

**Compliance Policy of LEIPNIK-
LUNDENBURGER INVEST Beteiligungs
AG and subsidiaries**

Hungary

Version 1.

AMENDMENTS

Current version: V1

Version	Document	Applicable from
1	Compliance Policy	01.10.2017

Message from the Board of Directors of LEIPNIK-LUNDENBURGER INVEST Beteiligungs AG

Responsible conduct as well as compliance with applicable statutory regulations is of utmost importance for the holding company LEIPNIK-LUNDENBURGER INVEST Beteiligungs AG and its subsidiaries. This Compliance Policy briefly summarizes the most important principles of legally and ethically sound conduct required at LEIPNIK-LUNDENBURGER INVEST Beteiligungs AG and its subsidiaries. Please familiarise yourself with the content of this policy and use it as a guide in your daily work.

DI Josef Pröll

Dr. Kurt J. Miesenböck

Mag. Michael Kafesie, MBA

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1. COMPLIANCE POLICY (CP) SCOPE AND ADHERENCE

This Policy is mandatory for the business partners of LEIPNIK-LUNDENBURGER INVEST Beteiligungs AG and its subsidiaries (hereinafter together as “LLI Group”) as of 1. October 2017.

By signing the designated form **[CP/Appendix I]** they recognize the binding nature of this Compliance Policy (CP) to their conduct and affirm their compliance with it.

2. Principles

2.1. Basic requirements

2.1.1. Legal compliance

Everyone bears the responsibility to comply with applicable legislation, and that lack of knowledge of the law cannot release anyone from their responsibility.

Compliance with current legislation is one of the cornerstones of responsible commercial behaviour. Therefore, the basic principle is that we must always act in accordance with the law, regardless of local customs and practices.

2.1.2. Anti-discrimination

No one shall be directly or indirectly exposed to any disadvantage or discrimination because of their gender, nationality, racial or ethnic identity, disability, skin colour, religion, belief, origin, political opinion, sexual orientation, marital status, age or appearance.

In our work, our co-operation with and conduct towards our co-workers and management bodies is characterized by respect, objectivity, honesty, friendship and integrity. Everyone has the right to be treated with dignity. We fulfil this obligation by engaging each other with trust and respect.

All forms of discrimination are prohibited, and we expect all our employees to abstain from psychological terror and harassment (“mobbing”) in the workplace or from any attempts to intimidate anyone. The image we display to the LLI Group's employees and management bodies is based on the principle that each person is treated ethically, with due respect for personal integrity and human dignity.

2.2. Cooperation with business partners

2.2.1. Fair competition

We act with integrity towards the employees and management bodies of LLI Group.

The objective of the Act on Prohibition of Unfair Market Practices and Restriction of Competition is to ensure a free, undistorted, yet efficient competition in the interest of the enterprise and ultimately of the consumers. Violation of the competition rules may cause permanent damage to a company's reputation and may result in dramatic financial consequences (sanctions) for the enterprise. Therefore, the LLI Group expects its business partners, wherever they operate, to comply with applicable competition laws.

The way we treat our competitors is a very sensitive area from a competition point of view, as breach of the provisions can result in significant fines. The principle of LLI Group is to always make independent market decisions that are based on independently acquired market knowledge and not on contracts or agreements with competitors.

The competition rules involve not only agreements restricting competition between competitors but also suppliers and customers who restrict or distort competition. In particular, so-called price fixing can be expected to be severely sanctioned: manufacturers/suppliers are not allowed to determine or influence the price or resale conditions of their products.

Market leaders are subject to even more stringent competition rules aimed at regulating companies with significant market shares. In general, it is forbidden for market-leading companies to squeeze out their competitors from the market or to exploit their customers / suppliers.

2.2.2. Giving and accepting unfair benefits/gifts and invitations

In the course of our activities, unfair benefits may not be granted, offered or accepted either by or from the business partners of LLI Group and third parties. Unfair benefits mean benefits that are suitable to influence our decision making or the decision making of those who receive such benefits.

Offering, giving or accepting unfair benefits causes (reputation) damage that may not only have disciplinary consequences, but also criminal consequences. Therefore, everyone is obligated to refrain from promising or giving unfair benefits to LLI Group employees or bodies, or to accept such benefits.

2.2.3. Conflict of interest

Private and professional interests must be strictly separated from each other and any potential conflict of interest, – e.g. one due to a close relationship – must be reported / announced to the LLI Group.

The objective of transparent business activities is, among other things, to allow for a preliminary examination of possible conflicts of interest and to seek a solution. Conflicts of interest may arise when the private interests of a business partner (family relationship, second job, investment) conflict with, or are at risk of conflicting with the interests of the LLI Group. There may also be a conflict of interest when, for example, a contractor/business partner is a related person (e.g. a family member) who enjoys an advantage during the procurement process.

A conflict of interest may endanger the professionalism or reputation of the LLI Group in the eyes of both business partners and the public.

Accordingly, any existing or potential conflict of interest must be reported to or brought to the attention of the LLI Group via the subsidiaries' compliance officer or at the holding level **[CP/Appendix II]**.

2.2.4. Donations/Sponsoring

Donation to a third party (legal entity) for humanitarian projects, scientific, educational, artistic or cultural programs may be granted free of charge, as a voluntary contribution in cash or as a grant in kind.

Sponsorship may take the form of cash, in-kind contributions or services to support third parties under an agreement and for consideration.

It should not be forgotten that both donations and sponsorship grants carry a high criminal risk (e.g. corruption). That is why it is inevitable that we always make sure that donations and sponsorships are in accordance with the provisions of the legislation in force.

2.3. Handling information

The transfer of business and financial information and confidential documents to third parties is prohibited. This is only possible if the business partner is explicitly authorized to pass on such information/documents.

The commercial and business secrets of the LLI Group are strictly confidential. Confidential information does not concern the public or any third party. An exception to this is when the information is transmitted with clear authorization. The confidentiality of the information - and the obligation to treat it as such - will continue to prevail after the business relationship is ended.

3. CONTACTS

The first contact person for the interpretation, implementation, and other issues regarding the Policy is the compliance officer of the appropriate subsidiary of LLI Group. In addition, the LLI Group Chief Compliance Officer with contact details below is also available to anyone:

E-mail address: compliance@goodmills.hu

Telephone: +36 23 999 800

Address: GoodMills Magyarország Kft.
HU-2040 Budaörs, Puskás Tivadar út 3

4. Appendices

CP/ Appendix I - Confirmation Statement regarding Compliance Policy for Business Partners

Business Partner Company:

Contract:

Date:

In the name of *[Business Partner Company]*, I/we hereby confirm that I/we have read and accepted the Compliance Policy of LEIPNIK-LUNDENBURGER INVEST Beteiligungs AG and its subsidiaries dated 1. October 2017, and that the *[Business Partner Company]* undertakes to comply with the provisions of the Compliance Policy in its business relationship with LEIPNIK-LUNDENBURGER INVEST Beteiligungs AG and its subsidiaries.

Place/Date

Name, position (in BLOCK CAPITALS)

Signature/Stamp

If you do not wish to sign the Confirmation Statement, please provide a written justification below:

Place/Date

Name, position (in BLOCK CAPITALS)

Signature/Stamp

CP/ Appendix II - Declaration of Conflict of Interest

Identification (filled in by the compliance officer):

Business Partner Company:

Contract:

Date:

With regards to the circumstances described below, there is a conflict of interest or risk thereof:

I, hereby, confirm that the above information is true and complete.

Place/Date

Name, position (in BLOCK CAPITALS)

Signature/Stamp