EnBi Power Ltd and its staff are fully committed to the principle of honesty, integrity and fair play in the delivery of services and goods to the public. All staff should ensure that the business operations, applications for services, procurement or staff recruitment, are dealt with in an open, fair and impartial manner.

This Code of Conduct sets out the basic standard of conduct expected of all staff and the Company's policy on matters like acceptance of advantages and conflict of interest of staff in connection with their official duties. This Code also applies to temporary and part-time staff employed by the Company.

Principle 2: Equal Opportunity For All Employees

The company is an equal employment opportunity employer. Employment opportunities are available regardless of race, color, sex, religion, national origin, age, disability or other legally protected status. This Principle applies to all aspects of the employment relationship, including recruiting, hiring, training, work assignment, promotion, transfer, termination, and wage and salary administration.

Principle 3: Safety, And Health Practices

The company is committed to an injury-free and illness-free workplace that is operated in an environmentally sound manner in compliance with all relevant laws and regulations that protect worker safety and the environment.

Employees should perform work in a safe manner.

Principle 4: Fair Competition

The company's policy will prohibit any anticompetitive practices, which could effect in bounding, restraining or distorting competition, as well as any practices of an unfair competition. Accordingly, our employees cannot agree (formally or informally) with competitors to fix prices or any other conditions of transaction; to limit or control the production, commercialization, technical development or investment; to manipulate or divide markets or sources of provisioning; to

participate with fake offers in tenders or any other forms of competitions for offers; to limit or restrain access to market and freedom of competition for other enterprises; to apply unequal conditions for equivalent performance to commercial partners, creating in this way a disadvantage in competition; to condition signing of acceptancy contracts by the partners for supplementary obligations which, by their nature or according to commercial usage, have no connection with the subject of such contracts.

Our employees are prohibited from performing any act of unfair competition manifested through: misappropriating clients of a company by using the relations established with such clients within the function previously held at the company, dismissal or attracting employees of a company for the purpose of setting up a competing company to capture customers of that company or hiring employees of a company in order to disorganize of its work. At the same time, our employees must not take actions that harm the legitimate interests of consumers or other operations in breach of the competition law.

Principle 5: Governance And Anti-Corruption

The Company has zero tolerance for corruption. All employees must never offer to provide anything of value directly or indirectly to government officials and business partners to secure an undue advantage. The company prohibits payment, offers of payment as well as anything of value directly or indirectly with the purpose of influencing or obtaining undue business or personal advantage.

Third parties will only be contracted to perform tasks which aid business interests provided: fees to be paid are reasonable; all arrangements are clearly documented; arrangements are in compliance with company's policies.

Principle 6: Financial Reporting

All transactions of the Company must be duly recorded so as to permit preparation of clear financial statements in conformity with generally accepted accounting principles. No false or misleading entries may be made in the books and records of the Company for any reason, and no employee may engage in any arrangement that results in such a prohibited act.

No undisclosed or unrecorded fund or asset of the Company may be established for any purpose. No payment on behalf of the Company (including those by cash) may be done without adequate supporting documentation or made with the intention or understanding that any part of such payment is to be used for any purpose other than as described by the documents supporting the payment.

From time to time, the Company may publish or inform of policies on financial reporting, disclosure and compliance to reinforce the Financial reporting expectations in this Code. All employees at any level are expected to implement and strictly follow these policies.

Principle 7: Restrictive Agreements With Third Parties

The Company does not condone activities that seek to gain an unfair competitive advantage. No individual may engage in any activity which violates any valid restrictive agreements entered into by that individual for the benefit of a third party, and no individual may, directly or indirectly, use or disclose any confidential information or trade secrets of a third party that the individual obtained while employed by or associated with such third party.

Principle 8: Government Contracts And Services

The Company is committed to complying with all applicable laws and regulations relating to government (public procurement) contracts and services and to ensuring that its reports, certifications and declarations to government officials are accurate and complete and that any deviations from contract requirements are properly approved.

Principle 9: Acceptance Of Advantages

It is the policy of this Company to prohibit all staff from soliciting or accepting any advantage from any persons having business dealings with the Company (e.g. clients, suppliers, contractors). Employees who wish to accept any advantage from such persons should seek advice and permission from the responsible ethics officer.

