

MERIDA CODE OF ETHICS

INTRODUCTION

The **Merida Code of Ethics** comprises fundamental principles, moral norms, and standards that apply to all Employees and Business Partners of the Company. By adopting these principles, we express our belief that honesty, responsibility, and transparency are essential to building lasting success and a strong reputation.

I MISSION AND COMMITMENT

Our objective is not only to achieve strong business results, but also to operate in strict compliance with the law and the highest ethical standards. We believe that building an innovative and sustainable business requires mutual respect and a deep commitment to environmental responsibility. This **Code of Ethics** sets forth the standards of conduct for all Employees of the **Merida Company** and serves as a guiding framework for day-to-day decision-making. Its purpose is to foster a workplace free from discrimination and unethical behaviour, and to build an organisational culture rooted in mutual respect, responsibility, and trust.

We are committed to conducting our business with the utmost respect for all Company Stakeholders, which include:

- a) Customers,
- b) Employees,
- c) Business Partners,
- d) Local Communities.

The success and value of our Company rely heavily on our public reputation. Therefore, our operations are grounded in integrity, credibility, and ethics. We are convinced that these core values build the lasting trust of Customers, Investors, and Business Partners, ensuring our stable development and authenticity in business.

II STANDARDS OF CONDUCT IN INTERNAL RELATIONS

1. Work Environment and Equal Treatment

Ensuring equal opportunity and maintaining the highest employment standards are our top priorities. Therefore, with respect to Employee relations, we:

- a) comply with all applicable labour laws and regulations, including those regarding working hours and the timely, accurate payment of remuneration,
- b) base decisions regarding employment, promotions, and remuneration solely on qualifications, competencies, and experience — regardless of origin, gender, age, sexual orientation, or beliefs,
- c) create a workplace free from discrimination, bullying, intimidation, and harassment,
- d) recognise and support the right of all Employees to freedom of association and to represent their own interests,
- e) ensure full compliance with the guidelines and rules set forth in the **Merida Occupational Health and Safety Policy**.

2. Use of Company Resources

Every Employee is responsible for the protection, proper maintenance, and efficient use of all Company assets and resources, including but not limited to:

- a) equipment: computers, phones, machinery, vehicles, tools, and office equipment,
- b) software: operating systems, applications, specialised tools, and all held licenses — the installation of unauthorised software is strictly prohibited,
- c) intellectual property and data: confidential information, know-how, Customer and Business Partner databases, trade secrets, project documentation, research results, and work products created in the course of employment — copying, disclosing, transferring, or using this information outside the Company or in a manner inconsistent with regulations is strictly forbidden.

3. Cultivating Internal Relations

We are committed to fostering a friendly workplace based on respect and trust. Therefore, we strive to:

- a) build relationships based on professionalism and courtesy, regardless of position, tenure, or department,
- b) communicate in a clear, factual, and polite manner, whether in face-to-face conversations, email correspondence, or on company messaging platforms,
- c) approach differences of opinion constructively, resolving disputes through dialogue and seeking compromise,
- d) refrain from spreading false information, rumours, or any comments that could infringe upon the personal rights of other team members.

III STANDARDS OF CONDUCT IN EXTERNAL RELATIONS

1. Compliance with the Law and Anti-Corruption

Building trust and lasting relationships with our Business Partners relies on transparency and integrity. Therefore, in our external contacts, we adhere to the following principles:

- a) we strictly comply with all applicable national and international laws, and we expect the same commitment from our Business Partners,
- b) we maintain a zero-tolerance policy towards all forms of corruption, strictly oppose any practices that may constitute or resemble corrupt behaviour, and we act in accordance with the **Merida Anti-Corruption Policy**,
- c) our Employees are required to disclose immediately any potential conflicts of interest (such as personal ties to Suppliers, Customers, or Competitors) as well as any improper conduct (including the acceptance or offering of gifts, cash, or services) that might compromise the objectivity of business decisions,
- d) we are committed to maintaining accurate and reliable financial and business records for the Company.

2. Confidentiality, Personal Data Protection, and Intellectual Property

The protection of information, personal data, and intellectual property is the foundation of trust in our business relationships. Therefore, at the **Merida Company**, we apply the highest security standards in this regard:

- a) we require all Employees to protect confidential information regarding Customers, Business Partners, Company strategies, and commercial operations, strictly prohibiting its use for personal gain or in any manner that could expose the Company to harm or reputational risk,
- b) we strictly comply with personal data protection regulations, processing personal data lawfully, implementing robust measures to prevent any unauthorised access,
- c) we respect the intellectual property rights of external entities (Contractors, Suppliers, and other Business Partners) with the utmost care by complying with software licensing terms, respecting copyrights to graphics and content, and protecting trade secrets and confidential information.

