

Attitude

of the statutory body of the **TEMPERATIOR s.r.o.** company
**to the obligations according to the Act on Criminal Liability of Legal
Entities
and to the Compliance Program**

– Preamble –

1. In principle, TEMPERATIOR s.r.o. rejects any acts and deeds that indicate the characteristics of an unlawful behaviour and may lead to a breach of Act No. 418/2011 Coll., on Criminal Liability of Legal Entities and Proceedings against Them, as amended, and while carrying out its business activity, it shall avoid any unlawful conduct.
2. TEMPERATIOR s.r.o. declares unequivocally and explicitly that its conduct in business and other related relations is in full compliance with all ethical and legal rules of economic competition, financial and fiscal integrity, customs, insolvency law, environmental protection, and employment relations, including ensuring equal opportunities, etc.
3. Management and employees of TEMPERATIOR s.r.o. comply with the legal code of the Czech Republic, international regulations, European Union regulations as well as internal regulations of TEMPERATIOR s.r.o. including the Compliance Program.
4. Management and employees of TEMPERATIOR s.r.o. comply with economic competition rules, anti-money laundering rules and corruption in both the public and private sectors; they respect rules of handling the know-how and other data including personal data. All responsible persons and employees of TEMPERATIOR s.r.o. observe the rules of occupational safety and fair and proper working conditions, preventing discrimination and other harmful and undesirable conduct in labour and external relations.
5. TEMPERATIOR s.r.o. has established, approved and abides the accepted Compliance Program with the aim to prevent illegal activities and related criminal liability. The approved Compliance Program to prevent criminal liability is at disposal.

– The Essence of the Compliance Program –

1. TEMPERATIOR s.r.o. has decided to establish and publish and adhere to this Compliance Program on the basis of motivation to prevent illegal conduct and social pathological and undesirable legal phenomena within the company. The Compliance Program thus helps the management and employees of TEMPERATIOR s.r.o. to identify these adverse phenomena and to decide how to behave correctly and ethically and how to react in such cases; it provides them the opportunity to report their suspicions of illegal conduct or adverse cases of any kind via the Ethical Line without negative consequences.
2. In order to maximize the effect of the Compliance Program, several interrelated documents have been written up. The employees and responsible persons of TEMPERATIOR s.r.o. are

regularly updated on content and updates of those documents in the form of interpretation and training from professional agencies specialized in this issue.

3. TEMPERATIOR s.r.o. Compliance Program It has been prepared with due care and is regularly reviewed for its up-to-dateness and, in response to legislative changes, mood in the company, and the evaluation of its effectiveness, it is regularly adjusted and amended to be as effective as possible.
4. TEMPERATIOR s.r.o. presents a document called the Code of Ethics as the crucial one. It is binding on all responsible persons and employees of TEMPERATIOR s.r.o. The Code of Ethics is an expression of TEMPERATIOR s.r.o. to comply with legal rules, moral and business standards. The Code of Ethics is a form of internal regulation serving as a tool for identifying and explaining risks, but also an overview of the duties of persons acting on behalf of TEMPERATIOR s.r.o. In order to support and prevent compliance with the Code of Ethics, the Ethical Line was established and its purpose, as well as data handling, was explained in the form of principles. The Declaration of Compliance is also part of the Compliance Program and of the Attitude of TEMPERATIOR s.r.o. as a public expression of respect for ethics and good morals in business relations which, at the same time, is an invitation to the business partners of TEMPERATIOR s.r.o. to join the declaration below and accept their declaration in the mutual contractual documentation.

– The Compliance Declaration –

Proposal of TEMPERATIOR s.r.o. for commercial relations, for participation in public procurement, and for attitude to unlawful acts

The Compliance Program

With this declaration of attitudes of TEMPERATIOR s.r.o., the company beforehand expresses publicly its respect for ethics and good morals in business relations and its dissenting attitude towards the crime of tax evasion, bribery and intriguing in public procurement. The attitudes and statements contained herein correspond to the content of the Compliance Program which TEMPERATIOR s.r.o. has accepted and regularly modifies and abides by it.

This is how, in connection with other linked documents and parts of the Compliance Program, TEMPERATIOR s.r.o. informs its business partners, state authorities, and competitors when participating in public procurement of the existence of its Compliance Program and points out the content of these declarations by link to its website where these declarations are publicly and remotely accessible.