Any gifts offered voluntarily to the staff in their official capacity are regarded as gifts to the Company and they should not be accepted without permission. By default, staff should decline the offer if the acceptance could be perceived as against the interest of the company, or that of society, or lead to complaints of bias or impropriety.

For gifts presented to staff in their official capacity and of low nominal value (below 1000 MDL), the refusal of which could be seen as unsociable or impolite, can be exceptionally accepted. In other circumstances, the staff should seek for a clear (i.e. in writing) and immediate (within 5 days from the offer) consent from the ethics officer to accept the gifts.

The ethics officer should keep proper records of the applications and permissions. Each permission will indicate the name of the applicant; the occasion of the offer; the nature and estimated value of the gift, and whether permission has been granted for the applicant to retain the gift or other directions have been given to dispose of the gift. The permissions must be signed and dated by both the ethics officer and the applicant.

Principle 10: Conflict Of Interest

A conflict of interest situation arises when the “private interests” of the staff compete or conflict with the interests of the Company. “Private interests” means both the financial and personal interests of the staff or those of their connections including: family members and other close affiliates; personal friends; the clubs and societies to which they belong; and any person to whom they owe a favor or are obligated in any way.

Staff should avoid using their official position or any information made available to them in the course of their duties to benefit themselves, their affiliates or any other persons with whom they have personal or social ties. They should avoid putting themselves in a position that may lead to an actual or perceived conflict of interest with the Company.

Failure to avoid or declare any conflict of interest may give rise to criticism of favoritism, abuse of authority or even allegations of corruption.

In particular, staff involved in the procurement process should declare conflict of interest if they have beneficial interest in any company which is being considered for selection as the Company supplier of goods or services.

When called upon to deal with matters of the Company for which there is an actual or perceived conflict of interest, the staff member should make a declaration in writing to the ethics officer. He should then abstain from dealing with the matter in question or follow the instruction of the ethics officer who may reassign the task to other staff.

Principle 11: Misuse Of Official Position

Staff who misuses their official position for personal gains or to favor their relatives or friends are liable to disciplinary action or even prosecution. Examples of misuse include a staff member responsible for the selection of suppliers giving undue favor or leaking information to his/her relative's company with a view to giving away an undue advantage.

Principle 12: Handling Of Classified Or Proprietary Information

Staff is not allowed to disclose any classified or exclusive information to anybody without authorization. Staff who have access to or are in control of such information should at all times provide adequate safeguards to prevent its abuse or misuse. Examples of misuse include disclosure of information in return for monetary rewards, or use of information for personal interest. It should also be noted that unauthorized disclosure of any personal data may result in a breach of the applicable legislation on privacy.

Principle 13: Property Of The Company

Staff given access to any property of the Company should ensure that it is properly used for the purpose of conducting the Company's business. Misappropriation of the property for personal use or resale is strictly prohibited.

Principle 14: Outside Employment

Employees who wish to take up paid outside work, including those on a part-time basis, must seek the written (date and signed) permission and guidance from the ethics officer before accepting the job. Approval will not be given if the outside work is considered to be in conflict with the interest and values of the corporation.



THE CODE IN PRACTICE

Compliance With The Code

It is the personal responsibility of every staff member to understand and comply with the Code of Conduct. Every member of the staff shall sign a declaration of Principle to this purpose. The ethics officer or other mandated employee will keep declarations of Principle.

Higher ranked employees should ensure that their subordinates understand and comply with the standards and requirements stated in the Code. Any doubts of interpretation or problems encountered, as well as any suggestions for improvement, should be addressed to the ethics officer for consideration and advice.

Any staff member who violates any provision of the Code will be subject to disciplinary action. In cases of suspected corruption or other criminal offences, a report will be made to the appropriate authorities.

Consequences Of Deviations

The Company can take prompt and appropriate remedial action in response to violations of the Code. Any employee who engages in conduct prohibited by the Code as determined by the ethics officer will be subject to discipline actions and sanctions in accordance with the labor law.

Once a complaint has been placed, the ethics officer will initially analyze it and s/he may meet privately with the applicant to understand the facts surrounding the issue. Following a fact-finding phase, an investigative meeting could be held with the employee alleged of the violation, to further ascertain the facts and receive observations.

The decision should be issued in writing (date and signed), indicating a summary of the facts, reference to the specific violation and motivations.

