

# Code of business conduct

ver. 4/2026

## Purpose and scope

This document represents the fundamental governance framework of **Rastoder d.o.o.** (hereinafter: the Company). Our commitment is rooted in the principle of "**People over Profit**," which we uphold by adhering to the Universal Declaration of Human Rights, the UN guiding principles on business and human rights (UNGP), the International labour organization (ILO) conventions, and the OECD guidelines for multinational enterprises.

## This Policy is binding for:

All employees at all levels and across all subsidiaries.

External partners and suppliers throughout the entire value chain.

This policy constitutes a formal and public commitment by **Rastoder d.o.o.** to ensuring and respecting key labor and human rights standards. Our mission is to create a safe, inclusive, and ethical working environment covering the following areas:

- **Occupational health and safety:** providing conditions to prevent injuries and protect the health of our employees.
- **Working conditions and career management:** establishing fair working conditions and promoting professional development.
- **Social dialogue:** protecting the right to communication and cooperation between management and employees.
- **Protection of human rights:** strict prohibition of discrimination, promotion of diversity, and zero tolerance for forced or child labor.



## Alignment with sustainable development goals (SDGs) and international guidelines

In accordance with OECD guidelines, **Rastoder d.o.o.** is committed to contributing to economic, environmental, and social progress. Our activities in the field of labor and human rights are directly linked to the United Nations' **17 Sustainable development goals (SDGs)**, which were established to ensure human well-being and the protection of the planet.

In shaping our policy, we place particular emphasis on the following two goals, which are central to our business:



8  
DOSTOJNO BELJE IN  
GOSPODARSKA RAST

**SDG 8 (decent work and economic growth):** we strive to provide a safe and secure working environment for all employees, including migrant workers and those in precarious forms of employment.



16  
MIR, PRAVIČNOST IN  
MOČNE INŠTITUCIJE

**SDG 16 (peace, justice, and strong institutions):** we are committed to upholding anti-discrimination legislation and actively promoting diversity and inclusion at all levels of the organization.

By selecting and focusing on these specific goals, we can better identify the challenges within our industry (**food distribution**) and establish clear, measurable commitments that ensure ethical operations and long-term sustainability.

## GOVERNANCE

“Resilient growth”

### Responsible business conduct

We commit to strengthening integrity by establishing an in-depth due diligence system for strategic markets in Latin America and Africa, and by regularly empowering our procurement department in the field of ethical standards. This ensures the consistent application of sustainability and social responsibility criteria when selecting all partners throughout the supply chain.

### Integrity & ethical standards

We commit to ensuring the highest standards of ethical business conduct through a mandatory commitment from all partners to our Code of Conduct, which is based on zero tolerance for forced labor and child exploitation, and the provision of decent working conditions at all levels of production.



## Importance of the policy for the company

The adoption and implementation of this policy are based on three key pillars:

- **Business perspective and trust:** by utilizing an innovative management system for labor and human rights, we build trust within our business network. This opens new business opportunities and strengthens our market reputation.
- **Ethical responsibility and international standards:** we follow international best practices. Since reducing human rights violations is a shared goal among all enterprises, we actively monitor and implement targeted measures within our own processes as well as across the entire supply chain.
- **Social license to operate:** in today's environment, a company requires more than just legal permits; it also needs social approval. By demonstrating a positive impact on society and the environment, we solidify our role as a responsible community member and ensure long-term business stability.

**The Company maintains a zero-tolerance policy toward labor exploitation.**

**Prohibition of forced labor:** we strictly reject any form of modern slavery, human trafficking, or debt bondage.

**Child labor remediation protocol:** if a minor is identified within our supply chain, we do not simply terminate the contract (which could push the child further into poverty); instead, we implement the following:

- **Immediate cessation of work:** the child is removed from the hazardous workplace.
- **Family support:** we collaborate with local NGOs to provide income replacement for the family, provided that the child enrolls in the educational system.
- **Monitoring:** we track the child's academic progress until they reach the legal working age.
- **Protection of vulnerable groups:** we pay special attention to the rights of migrants and seasonal workers, who must have access to their personal identification documents and be guaranteed safe living conditions.



