

RetuRO Sistem Garanție Returnare S.A.
Societate administrată în sistem dualist
Capital social subscris și vărsat integral:
6.250.000 RON



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RetuRO Code of Ethics and Conduct for Business Partners

CODE OF ETHICS AND CONDUCT FOR BUSINESS PARTNERS

This PA Code contains guidelines on decision-making at RetuRO level, how relations with business partners are carried out and how RetuRO relates to contractual partners and also imposes reciprocal relations from contractual partners. Thus, in initiating and developing commercial relationships with business partners, RetuRO wants and aims for them to have a level of ethics and compliance similar to that which RetuRO promotes according to the principles and points detailed below.

The PA Code is structured on principles and points of interest covering reciprocity, integrity, transparency and non-discrimination, social responsibility, avoidance of conflicts of interest, confidentiality, anti-corruption, prevention and combating of money laundering, as follows:

1 Reciprocity

The PA Code defines the principles designed to help RetuRO act with integrity in its relationship with contractual partners. It reflects how RetuRO relates to its position as sole administrator of the guarantee-return system ("**Sole Administrator**"). RetuRO supports and encourages compliance with the commitment to act fairly, honestly and responsibly, in compliance with legal provisions, especially in terms of human rights, environmental protection, fight against corruption, protection of personal data, competition. Given this attitude, RetuRO wants the same attitude from its business partners.

2 Integrity

Based on the principle of reciprocity, RetuRO's business partners must respect and apply the principle of integrity by aligning all their actions, internal or external, with the values promoted by RetuRO, including respecting and applying the principles and rules of law. Within RetuRO, regarded as an organization with long-term perspectives, a component of business strategy is integrity, ensured by codes of ethics and compliance procedures. RetuRO together with its contractual partners forms a conglomerate with a fair and honest conduct, which proves consistency between actions, values, principles and rules of law.

3 Transparency and non-discrimination

In relation to business partners, RetuRO adopts an attitude characterized by impartiality and does not tolerate decisions to be influenced by prejudices, conflicts of interest or other influencing factors that may have a negative impact on RetuRO's daily activity in relation to business partners and on RetuRO's image.

Decision-making transparency, openness to the public, free access to information of public interest and open and constructive dialogue with all stakeholders are the guiding lines in RetuRO's activity. These lines are drawn both within RetuRO and in relations with contractual partners / business partners.

RetuRO promotes and supports inclusion and non-discriminatory attitude towards its employees and/or contractual partners, regardless of race, sex, religion, sexual orientation, political affiliation or other such criteria that may underlie discrimination.

Therefore, any business partner of RetuRO must adopt the same guidelines in its activity and in its relationship with RetuRO, lines based on inclusion, non-discrimination and decision-making transparency.

4 Equal treatment

RetuRO's business partners respect and guarantee non-discriminatory treatment in relation to their employees, partners and collaborators, implicitly in relation to RetuRO. As RetuRO ensures equal treatment, refraining from discriminatory conduct based on nationality, sex, origin, race, ethnicity, disability, illness, age, religion or political affiliation, RetuRO's business partners must be based on the same principles.

5 Social responsibility. Minimum social standards

In promoting and assuming social responsibility, RetuRO assumes and respects minimum social standards in accordance with its mission to implement the largest circular return-guarantee economy system. Minimum social standards are a set of fundamental norms designed to ensure workers' rights and well-being worldwide, established and promoted primarily by the International Labour Organization ("ILO"), in line with the United Nations Global Compact and the Universal Declaration of Human Rights.

5.1 Human rights

Based on ILO Conventions 100 and 111, in accordance with Romanian Government Ordinance no. 137/2000 on preventing and sanctioning all forms of discrimination, as well as Law no. 53/2003 on the Labor Code ("**Labor Code**") and other applicable laws, RetuRO and its business partners ensure a healthy working environment, giving all employees fair treatment, governed by respect and dignity, without harassment or intimidation of any kind, and takes measures to prevent and sanction any conduct which, by its systematic nature, is liable to prejudice the dignity, physical or mental integrity of an employee or group of employees, endangering their work or degrading the working climate.

RetuRO and RetuRO Partners undertake not to contribute to discriminatory practices within their business relationships or activities. It also assumes responsibility, if it observes inappropriate practices in its partners' activities, to encourage and assist them in their responsibility to prevent discrimination. If such measures prove ineffective, RetuRO undertakes to reconsider relations with those business partners.

5.2 Avoiding child labour and forced labour

Based on ILO Conventions 138 and 182, the Romanian Constitution, the Labour Code and other applicable laws, child labour must not be used at any point in the value chain and the concept of forced labour is vehemently rejected within society. Furthermore, the employment of children within RetuRO is strictly prohibited and, consequently, will not be implemented or accepted.

