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CORRUPTION PREVENTION POLICY

Purpose to establish the fundamental corruption prevention measures within the Group Companies, requirements for their implementation and the guidelines for ensuring compliance herewith, thus creating prerequisites and conditions for the implementation of the highest standards of transparent business across the Group companies.

Scope of Application the Policy applies to all Group Companies and their Employees.

1. Terms used in this Policy

Responsible Person	an Employee appointed by the CEO of the Group Company responsible for coordinating and supervising the implementation of corruption prevention measures established in this Policy.
Group Companies	MAXIMA GRUPÉ, UAB and its directly and indirectly controlled legal entities.
Employee	a person employed in a Group Company under an employment contract, a civil contract, or performing duties or working on any other basis, including members of management, supervisory bodies, and committees, regardless of the form of their relationship with the respective company or whether they are remunerated.
Gift	an item, service or other benefit of any value received or given free of charge (for example, money, drinks, tickets, invitations, discounts, travel, services, accommodation services, hospitality, etc.).
Conflict of Interest	a situation where the private interests (for example, financial, political, family) of the Employee or his/her close relative may affect (determinate) actions taken on behalf of the Group Company (for example, when performing duties, making or participating in decisions, or carrying out an assignment).
Corruption	any activity involving the abuse of powers entrusted by the Group Companies for personal or any third-party benefit. Corruption in this Policy encompasses all its forms, including bribery, graft, trading in influence, facilitation payment, or other acts aimed at achieving a similar purpose.
Trust Line	an information reporting channel intended for reporting violations of legal acts committed, being committed, or intended to be committed in a Group company, including corruption-related violations.
Policy	this Corruption Prevention Policy.
Foreign State	any foreign country, except the country in which the Group Company operates, including all foreign institutions from the municipal to the national level. The concept of a foreign state also includes international organizations.
Foreign Public Official	any person holding an office in Foreign State institutions having legislative power, performing public administration functions, including, but not limited to, judicial authorities, regardless of whether the person is elected or appointed to office. In addition, a person who holds office in a public legal

entity or international organization in a foreign State is considered to be an official of a Foreign State.

2. Corruption Prevention Commitments

- 2.1. The Group Companies and their Employees shall conduct their activities in accordance with the principle of zero tolerance for Corruption, which means that the Group Companies do not tolerate Corruption in any of its forms and is applied in relations with both the private and public sectors (including relations with Foreign States and their officials).
- 2.2. Compliance with the provisions of legal acts and norms of conduct:
 - 2.2.1. In carrying out their activities, the Group Companies and their Employees shall comply with all the requirements of the legal acts applicable to the Group Companies;
 - 2.2.2. In situations where the Policy or legal acts do not establish appropriate norms of conduct, the Group companies and their Employees shall behave in such a way that their behavior meets the highest standards of reliability, honesty and transparency acceptable in society;
 - 2.2.3. The Group Companies cooperate with law enforcement institutions in order to disclose, investigate and (or) report any observed cases of Corruption.
- 2.3. Information disclosure and transparent accounting:
 - 2.3.1. Group companies shall ensure that their activities and objectives are transparent and clearly declared;
 - 2.3.2. The accounting of the Group Companies must be accurate, correctly reflect all economic operations and events, in strict compliance with the requirements of legal acts and mandatory accounting standards;
 - 2.3.3. The recordkeeping of the documents of the Group Companies must be accurate and correct, carried out in strict compliance with the requirements of legal acts.
- 2.4. It is expected and encouraged that business partners, suppliers and other third parties having relations with the Group Companies would base their activities on the principles of ethical and responsible business, which are *inter alia* detailed in this Policy and Supplier Code of Conduct of MAXIMA Group Companies.

3. Gifts and other benefits

- 3.1. A zero-tolerance Gifts rule applies within Group Companies, meaning that Group Companies and their Employees do not accept Gifts from third parties and do not give Gifts to third parties themselves.
- 3.2. Group Companies shall establish internal rules governing the conduct of their Employees in order to ensure proper implementation of this principle.

4. Providing support

- 4.1. Group companies refrain from any form of influence – either directly or indirectly – and do not finance or otherwise provide support to politicians, political parties and (or) movements, their representatives or their candidates, election campaigns, foundations established by politicians (or persons related to them) or other political organizations.
- 4.2. Each Group Company is responsible for granting support in accordance with the applicable legislation and internal regulations (if applicable).

5. Avoidance of Conflicts of Interest

- 5.1. The business decisions and actions of the Group Companies shall be based on the principle of maximum benefit to the Group Companies. Employees must avoid any Conflict of Interest that may adversely affect the impartial and objective performance of their duties or functions.
- 5.2. The Group Companies shall establish the procedure for the declaration of Interest applicable to its Employees as well as the measures for avoiding and managing Conflicts of Interest.

