

Code of Conduct of PJSC TransContainer

Moscow Region, Khimki
2021

1. General Provisions

1.1. The Code of Conduct (hereinafter referred to as the “Code”) of Public Joint Stock Company Center for Cargo Container Traffic TransContainer (hereinafter referred to as “TransContainer”), a member of the Delo Group (hereinafter referred to as the “Delo Group”), establishes the basic principles and rules of conduct for TransContainer employees and members of management bodies which cover business ethics issues and aim to form ethical, conscientious behavior.

1.2. The Delo Group is the largest transport and logistics holding in Russia which owns assets in the stevedoring, container and railway segments of the transportation services market.

1.3. The main objective of the Code is to form, both in TransContainer and in the market, a clear understanding of the mission, strategy and corporate values of the Delo Group - and of TransContainer as part of the Delo Group -, as well as the basic principles of ethical conduct. The Code will ensure that the employees always keep in mind strategic goals of TransContainer when dealing with their ongoing objectives, and rely on the principles of ethical conduct in their daily work.

1.4. Carrying out its activities within the framework of the applicable laws, business practice and best industry practices of conduct, TransContainer agrees that respect for human dignity and interests of the business activity participants as well as responsible attitude to business dealing are the fundamental ethical principles of the business operations.

1.5. The main objectives of the Code are as follows:

raising employees' awareness of their role as regards implementation of the mission and strategy of TransContainer, maintenance of its business reputation and successful development as part of the Delo Group

creation of supportive environment where each employee and member of the governing bodies understands and accepts corporate values, effectively applies his/her knowledge and expertise to achieve the strategic goals of TransContainer and the Delo Group

development of corporate culture based on high standards of ethics, maintenance of the atmosphere of trust and mutual respect among the team members

assisting each employee in making decisions and resolving non-standard situations that arise in their daily work

increasing confidence in TransContainer on the part of the clients, business partners and other stakeholders.

1.6. The Code is based on the generally recognized principles and rules of the international law, laws of the Russian Federation, generally accepted business ethics standards and best practices of corporate management.

1.7. The Code contains ethical standards of business conduct that apply to all areas of TransContainer's activities and represent a minimum set of requirements. Certain provisions of the Code are disclosed in detail in the by-laws of TransContainer.

1.8. The TransContainer's subsidiaries approve their own Codes of Conduct which are similar to this Code.

2. Mission, Strategy and Corporate Values

2.1. TransContainer is a Russian intermodal container operator which operates the Russia's largest fleet of fitting platforms and containers throughout the entire 1520 mm rail network. The Company has a vast experience of efficient management of the fleet dealing with more than 300 thousand routes in Russia and abroad, and has expertise in implementation of the complex transportation and logistics door-to-door solutions which allow delivering the container cargo in any destination point in Russia, CIS countries, Europe and Asia using the company's own transportation assets and/or engaging partner companies.

2.2. **Our mission** is to efficiently contribute to our customers' business by organizing fast, reliable and efficient delivery of cargo in containers, developing integrated logistics solutions and continuous improvement thereof.

2.3. **Our strategy** is to maintain our leading position in the rail container transportation segment and create a champion of container logistics in Eurasia.

2.4. **Our corporate values are as follows:**

Team unity, i.e. working in a team of like-minded colleagues meaning the team of the Delo Group which is one of the most technological and fast-paced business structures; respecting common goals, strategies and corporate values of the Delo Group.

The success of TransContainer is built on its employees' progress.

Unity of the corporate values of the Delo Group and TransContainer serves as a reliable basis for the formation of high standards of ethical conduct in the Delo Group and in the transportation services market.

Competence, i.e. maintaining a leading position in the industry by taking advantage of network business development, cooperation with the Delo Group companies, stakeholders and business partners to expand onshore and offshore transportation solutions, achieving synergy effects, operating efficiency, use of the state-of-the-art technology and equipment, perfection of our logistics solutions and consistently high level of service at all terminals.

