



CORE VALUES AND ETHICAL GUIDELINES

VARDAR GROUP

Revised April 2015

Core values and ethical guidelines

For employees and the Board of Directors of Vardar AS, as well as employees and board members in Vardar's subsidiaries.

Core values

The Vardar Group shall be characterized by honesty, openness, professionalism and enthusiasm in our relationship to employees, customers, suppliers and partners.

Integrity means that

- we take responsibility and keep our promises
- we show respect and trust
- we wish each other success and make each other better

Openness means that

- we believe what we say
- we are future-oriented and dare to be innovative

Professionalism means that

- we aim to deliver quality
- we aim to be an attractive partner

Enthusiasm means that

- we have energy
- we have ambition
- we are creative

Ethics

Ethics is systematic thinking related to what is right or wrong, and it concerns what we find worth – of value – living for and living by.

We shall seek to create good conditions for cooperation and show care and respect for each other. We do this when we place demands on each other, when we value other people's personality and abilities, when we openly and honestly discuss difficult questions, and when we invite participation and cooperation. High ethical standards and conduct that lead to confidence are fundamental to the Group's operations and further development. Ethical standards are in practice created by managers and employees in their daily work, and in the choices and decisions that each individual makes in relation to customers and colleagues.

1. Ethics – everyone's responsibility

Vardar attaches great importance to the core values of honesty, openness, professionalism and enthusiasm in all our operations in order to create a high level of confidence. As managers of the company's funds, high demands are placed on each individual's ethical attitudes and integrity in their activities for the company.

Everyone is obligated to loyally observe the law, regulations and rules that apply to the company's operations. These guidelines shall express the ethical standards that apply to the company. Everyone in our

organization has an independent responsibility for their actions.

Managers at all levels have a particular responsibility for maintaining, developing, clarifying and creating acceptance for ethically responsible conduct, and for making conditions favourable for the practice of such. They are also responsible for ensuring that the Board of Directors and employees are familiar with and observe the company's ethical guidelines. All employees of the company are responsible for making partners and others who perform contracts for or

provide services to companies in which Vardar has ownership interests familiar with our guidelines.

The Board of Directors and employees shall bear in mind that they form the foundation for the population's confidence in and attitude towards the company, both nationally and internationally. They shall therefore actively distance themselves from and oppose any practice that can be perceived as unethical. This means that each individual is obligated to observe the ethical guidelines in the performance of their own work/office. In addition, each individual is also required to make a contribution to ensure that others also practise these guidelines. In serious individual instances or if it is believed to be a general breach at the workplace/enterprise in question, each individual has a special responsibility for helping ensure that this ceases and, if necessary, notify an immediate superior or VarslerInstituttet AS, with which Vardar has entered into an agreement.

2. Entertainment

Moderate forms of hospitality and entertainment are a natural part of cooperation and the exchange of information. The degree of such attention must, however, not develop such that it affects the decision-making process, or give others reason to believe such.

Attention shall in particular be devoted to:

- Business relationships with former employers or colleagues or with companies with which one has significant business contact.
- Personal financial interests that can result in one finding oneself in competition or a conflict of loyalty with the company's operations.
- Familiar and other close social relationships.

3. Corruption

Corruption manifests itself differently in different contexts. It may consist of giving assets or providing services to achieve benefits that one would not have otherwise obtained, such as special treatment, special protection, extra service or getting ahead in the queue. It is stressed that corruption does not exclusively concern money. It can often be difficult to

distinguish between corruption, bribery, gifts or friendly favours.

1. *Corruption* is situations in which significant assets / amounts of money or services contribute to a benefit that one desired to achieve that is unlawful or in breach of established norms or business practices.
2. *Bribery* and bribes have the same purpose as corruption, but they are of a lesser scope. One example could be giving a public employee a small amount of money or a gift so that the individual will do the job he has actually been hired to do and/or contribute to having a matter handled out of turn.
3. *Gifts* are an area in which it may be difficult to draw the line in relation to the legality or established norms. In a number of countries, it is expected that small gifts are brought to the hosts during a visit. The limit for what is acceptable varies. One must always bear in mind that gifts can in practice create greater problems for those who receive them than those who give them. It is important to familiarize oneself thoroughly with the traditions in the various countries. Vardar shall not contribute to changing the norms. The Board of Directors and employees of the company shall avoid personal benefits of any kind that can affect or are apt to affect the performance of their work for the company. This does, however, not apply to gifts of insignificant value, such as advertising materials, flowers, etc. Gifts do not exclusively mean material objects, they can also mean other benefits, in the form of personal discounts for the purchase of goods and services, for example.
4. *Friendly favours* are giving acquaintances benefits that they would not have otherwise obtained. Contributing to affecting an individual's opportunity to achieve positions or access to information that would not have otherwise been possible, in order to enrich oneself thereby.

4. Non-discriminatory attitudes

The object of the Gender Equality Act is to promote equality, ensure equal opportunities and rights, and prevent discrimination on the grounds of ethnicity, nationality, heritage, skin colour, language, religion or beliefs.

Direct discrimination means that an action or omission has the purpose or effect that persons or companies are treated poorer than others have been or would have been treated in a corresponding situation on the grounds mentioned in the first paragraph.

Indirect discrimination means any apparently neutral rule, requirement, practice, action or omission that entails that persons are placed in a particularly unfavourable position compared with others due to the grounds mentioned in the first paragraph. Indirect discrimination in working life is defined as any apparently neutral rule, requirement, practice, action or omission that actually has the effect that a job-seeker or employee is placed in a less favourable position than other job-seekers or employees due to the circumstances mentioned in the first paragraph.

Discriminatory treatment that is necessary in order to achieve an objective purpose and does not represent an unreasonable encroachment on the individual who

is being discriminated against is not regarded as discrimination pursuant to the law.

5. Contact with suppliers

In their conduct with suppliers, employees of Vardar shall reflect that they are regarded as valuable external resources. Cooperation with suppliers should result in a mutual business benefit. We would like to point out that employees of Vardar work in accordance with a defined ethical framework, in which special importance is attached to guidelines concerning gifts and other types of customer care. Our interaction with suppliers and others shall be structured and verifiable.

6. Notification

Employees are entitled to notify about censurable conditions at the undertaking, cf. Section 2-4 of the Working Environment Act. Censurable conditions may include violations of the law, breaches of internal rules or guidelines, ethical norms or other censurable conduct. Censurable conduct may include various forms of financial irregularity, negative culture, corruption, harassment of others, discrimination or creating a poor working environment.

Vardar has entered into an agreement with VarslerInstituttet AS to ensure the existence of an objective external notification channel (www.varslerinstituttet.no).