## Implementation strategy and stakeholder engagement

To ensure the effectiveness of its labor and human rights policy, **Rastoder d.o.o.** adheres to the following principles:

- **Exceeding legal frameworks and ambition:** our approach is rooted in compliance with applicable legislation, yet we strive to go a step further. By monitoring market trends, societal shifts, and public expectations, we continuously upgrade our practices. Our goal is not merely compliance, but actively setting higher standards in ethics and workers' rights.
- **Stakeholder identification and collaboration:** We recognize that our stakeholders are key to the success of this policy. We regularly identify and update our list of internal and external stakeholders, which includes:
  - **External stakeholders:** Investors, customers, suppliers, non-governmental organizations (NGOs), and the local community.
  - **Internal stakeholders:** department heads, employee representatives, and all staff members.
  - **Internal responsibilities and universal commitment:** effective implementation requires the active involvement of specific roles, such as the Occupational health and safety (OHS) Officer and the Head of human Resources (HR). However, **Rastoder d.o.o.** emphasizes that respecting human rights is not the task of a single department; it requires the engagement and support of all employees at every level of the organization.



## Elements of effective implementation of the labor and human rights policy

To ensure a high level of integrity and social responsibility in accordance with the **SA8000 standard**, Rastoder d.o.o. defines the following key management elements.

### Key substantive areas

The policy comprehensively addresses the areas most relevant to our distribution activities:

- **Occupational health and safety:** ensuring a safe working environment in warehouses and during transport.
- **Working conditions:** respecting working hours, rest periods, and fair remuneration.
- **Social dialogue:** encouraging open communication between employees and management.
- **Career development and training:** providing regular education for the professional growth of our employees.
- **Prevention of forced and child labor:** strict controls throughout the entire supply chain (particularly in the import of exotic fruits).
- **Diversity, equity, and inclusion (DEI):** preventing discrimination at all levels.
- **Human rights of external stakeholders:** respecting the rights of local communities and partners.

### Scope of Application (target audience)

This policy is binding and applies to all stakeholders in contact with our business operations:

- All employees (full-time staff, students, and agency workers).
- Company management.
- Visitors and customers at company locations.
- Suppliers and contractual partners.

### Responsibility and Authority

The following functions are responsible for the implementation, monitoring, and regular updating of this policy:

- **Human resources (HR):** responsible for labor rights, education, and non-discrimination.
- **Safety officer:** responsible for occupational health and safety.
- **Company management:** responsible for providing resources and ensuring ultimate compliance with the SA8000 standard.

### Commitment to continuous improvement

The Company is committed not only to maintaining achieved standards but to their continuous improvement.

Every year, based on stakeholder feedback and audit results, we will update our objectives and measures.



# Gender equality and inclusion strategy

**Closing the wage gap:** we are committed to the principle of “*equal pay for work of equal value.*” We conduct annual salary grade audits to prevent systemic discrimination.

**Work-life balance:** we provide support mechanisms for parents, including flexible working hours and reintegration support upon return from parental leave.

**Representation in leadership:** we aim to increase the share of women in leadership positions through mentorship programs and transparent promotion processes.

**Zero tolerance for gender-based violence:** any form of harassment or sexism is treated as a severe breach of professional duties.

## Monitoring and reporting on labor standards and human rights

The Company is establishing a formalized quantitative data collection system to monitor the effectiveness of human rights and working conditions management. The goal is to ensure transparency for stakeholders (customers, investors, regulators).

All **Key Performance Indicators (KPIs)** included in the reporting must meet the following criteria:

- **Currency:** data is updated annually and must not be older than 2 years.
- **Units of Measurement:** each indicator must have a clearly defined unit (e.g., number of hours, percentage %, number of incidents).
- **Scope:** data covers the entire assessed company and its key operations within the distribution chain.

### 1. Occupational health and safety (H&S):

- **Injury frequency rate:** number of workplace injuries per 1,000,000 hours worked.
- **Safety training:** average number of health and safety training hours per employee per year.

### 2. Career management and training:

- **Investment in employees:** average number of training hours per employee (disaggregated by gender and job category).
- **Annual reviews:** percentage (%) of employees who received regular performance and career development reviews.