Declaration of TEMPERATIOR s.r.o. for business relations

TEMPERATIOR s.r.o. hereby declares its attitude to ethics and good morals in business relations towards its purchasers, suppliers, intermediaries, customers, and other persons with whom it may enter into a business relationship (hereinafter referred to as “business partners”) and encourages such persons to acquaint themselves with the Compliance Program and the acquirement of the principles and rules defined in it. To eliminate risks arising from violations of the Czech Republic (especially those below), international and the European Union law, TEMPERATIOR s.r.o. proposes implementation of the following passages into their mutual contracts:

"The parties to this contract declare that, in accordance with Act No. 418/2011 Coll., on Criminal Liability of Legal Entities and Proceedings against Them, as amended and international treaties, which are part of the legal code:

- *They have not committed any unlawful act, neither in their own name nor in their interest or in the course of their activity, nor they are aware of it; and*
- *Should the unlawful act be ascertained, they commit themselves to voluntarily refrain from further unlawful conduct and to eliminate the danger that has arisen, or to prevent or remedy the harmful consequence.*

The parties further declare they have done everything that may be justly required of them with regard to prevention of an unlawful act in compliance with Act No. 418/2011 Coll., on Criminal Liability of Legal Entities and Proceedings against Them, as amended."

Declaration of TEMPERATIOR s.r.o. for participation in public tenders, competitions, and auctions and the clause of attitude towards unlawful acts

TEMPERATIOR s.r.o. holds a completely negative attitude towards any unlawful act. As a result of the extension of the range of crimes that a legal entity, in accordance with Act No. 418/2011 Coll., on Criminal Liability of Legal Entities and Proceedings against Them, as amended and international treaties, may commit, and also with respect to the extension of the range of crimes for which the provisions on effective regret cannot be applied (see § 11 of Act No. 418/2011 Coll., on Criminal Liability of Legal Entities and Proceedings against Them, as amended), the TEMPERATIOR s.r.o. herein declares its attitude against the most serious unlawful acts for which the law excludes extinction of criminal liability. The purpose of this declaration is to clearly and explicitly refuse some particular acts and to disassociate itself from such conduct of third parties and to draw attention to the possible consequences of such conduct for further cooperation.

"The parties to this contract hereby declare that, in accordance with Act No. 418/2011 Coll., on Criminal Liability of Legal Entities and Proceedings against Them, as amended, and Act No. 40/2009 Coll., of the Criminal Code, as amended:

- *§ 240 (evasion of taxes, charges, or any other obligatory payments) they do not commit evasion of taxes, customs, insurances, charges or other obligatory fee, or they did not extract an advantage on any of these obligatory payments;*
- *§ 226 (intriguing in insolvency proceeding) they did not accept, offer, provide, or promise any property or other benefits in violation of the principles and rules of the insolvency proceeding;*
- *§ 248 (1) point e) (breaching of the economic competition rules) they did not violate any other legislation of unfair competition, i.e. they did not commit deceptive advertising, misleading labelling, freeloading on reputation, bribery, breach of trade secret, etc.;*
- *§ 256 (3) or (4) (negotiating an advantage in assignment of a public procurement, a public tender or a public auction) they did not deliberately cause damage or provided themselves or others with preferential or more favourable conditions to the detriment of others in connection with the assignment of a public procurement, a public tender or an auction;*
- *§ 257 (1) point b) or c) (intriguing in assignment of a public procurement and a public tender) or § 258 (1) point b) or c) (intriguing in a public auction) they did not provide,*

offer, promise, demand, or accept any property or other benefits for abstaining from a public tender or auction;

- *§ 331 (accepting a bribe) they did not demand or accept a bribe, they were not promised a bribe in connection with the procurement of things of general interest or in connection with their own or others' business;*
- *§ 332 (bribery) they did not provide, offer, promise a bribe in connection with the procurement of thing of general interest or in connection with their own or others' business;*
- *§ 333 (indirect bribery) they did not demand, accept, provide, offer, or promise a bribe for influencing the exercise of a person in authority either by themselves or via someone else."*

In Liberec on 1/10/2019



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