5.3 Avoiding forced labour and slave labour

Based on ILO Conventions 29 and 105, the Romanian Constitution and the Labour Code and other applicable laws, RetuRO and its trading partners shall strictly prohibit any form of forced labour or slavery in its operations. In the same vein, RetuRO / commercial partners undertake to respect the rights of its employees and to ensure that they receive all the benefits they are entitled to, in accordance with Romanian labor legislation and ILO conventions.

5.4 Working time, overtime and leisure. Holidays

RetuRO and its trading partners ensure that working weeks do not exceed the maximum number of working hours defined by the legislation governing the activity of each company, as well as that employees can efficiently perform the tasks entrusted to them during this time. The company strictly complies with the provisions of the Labor Code regarding the duration of working time, overtime work and its compensation, limits on the provision of additional work.

5.5 Health and safety at work

RetuRO and its trading partners take a firm and responsible approach to health and safety at work. In this regard, the Company / commercial partners implement programs and policies aimed at preventing accidents and reducing the risks of illness associated with the activities carried out.

5.6 Compensation of employees

In accordance with the provisions of the applicable legislation, RetuRO and its trading partners adopt a fair and transparent approach to employee remuneration.

5.7 Environmental responsibility

RetuRO and its commercial partners recognize its responsibility in terms of environmental protection and strive to minimize energy consumption in carrying out its activities and are committed to continuous evaluation and improvement of working methods and processes to ensure that they are safe and acceptable from an environmental perspective.

6 Privacy

Confidentiality is the vote of confidence in RetuRO's relationships with business partners. Therefore, the protection of all information, throughout the business relationship, including after its termination, is an imperative condition that RetuRO offers and requires in such relationships.

7 Avoidance of conflicts of interest

RetuRO discourages engaging in any other activities that are, or appear to be, in conflict of interest with persons connected to RetuRO. RetuRO expects each business partner to avoid possible situations where personal or family interests conflict with the interests of the business relationship RetuRO carries out with that partner.

8 Competition practices

RetuRO believes, encourages and practices fair and open competition and requires all corresponders to adhere to all applicable competition laws. All collaborators must comply with these laws at all times, including any applicable national, European and international policy. Business relationships with RetuRO collaborators must align with all applicable competition laws.

The following activities (listed as examples) constitute violations of competition practices including this IP Code:

- (a) concerted practices such as cartels or agreements with and between competitors of RetuRO shareholders;
- (b) applying unequal conditions to equivalent supplies vis-à-vis trading partners, thereby placing them at a competitive disadvantage;
- (c) make the conclusion of contracts conditional upon acceptance by the partners of supplementary services which, by their nature or according to commercial usage, have no connection with the subject-matter of such contracts.

If a representative of RetuRO finds during a business meeting or in any other professional context that the subject is related to the establishment of such unfair competition practices, he will have the right to denounce the character of this meeting to the participants and will request to record in writing the reason for leaving the meeting.

9 Money laundering

RetuRO will not take part in money laundering activities and undertakes to develop and implement mechanisms to combat it, in accordance with European and international directives and standards, as well as with national and international legislation in force. This conduct is a condition that must be respected by any of RetuRO's business partners.

10 Fight against corruption

RetuRO partners must not use their duties for purposes other than those related to the fulfillment of contractual obligations.

RetuRO employees or managers, nor RetuRO partners, must never accept or demand bribes, improper payments, gifts or gratuities from any contractual partner of RetuRO. RetuRO employees/managers and RetuRO partners are not allowed to offer or solicit gifts, parties, meals, political contributions, donations, nor accept these things from business partners, on behalf of RetuRO, market value. RetuRO

representatives who have contact with public authorities must not offer anything of value to a public official (including but not limited to the following purposes:

- (a) in order to influence an official act;
- (b) for the purpose of influencing the public official to commit or assist in the act of fraud;
- (c) for the purpose of influencing the official to act in breach of his official duties or to issue or refrain from issuing an official act in breach of his official duties.

RetuRO discourages and renounces any behavior such as those listed above. Moreover, if the action is committed in such a way that the act constitutes a crime, RetuRO will support the competent bodies in carrying out criminal prosecution acts, and the person concerned will bear the consequences.

11 RESPONSIBILITY

If there are complaints from inside or outside RetuRO regarding the violation of the provisions of this PA Code, administrative investigations will be carried out, according to the legislation in force, and the business partner will provide support and collaborate to carry out these investigations.

The provisions of this PA Code shall be supplemented by the applicable provisions of the normative acts in force.

Any violations of this PA Code can be notified at the email address: compliance@returosgr.ro.