### 3. Anti-discrimination and diversity:

- **Leadership diversity:** percentage (%) of women in leadership positions.
- **Pay equity:** the ratio of basic salary between women and men within the same job categories.

### 4. Supply chain oversight:

- **Social audits of suppliers:** percentage (%) of fruit and vegetable suppliers from high-risk countries who have undergone a social audit in the last 2 years.
- **Code compliance:** percentage (%) of active suppliers who have signed a binding “**Supplier Code of Conduct**”.
- **Salary grade audits:** revizije plačnih razredov.



# Grievance mechanism and whistleblowing

We have established a robust system that enables all stakeholders (employees, local communities, suppliers) to safely report irregularities.

**Accessibility and Anonymity:** reports can be submitted via anonymous email, a dedicated telephone line, or physical suggestion boxes.

## Handling Process:

- **acknowledgment of receipt:** within 7 days.
- **investigation:** an independent Ethics Committee investigates the facts while ensuring the full protection of the whistleblower's identity.
- **feedback:** the reporter is informed of the outcome within 30 days.
- **non-retaliation policy:** no employee shall suffer negative consequences (such as termination or harassment) for reporting violations in good faith.

## Social dialogue and collective engagement

- **Social dialogue as a foundation of stability:** in our company, we understand that the best solutions result from cooperation. We believe in a culture where every voice carries weight and where decisions are made based on an open exchange of opinions.
- **Freedom of association and collective representation:** we respect the fundamental right of every employee to freely associate or join trade unions and other interest groups. We guarantee an environment in which exercising this right does not lead to discrimination, intimidation, or any form of retaliation. We recognize union representatives as constructive partners in shaping better working conditions.
- **Structured communication and inclusion:** dialogue is not a random occurrence but a process. Through regular monthly meetings between management and the works council (or employee representatives), we build a bridge of trust. This format ensures that employees are informed of the company's strategic direction in a timely manner and have a genuine opportunity to influence key decisions affecting their working environment and future.
- **Open door policy:** in addition to formal channels, we encourage direct communication at all levels. Company management is committed to being accessible and ready to listen to suggestions coming directly from logistics centers, offices, or the field.



# Talent management and lifelong learning

**Annual development reviews:** we believe that open dialogue is key to success. Every employee has the right to an annual review with their manager to receive constructive feedback. Together, we create an individual career plan that balances personal aspirations with the Company's needs.

**Culture of continuous learning:** we promote the acquisition of new knowledge and skills. Lifelong learning is not just a catchphrase but a necessity in the dynamic world of distribution. We support participation in training, workshops, and the attainment of certifications that strengthen our teams' expertise.

**Internal knowledge transfer and mentorship:** we value both the experience of our senior colleagues and the fresh ideas of new talent. Through mentorship programs, we ensure that valuable logistics and market expertise is shared within the company, strengthening our collective stability.

## **Business integrity and anti-corruption**

**Gifts and hospitality:** accepting gifts that could influence the impartiality of business decisions is strictly prohibited (threshold values are defined in the internal rules). The Company operates with uncompromising integrity. Our commitment to closing the gap between ethics and profit is reflected in the following pillars: The Company strictly prohibits offering, promising, giving, accepting, or requesting any benefits intended as an inducement for illegal or unethical acts or a breach of trust.

- **Qualitative goal:** to establish a culture of zero tolerance toward bribery across all business units and with all external partners.
- **Quantitative goal:** by 2030, perform a comprehensive corruption risk assessment for 100% of all company locations and business units.

**Conflict of interest:** we are committed to preventing situations where an individual or entity is forced to choose between their professional duties and private interests.

- **Qualitative goal:** To ensure full transparency in business decision-making. Every employee is obligated to immediately disclose any potential conflict of interest to their supervisor or the Ethics Committee.

**Fraud prevention:** The Company implements strict oversight mechanisms to prevent acts intended to deceive for the purpose of gaining an unfair or illegal advantage.

- **Quantitative goal:** 100% of employees in high-risk positions (Finance, Procurement, Sales) must complete annual training on recognizing and preventing economic fraud.

**Anti-money laundering (AML):** we strictly prohibit any concealment of the origin, ownership, or destination of illegally obtained funds through integration with legitimate economic activities.

