

Code of Ethics and Business Conduct

CORPORATE DOCUMENT

Crown Agents Ukraine LLC

Issued by: **Crown Agents Ukraine LLC** Version: **1.0** Date: **2026** Kyiv, Ukraine

CHANGE LOG

Version	Date	Author
1.0	2026	Anna-Maria Blinova

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This Code sets out the standards of ethical conduct that Crown Agents Ukraine expects from everyone who works for the Company or acts on its behalf.

1. Mission and Core Principles

Crown Agents Ukraine's mission is to be a trusted delivery partner for clients, donors, and government institutions in Ukraine, acting transparently, responsibly, and with integrity. Our work is guided by the following principles: integrity and honesty; compliance with the law; zero tolerance for corruption, fraud, and abuse; respect for human rights and the dignity of every person; accountability for the use of entrusted resources, including donor and client funds; and openness to reporting violations.



Duty of care. Everyone covered by this Code is required to have regard for the safety, dignity, and well-being of colleagues, partners, and beneficiaries with whom they interact in connection with their work.

Leadership accountability. Managers and directors bear particular responsibility for embodying the standards of this Code by personal example and for ensuring compliance with it among the personnel who report to them.

2. Scope of Application

This Code applies to Crown Agents Ukraine's employees, leadership, and directors, consultants, temporary personnel, and other individuals acting on behalf of the Company. Compliance with the Code is a mandatory condition of working or cooperating with Crown Agents Ukraine.

3. Terms and Definitions

Undue advantage — money, property, benefits, privileges, services, or any other intangible or non-monetary advantage offered, promised, provided, or received without lawful grounds, within the meaning of Article 1 of the Law of Ukraine “On Prevention of Corruption”.

Conflict of interest — a situation in which a person's personal, financial, or family interests influence, or may create the appearance of influencing, the objective performance of their official duties.

Facilitation payment — a small improper payment made to accelerate an action to which the payer is already legally entitled; a form of bribery.

Bullying (mobbing) — systematic acts that demean a person's honour and dignity or cause fear or anxiety, within the meaning of the amendments to the Labour Code of Ukraine introduced by the Law of Ukraine of 16 November 2022 No. 2759-IX.

Project funds — money, property, or resources provided by a client or donor for the implementation of a specific project.

4. Compliance with the Law

Everyone covered by this Code is required to comply with the legislation of Ukraine and applicable international law in the performance of their duties, including the requirements of donors and clients with whom the Company works.

5. Honesty and Professional Integrity

Everyone is required to perform their duties honestly, competently, and in the best interests of the Company, its clients, and its donors, avoiding actions that could harm the reputation of Crown Agents Ukraine.

6. Anti-Bribery and Corruption

What is prohibited. Offering, giving, soliciting, or receiving an undue advantage in any form, including facilitation payments, which are prohibited without exception, in accordance with the Law of Ukraine “On Prevention of Corruption” of 14 October 2014 No. 1700-VII.

What must be declared. Any offer of an undue advantage or attempt at improper influence, received personally or in relation to the Company.

Who to contact. The email address tenderbox@crownagents.com.ua, in accordance with the Speak Up and Whistleblowing Policy.

Consequences of a breach. Disciplinary action up to and including dismissal, termination of a contract with a consultant or temporary staff member, and reporting to the relevant authorities in cases required by law.

Regardless of whether the Company meets the criteria for mandatory compliance under Article 62 of the Law of Ukraine “On Prevention of Corruption”, Crown Agents Ukraine follows the practice of maintaining an anti-corruption



programme on a voluntary basis, in line with the standards of its donors and clients; a dedicated anti-corruption compliance officer position is not currently established, and matters relating to the anti-corruption programme fall within the general responsibility of the Company's leadership.

7. Gifts, Hospitality, and Representational Expenses

What is prohibited. Offering or accepting gifts, hospitality, or representational expenses with the expectation of business advantage, or as a reward for advantages already given; gifts and hospitality for public officials must never be excessive, extravagant, or unreasonably costly.

What must be declared. Gifts or hospitality received or offered above a reasonable token level, as well as any interaction with public officials involving gifts. The exact threshold considered “token” is set separately in the Company's internal procedure — this Code establishes the principle rather than a specific amount.

Who to contact. A direct line manager, or tenderbox@crownagents.com.ua.

Consequences of a breach. Disciplinary action in accordance with the Company's internal procedures.

8. Conflicts of Interest

What is prohibited. Allowing personal, financial, or family interests to influence, or create the appearance of influencing, the objectivity of official decisions.

What must be declared. Any actual, potential, or perceived conflict of interest — without delay and before taking part in the relevant decision or process.

Who to contact. A direct line manager, or tenderbox@crownagents.com.ua.

Consequences of a breach. Removal from participation in the relevant decision; disciplinary action where a conflict has been concealed.

9. Fraud, Misappropriation, and Misuse of Resources

What is prohibited. Fraud, misappropriation, or embezzlement of Company property, and, of particular importance for a delivery partner, any misuse, misappropriation, or embezzlement of project funds provided by a client or donor, in accordance with Articles 190 and 191 of the Criminal Code of Ukraine.