3. Fair Competition and Market Relations

As we operate in a competitive market, we are dedicated to upholding the highest standards of transparency and business ethics. To this end, we:

- a) strictly adhere to the principles of a free market,
- b) deem any involvement in price-fixing, market division, or other practices that violate fair competition laws strictly prohibited,
- c) pledge to present exclusively accurate and truthful information regarding our products and services,
- d) conduct all Customer communications honestly and transparently, actively avoiding any misleading practices,
- e) foster transparent relationships with Customers and Business Partners by establishing clear and explicit terms of cooperation,
- f) honour our commitments, making every effort to fulfil our obligations professionally and on schedule,
- g) cultivate long-term Customer relationships rooted in mutual trust, integrity, operational transparency, and the premium quality of our products and services.

IV SOCIAL RESPONSIBILITY, ENVIRONMENT, AND COMMUNICATION

1. Human Rights

Respect for the dignity and fundamental rights of every individual is a paramount value at the **Merida Company**. Therefore, in our daily operations and business relationships, we are guided by the following principles:

- a) we unequivocally reject all forms of forced labour and exploitation,
- b) employment is always voluntary and compliant with human rights and labour laws,
- c) we maintain a strict prohibition on child labour and adhere to regulations defining the minimum age of employment,
- d) we guarantee respect for freedom of opinion and freedom of expression,
- e) we base our operations on respect, diversity, and inclusion,
- f) we strongly oppose any form of discrimination based on race, social status, ethnic origin, religion, disability, gender, sexual orientation, political affiliation, age, or marital status,
- g) we do not cooperate with entities that violate human rights, engage in human trafficking, forced labour, or permit child labour.

2. Environmental Protection and Sustainable Development

The foundation of our operations is responsibility — including responsibility for the natural environment. As the **Merida Company**, we consistently strive to minimise the ecological footprint of our activities through efficient resource management, waste reduction, and proper waste handling in strict accordance with applicable regulations.

We adhere rigorously to environmental standards and continuously strive to improve our processes. We optimise production and implement innovative solutions that enhance our environmental efficiency.

Before launching any new initiative, we conduct a thorough analysis of its potential environmental impact. We also expect the same level of environmental responsibility from our Suppliers and Business Partners.

3. Communication and Social Media

To maintain a consistent business image and protect sensitive information in external communications and social media activities, we adhere to the following standards:

- a) media relations are centralised — speaking on behalf of the Company is permitted only after obtaining prior consent and appropriate authorisation,
- b) Employees, whether using private or business social media accounts, are required to uphold the highest standards of responsibility, respect, and professionalism,
- c) statements, comments, and shared content must never damage the public image, reputation, or trade secrets of the Company,
- d) Employees must avoid situations where their personal opinions could be misinterpreted as the official position of the Company,
- e) the publication of confidential information, proprietary data, or the personal data of Customers, Business Partners, or Employees is strictly prohibited.

V REPORTING IRREGULARITIES AND CONSEQUENCES OF VIOLATIONS

1. Reporting Irregularities

Any Employee who suspects a violation of the **Code of Ethics** or applicable legal regulations is obligated to report this fact in accordance with the **Internal Procedure for Reporting Breaches of Law and Taking Follow-up Actions at Merida Sp. z o.o.**

Reports may be submitted either with the reporting person's identity disclosed or on a confidential basis through the designated channels:

- a) by e-mail to: merida.zgloszenia@gmail.com,
- b) by traditional mail to: **Merida Sp. z o.o.**, ul. Karkonoska 59, 53-015 Wrocław, Poland with the annotation "Attn: Whistleblowing Officer",
- c) in person: during a meeting with the Whistleblowing Officer.

2. Investigation and Consequences of Violations

In the event of a suspected violation of the principles of the **Code of Ethics**:

- a) the Company guarantees full protection to anyone reporting a suspected violation in good faith,
- b) the identity of the reporting person remains protected at every stage of the proceedings,
- c) any form of retaliation against the person reporting a violation, or anyone participating in the investigation, is strictly prohibited,
- d) every report undergoes a thorough, objective, and confidential investigation,
- e) investigations are initiated without undue delay by a designated independent team,
- f) proceedings entail an analysis of the circumstances, verification of gathered evidence, and a hearing of all involved parties,
- g) the Company ensures that every investigation is conducted with respect for Employee rights and the presumption of innocence until the matter is fully resolved,
- h) a confirmed violation of the **Code of Ethics** or applicable legal regulations will result in appropriate action proportionate to the nature and severity of the infringement,
- i) Employees may face disciplinary measures under applicable labour laws, up to and including the termination of employment if justified by the circumstances,
- j) for Business Partners, a violation of the **Code of Ethics** may lead to the restriction of cooperation, termination of the contract, or other actions as permitted by law or contractual provisions,
- k) where justified, the Company reserves the right to pursue civil claims, including damages, and to report any suspected criminal offence to the competent law enforcement authorities.

VI FINAL PROVISIONS

This **Code of Ethics** is a fundamental component of the **Merida Company's** commitment to responsible and transparent business practices. Its provisions are consistent with the **Merida Anti-Corruption Policy**, the **Merida Occupational Health and Safety Policy**, and the **Internal Supplier Evaluation System**. This document should be interpreted and applied alongside other internal regulations and legal requirements. Additionally, the **Code of Ethics** will be reviewed annually.

The Management Board of Merida Sp. z o.o.