- **Qualitative goal:** To conduct thorough due diligence on all new business partners and clients before finalizing any transaction to ensure the legality of the source of funds.

**Data protection and information security:** We are committed to the secure collection, processing, and storage of third-party information (customers, suppliers, employees) acquired for business purposes.

- **Qualitative goal:** ensuring compliance with data protection standards (e.g., GDPR) and the continuous improvement of cybersecurity systems.
- **Quantitative goal:** achieve a zero (0) rate of critical database breaches or unauthorized disclosures of confidential third-party data.



# Key performance indicators (KPIs) & ESG reporting

We track our progress through quantitative metrics disclosed in our annual ESG Report:

**Social KPIs:** average training hours per employee; Gender pay ratio; Resolution rate of grievances.

**Environmental KPIs:** carbon footprint intensity per unit of cargo.

**Governance KPIs:**

- Percentage of high-risk suppliers who have formally ratified the “**Supplier Code of Conduct**”.
- Share of locations with completed corruption risk assessments.
- Number of confirmed cases of corruption, fraud, or money laundering (Goal: 0).

## Key performance indicators (KPIs) and reporting

**Transparency through data:** we confirm our commitment to ethical business practices by rigorously monitoring our progress. All key data is compiled in our annual **ESG Report** (Environmental, Social, and Governance), which is accessible to all stakeholders.

**Social (caring for People):**

- **Investment in knowledge:** we measure the average number of training hours per employee. Our goal is the continuous growth of competencies.
- **Pay equity:** we regularly monitor the **Gender Pay Gap** within the same salary grades. Any discrepancy is analyzed and systematically addressed.
- **Safe environment:** we record the number of grievances received and successfully resolved via anonymous channels, reflecting employee trust in our ethical mechanisms.

**Environmental (responsibility to the planet):**

- **Transport efficiency:** we monitor the **carbon footprint (CO<sub>2</sub> emissions)** per ton of goods transported. As an importer of fruit from South America, we focus on optimizing maritime and road transport to minimize our climate impact.

**Governance (ethical value chain):**

- **Supplier compliance:** we measure the percentage of suppliers and logistics partners who have signed our “**Supplier Code of Conduct**”. Our goal is 100% coverage, as ethics recognize no borders between continents



## Overview of specific targets for 2030

The Company is committed to actively monitoring and reporting on progress toward the following key targets by the end of 2030:

- **Occupational Health and Safety**

**Target:** achieve a zero (0) workplace accident rate.

**Monitoring method:** maintaining records of workplace injuries, conducting regular monthly inspections of warehouse equipment and the vehicle fleet, and mandatory safety training for all new hires.

- **Social dialogue and labor rights**

**Target:** Increase the total number of employees covered by collective bargaining agreements by 50% compared to the 2020 baseline.

**Monitoring Method:** Annual audits of employment contracts and monitoring the participation rate of employees in trade union activities or works councils.

- **Human resources development and training**

**Target:** increase the total number of training hours by 10% compared to the 2020 baseline.

**Monitoring Method:** a central training register recording all internal and external training sessions (including ethics, SA8000 standards, environment, workplace safety, and logistics processes).

### **Corruption and bribery risk assessment**

In the food distribution industry (particularly regarding bananas and imported fruit), risks are industry-specific (customs, logistics, and retail chain relations).

**Integrity in the logistics chain and customs Procedures:** *"We are committed to full transparency in import procedures. We strictly prohibit any 'facilitation payments' to customs officials or logistics agents intended to speed up cargo inspections or the release of fruit containers."*

**Relations with key partners and retail Chains:** *"All commercial terms with retail chains are based on fair competition. Offering or accepting any illicit benefits intended to influence the placement of our products on shelves or supply conditions is strictly prohibited."*

**Oversight of origins and suppliers in south America:** *"We are implementing regular audits and **due diligence** of our partners at the source. We maintain zero tolerance for corrupt practices in obtaining export permits or quality certificates."*



## Principle of third-party liability

In accordance with international legislation (e.g., the UK Bribery Act, US FCPA, and EU Directives), the Company recognizes that it may bear legal responsibility for corrupt acts or ethical violations committed on its behalf by third parties (agents, consultants, suppliers, distributors, or joint venture partners). Therefore, cooperation with third parties is permitted only after a completed and documented due diligence process.