6. Procurements

- 6.1. Procurements shall be organized in the Group Companies in accordance with the following key principles:
 - 6.1.1. Transparency, which means, *inter alia* that all suppliers participating in procurement shall be provided with sufficient information about the tender and that the tender must be organized in a fair and open manner, in accordance with pre-defined and declared rules and criteria;

- 6.1.2. equality (non-discrimination), which means, inter alia, that all suppliers shall be provided with equal opportunities to participate in tenders announced by the Group Company, suppliers and their bids shall be evaluated by applying the same criteria and standards;
- 6.1.3. proportionality, which means, inter alia, that the requirements imposed on suppliers must be proportionate to the intended procurement and its scope, and that the procurement procedures must maintain an optimal balance between resource usage and the desired outcome in procurement procedures;
- 6.1.4. impartiality, which means, inter alia, that the Employees organizing procurements shall act independently from suppliers or other people, make decisions based on pre-established criteria, avoid bias, do not abuse granted rights or authorizations, and do not follow unlawful instructions or directives on the organization of procurements;
- 6.1.5. efficiency, which means, inter alia, that whenever possible, procurement should be organized by electronic means, using innovative or user-friendly tools, solutions and methods.
- 6.2. The Group Companies shall establish the procedure for the execution of procurements to ensure the implementation of the above-mentioned procurement organization principles.
- 6.3. The Group Companies encourage the Company's Employees and (or) business partners to report via Trust Line any observed and (or) suspected violations of the procurement organization principles.

7. Nepotism and cronyism

- 7.1. The Group Companies do not tolerate the favoritism of family members and relatives (nepotism), friends and other related persons (cronyism), as well as direct subordination or control relations of such persons. Employees are selected in a non-discriminatory, transparent, fair manner, based on their competencies and in accordance with legal acts.

8. Trust Line

- 8.1. In order to ensure the implementation of the provisions of the Policy, prevention of violations, transparency and trust, each Group Company operates a Trust Line, which enables the reporting of Policy violations in Group Company.
- 8.2. Group Companies support Employees and third parties who report potential cases of Corruption and other violations of this Policy. Group Companies ensure the confidentiality of such persons, the protection of personal identity in accordance with the procedure established in legal acts and the protection of such persons from any negative consequences. In cases where an Employee or a third party has reasonable doubts regarding the proper fulfillment of this commitment, the person shall have the right to submit a report via the MAXIMA GRUPE, UAB Trust Line.
- 8.3. The Responsible Person of the Group Company shall register received reports regarding possible violations of this Policy and records information about initiated investigations, their progress, and results.
- 8.4. Reports received via Trust Line shall be reviewed in accordance with the procedure established by the Group Company.

9. Responsibilities

Position	Main responsibilities
9.1. Board	<ul style="list-style-type: none"> 9.1.1. approves this Policy and its amendments; 9.1.2. forms and fosters an anti-corruption culture within the Group Company, demonstrates leadership in the field of Corruption prevention by its example.
9.2. CEO	<ul style="list-style-type: none"> 9.2.1. approves this Policy and its amendments (where Board has not been formed) and procedures implementing the Policy in the Group Company; 9.2.2. allocates the necessary resources and means for the effective implementation of the Policy in the Group Company; 9.2.3. distributes responsibilities and authorities for the implementation of measures provided for in the Policy and appoints the Responsible Person; 9.2.4. evaluates the findings, conclusions and recommendations submitted by the Responsible Person concerning the reports of potential violations of Policy and takes appropriate actions or decisions as necessary.

9.3. Responsible Person (-s)	<p>9.3.1. having assessed possible Corruption risks, organizes and coordinates the implementation of Corruption prevention measures provided for in this Policy;</p> <p>9.3.2. ensures that the Employees of the Group Company are properly acquainted with the Policy and the procedures implementing it;</p> <p>9.3.3. registers and conducts an initial assessment of reports and, if necessary, organizes an internal investigation regarding information related to a violation of this Policy and submits its findings and recommendations to the CEO of the Group Company;</p> <p>9.3.4. seeks to increase the anti-corruption awareness of the Employees, promotes anti-corruption practices and conducts trainings, supervises the implementation of anti-corruption practices, and consults the Employees on related issues;</p> <p>9.3.5. collects and systematizes information regarding the progress and results of investigations related to potential Policy violations.</p>
9.4. Employees	<p>9.4.1. ensure due compliance with the Policy and the implementing rules and procedures approved within the Group Companies in the performance of work functions;</p> <p>9.4.2. attend anti-corruption training;</p> <p>9.4.3. provide information and reports to the Responsible Person about any observed violations of the Policy.</p>

10. Final provisions

- 10.1. A violation of the provisions of this Policy shall be treated as a gross violation of employee's job duties for which disciplinary liability may be applied. If the signs of a criminal offence are detected, the Group Company shall inform the responsible law enforcement institutions.