What must be declared. Any known or reasonably suspected attempt at fraud, misappropriation, or misuse of project funds.

Who to contact. tenderbox@crownagents.com.ua, in accordance with the Speak Up and Whistleblowing Policy.

Consequences of a breach. Dismissal, referral to law enforcement authorities and, where applicable, the relevant donor; a claim for damages.

10. Integrity of Financial and Management Information

Everyone is required to ensure the accuracy, completeness, and timeliness of any financial or management reporting they prepare or sign, and must not knowingly misrepresent information provided to clients, donors, or regulatory authorities.

11. Competition and Anti-Collusion

In accordance with the Law of Ukraine “On Protection of Economic Competition” of 11 January 2001 No. 2210-III (including Article 6 on anti-competitive concerted actions), it is prohibited to enter into anti-competitive collusion with other market participants, including coordinating bid prices or allocating participants in tender procedures.



12. Sanctions Compliance

Everyone is required to comply with the Law of Ukraine “On Sanctions” of 14 August 2014 No. 1644-VII and applicable international sanctions regimes, and to promptly report any known or suspected transaction with a sanctioned person or entity.

13. Confidentiality and Data Protection

Everyone is required to maintain the confidentiality of information belonging to the Company, its clients, donors, and partners, and to process personal data in accordance with the Law of Ukraine “On Personal Data Protection” of 1 June 2010 No. 2297-VI, without disclosing it beyond what is required for business purposes.

14. Proper Use of Company Property and Systems

The Company's property, equipment, information systems, and resources are to be used solely for business purposes, with a reasonable allowance for minor personal use where this does not conflict with the Company's internal procedures.

15. Human Rights, Non-Discrimination, and Equal Opportunities

Respect for human rights. Crown Agents Ukraine respects human rights in its operations and expects the same of everyone acting on its behalf.

Prohibition of forced and child labour. The use of forced labour or the engagement of individuals below the minimum working age established by law is prohibited, in accordance with the Labour Code of Ukraine and International Labour Organization Conventions No. 29, No. 105, No. 138, and No. 182, ratified by Ukraine.

Non-discrimination. Discrimination on the grounds of race, colour, sex, religion, age, disability, national origin, or other status protected by law is prohibited, in accordance with the Law of Ukraine “On the Principles of Preventing and Combating Discrimination in Ukraine” of 6 September 2012 No. 5207-VI.

Equal opportunities. Crown Agents Ukraine provides equal opportunities to all employees in hiring, remuneration, professional development, and career advancement.

Safe recruitment. The recruitment of individuals whose duties involve engagement with children or vulnerable adults takes into account the safe recruitment procedures set out in the Safeguarding, PSEAH, and Child Protection Policy.

Who to contact. The HR department, or tenderbox@crownagents.com.ua.

16. Prohibition of Harassment, Bullying, and Violence

What is prohibited. Sexual harassment (within the meaning of the Law of Ukraine “On Ensuring Equal Rights and Opportunities for Women and Men” of 8 September 2005 No. 2866-IV), bullying (mobbing), and any form of physical or psychological violence in the workplace.

Who to contact. The HR department, or tenderbox@crownagents.com.ua.

Consequences of a breach. Disciplinary liability in accordance with Articles 38, 40, and 41 of the Labour Code of Ukraine, and administrative liability under Article 173-5 of the Code of Ukraine on Administrative Offences.

17. Occupational Health and Safety

The Company ensures safe and healthy working conditions in accordance with the Law of Ukraine “On Labour Protection” of 14 October 1992 No. 2694-XII. Everyone is required to follow occupational safety rules and to promptly report any unsafe conditions.



18. Environmental Responsibility

Everyone is required to take environmental responsibility into account in their work, in accordance with the Law of Ukraine “On Environmental Protection” of 25 June 1991 No. 1264-XII.

19. Duty to Report Violations

Anyone who becomes aware of an actual or reasonably suspected breach of this Code is required to report it in accordance with the Speak Up and Whistleblowing Policy at tenderbox@crownagents.com.ua. The Company handles reports confidentially wherever possible, but cannot guarantee complete anonymity or the mandatory disclosure of review outcomes where this cannot genuinely be assured. A person who reports a violation in good faith is protected from retaliation or adverse consequences regardless of the outcome of the review; liability arises only for a knowingly false or malicious report.

20. Accountability for Breaches of the Code

A breach of this Code may result in disciplinary action up to and including dismissal, termination of a contract with a consultant or temporary staff member, and, where applicable, referral to law enforcement authorities or the relevant donor.

Reports of violations are reviewed objectively, confidentially, and in a timely manner; decisions on the response are made by the Company's leadership based on the findings of the review, in accordance with the procedure set out in the Speak Up and Whistleblowing Policy.

21. Relationship to Other Policies

This Code applies alongside the Business Partner and Supplier Code of Conduct, the Safeguarding, PSEAH, and Child Protection Policy, the Procurement Policy, and the Speak Up and Whistleblowing Policy. Where there is a conflict between the provisions of this Code and those documents on a particular matter, the more stringent standard applies.

22. Amendments

Crown Agents Ukraine reserves the right to periodically update this Code. The date of the last review is indicated in the change log of this document.

Effective date: 2026. Date of last review: 2026.