The Company implements a structured process for gathering independent information to assess risks, which includes:

- **Identity and background checks:** identification of ultimate beneficial owners and screening against international sanctions lists (e.g., OFAC, EU Sanctions Map).
- **Politically exposed persons (PEP):** checking for links between third parties and politically exposed persons, which is critical for obtaining import permits in tropical regions and Middle Eastern markets.
- **Reputational analysis:** monitoring negative media coverage related to corruption, labor standard violations, or environmental incidents.
- **Ethics self-assessment:** Third parties must complete a questionnaire regarding their own compliance management systems and ethical controls.

T

o ensure **Evidence of Compliance;** the Company implements the following mechanisms:

- **Third-party register:** a centralized database of all approved partners with archived due diligence reports.
- **Ethics clause in contracts:** all contracts with third parties must include a standard "anti-corruption clause," allowing the Company to terminate the partnership immediately in the event of ethical violations.
- **Regular monitoring:** re-assessment of key partners every two years or upon detection of increased risk (e.g., a change in the partner's ownership).

Particular attention is paid to local agents and customs brokers in markets with a high risk of corruption. Without a completed **Due Diligence** review and written approval from the **Ethics Officer**, no contract may be signed nor any payment issued to such entities.

## Annual management review

Once a year, the company management performs a formal review of the **SA8000 system**, where they:

- Verify the achievement of the **SMART objectives** mentioned above.
- Update the **Corruption risk assessment** (based on new markets or suppliers).
- Set new targets for the following period if the current ones have been met.



## Managing sensitive transactions and anti-corruption

In our company, where logistics routes extend from tropical regions of origin to European markets, we recognize that certain business activities are subject to higher ethical risks. Sensitive transactions include any payments or benefits that could be interpreted as an attempt to improperly influence business decisions. This includes, but is not limited to: gifts, travel arrangements, entertainment, sponsorships, or any other forms of hospitality that exceed the boundaries of standard and transparent business practice.

**Prohibition of bribery and facilitation payments** - We strictly prohibit any form of bribery, kickbacks, or illegal payments. We pay particular attention to so-called **facilitation payments**—small sums intended to expedite routine administrative or customs procedures. Although such payments may be common in certain environments outside the EU, our company treats them as a form of corruption. Employees are obligated to refuse such requests and immediately report them to management or the Compliance Officer.

**Verification and approval process** to ensure full transparency, the Company is establishing a mandatory verification process for all sensitive transactions. No transaction that could affect the reputation or legal security of the Company may be executed without a prior audit and written approval. The process includes:

**Notification:** any intent to execute a transaction (e.g., entertaining a key supplier or a government official) must be recorded in advance in the internal register.

**Documentation:** the request must include a clear business purpose, the recipient, and the exact amount or value.

**Double Verification:** every sensitive transaction must be approved by the direct supervisor and either the Compliance officer or the Chief financial officer (CFO).

**Archiving:** evidence of approval and execution is stored as part of the audit trail within the accounting documentation.



## Commitment to consistent enforcement

The Company maintains a zero-tolerance policy toward violations of the **Code of business conduct**. Any established violation will be addressed in accordance with this protocol, which ensures transparency, fairness, and proportionality of measures. Procedures are formalized in collaboration with external legal partners to ensure compliance with the labor laws of all markets where the Company operates (EU, Balkans, Middle East).

The Company is currently formalizing the following steps to provide evidence of the implementation of sanctions:

- **Investigation:** Every report of a violation (via the whistleblowing channel or internal control) triggers an independent investigation led by the **Ethics officer**.
- **External partner collaboration:** When determining the severity of violations in foreign markets, we consult independent legal experts to ensure impartiality.
- **Documentation:** Every disciplinary measure is archived in the employee's personnel file and, in anonymized form, serves as evidence for auditing purposes (compliance with standards regarding the implementation of sanctions).
- **Right to a defense:** Every employee is guaranteed the right to a defense and legal protection throughout the process.
- **Sanctions are intended not only for punishment but for prevention.** The Company will regularly report (on an anonymized basis) on the types of violations addressed and the measures taken to clearly communicate the boundaries of acceptable conduct to all employees.