The sanction may be under the form of:

- Warning;
- Private or public letter of reprimand;
- Transfer to other tasks or unit;
- Suspension from duties;
- Termination or removal.

In every case of violation, the employee will be fined for an amount estimated between a 1/5 (one fifth) and 5 (five) times the most recent monthly salary. The fine will be applied through a direct deduction from the employee's following salary or any past credit s/he may have towards the company.

The ethics officer shall report serious violations to appropriate government or legal authorities.

Reporting

Employees have a responsibility to promptly report to the Company any violation of the Code. The Company shall put in place an appropriate mechanism (i.e. complaints/suggestion boxes, telephone, emails, etc.) as to allow employees to address communications to the ethics officer with the highest degree of trust and confidentiality.

Employees will not be disciplined or retaliated against in any way for reporting violations in good faith. Retaliation against any employee for reporting policy violations, or for testifying, assisting or participating in any manner to inspections is strictly prohibited. Any employee who believes he or she has been subjected to or has witnessed retaliation must immediately report the alleged retaliation to the ethics officer.

Ethics Committee

The ethics Committee is appointed inside the Company.

The ethics officers shall be a person of trust, independence and competence; s/he should be prepared, trained and/or certified in dealing with matters related to this code of conduct. The ethics officer shall perform his duty with the utmost tact, confidentiality, respect, fairness and proficiency.

The ethics officer will handle day-to-day compliance matters, including:

- Receiving, reviewing, investigating and resolving concerns and reports on the matters described in this Code;
- Interpreting and providing guidance on the meaning and application of this Code;

The Ethic committee

- Makes periodic meetings;
- Reporting periodically and as matters arise to senior staff of the Company on the implementation and effectiveness of this Code and other compliance matters, and recommending any updates or amendments to this Code deemed necessary or advisable.

APPENDIX 1: DEFINITION OF ADVANTAGE AND EXAMPLES OF PROHIBITIONS

“Advantage” means:

- any gift, loan, fee, reward or commission consisting of money or of any valuable security or of other property or interest in property of any description;
- any office, employment or contract;
- any payment, release, discharge or liquidation of any loan, obligation or other liability, whether in whole or in part;
- any other service, or favor, including protection from any penalty or disability incurred or apprehended or from any action or proceedings of a disciplinary, civil or criminal nature, whether or not already instituted;
- the exercise or tolerance from the exercise of any right or any power or duty; and
- any offer, undertaking or promise, whether conditional or unconditional, of any advantage within the meaning of any of the preceding paragraphs above.

Every employee commits to:

- Do not solicit, accept, offer, promise or pay a bribe either directly or through a third party. This includes “facilitation payments”.
- Do not accept transportation, travel expenses or accommodations for trips that are not business related.
- Do not offer or accept donations for parties, including going-away parties.
- Do not solicit or accept personal discounts that are not available to all employees or available to the general public.
- Do not offer or accept personal rebates or refunds that are a result of company's purchases.
- Do not offer or accept excessive or inappropriate meals or entertainment. Generally, an excessive amount would be an amount you would not normally spend on yourself.

Gifts provided should not give the appearance of unduly influencing, obligating the recipient or providing an improper advantage to the company. Gifts or entertainment should not reflect adversely on the company or the recipient's company and the gifts should be given openly. The gift or entertainment should be accurately accounted for in the employee's expense report and on the company's books and records. If you have questions regarding whether or not to accept or offer a gift or invitation, consult with the ethics officer.

APPENDIX 2: EXAMPLES OF WAYS TO DISPOSE OF GIFTS PRESENTED TO A STAFF MEMBER IN HIS OFFICIAL CAPACITY

- If the gift is of perishable nature (e.g. food or drink), it shall be shared among the office or during an activity organized by the Company.
- If the gift is a useful item, it may be sent to a charitable organization.
- If the gift is of historical or other interest, it may be sent to a library or museum.
- If the gift is suitable for display (e.g. a painting, vase, etc.), it may be retained for display in the Company's premises.
- If the gift is a personal item of low value (below 1000 MDL), it may be retained by the recipient.



APPENDIX 3: EXAMPLES OF CONFLICT OF INTEREST SITUATIONS

- A staff member has a financial interest in a company that is being considered for selection as the company's supplier of goods or services.
- A staff member accepts frequent gifts from the company's suppliers or contractors