Safety, i.e. implementation of all necessary measures aimed to protect people from any harm or threat to their life and health, as well as to protect the environment. The main priority is to protect the health and safety of all employees. Occupational safety makes it possible to improve working environment, prevent injuries, occupational diseases and accidents, mitigate risks and ensure top performance.

3. Principles of Ethical Conduct

3.1. Business relations in the Delo Group and at TransContainer are built on trust, mutual understanding and fulfillment of obligations assumed. We create a working climate that the employees may enjoy and be proud to be part of. Through joint efforts we maintain our reputation as a reliable and prudent company which carries out its activities in the market of transport services in good faith.

3.2. The basic **principles** of ethical conduct respected by our Company are as follows:

Respect Being a transregional and transnational company, we respect the honor, dignity, rights and legitimate interests of people and their cultural traditions. We do not tolerate discrimination based on sex identity, political reasons, religious beliefs, nationality or any other grounds.

Good Faith We are committed to fair competition and interact with our suppliers, customers and business partners maintaining transparency.

High quality standard Our main task is to ensure time efficient satisfaction of the customer needs for transport services maintaining high levels of standard. The result and success of our work depends on the quality of service provided.

Legality We are aware of and comply with the generally recognized principles and rules of the international law, requirements of the laws of the Russian Federation, laws of other countries where TransContainer operates, and we also respect the customs of the business community and the best industry practices.

Responsibility We take responsibility for our work deliverables. We keep in mind that our performance is always specific and is reflected as the implementation of new projects, customer trust and satisfaction. We make informed managerial decisions, follow the principle of corporate social responsibility and fulfill our obligations.

Visibility and transparency We interact with the employees, suppliers, customers, business partners, officials, and media in an open and transparent manner subject to the restrictions and requirements of the applicable laws.

4. Ethical Conduct Rules

4.1. Mutual Responsibility of TransContainer and Employees

Employees play a key role in the activities of TransContainer and the Delo Group. We value the employee's professional skills and abilities and strive to create an environment conducive to unlocking their professional potential.

TransContainer and its employees share common corporate values of the Delo Group and fulfill their obligations to each other on a conscious and conscientious basis.

TransContainer shall:

Strictly observe the labor laws when carrying out its activities, provide its employees with favorable and safe working environment, decent wage/salary, employee benefits (recruitment package) and financial assistance under the plans implemented by TransContainer

Respect the rights and legitimate interests of the employees and shall advocate work-life balance strictly observing and ensuring exercise of the employees' rights to safe working environment and recreation

Defer to the employees' opinions, respect their values, feelings and beliefs, and shall avoid any form of harassment or bullying

Be interested in long-term relations with employees, provide them with equal opportunities, trust them, shall ensure open dialogue and support initiative

Encourage willingness for continuous self-improvement, shall create opportunities to improve skills and achieve professional potential of its employees.

Employees and members of the governance bodies of TransContainer shall:

Perform their job duties in good faith and shall be held personally liable for their work deliverables

Use the resources and property of TransContainer (including tools and equipment, vehicles and various modes of communication) for the performance of work duties only

Strive to respect the corporate values of TransContainer and the Delo Group

Strive to meet individual key performance indicators (KPIs) ensuring 100% or even better performance

Comply with the requirements of the applicable laws and local regulations including the policies of TransContainer covering issues of combating corporate fraud and corruption, antitrust laws

Care about the business reputation of TransContainer and the Delo Group

Improve their expertise and skills

Search for the optimal managerial solutions for TransContainer

Timely report on potential or identified risks connected with TransContainer's activities using the established communication channels

Comply with the established principles and rules of ethical conduct.

Managers at all management levels in TransContainer's structure shall bear enhanced responsibility as regards compliance with the Code, they shall be a role model for the employees in terms of ethical conduct and shall maintain high standards of ethical conduct through their own example.

4.2. Rules of Ethical Business Conduct

Respect, politeness, goodwill and tolerance in communication with colleagues, suppliers, clients, business partners and other persons are the fundamental rules of ethical business conduct. TransContainer values the atmosphere of mutual understanding, trust and cooperation both between the team members and in business relations. TransContainer does not approve of behavior that does not conform to these rules. When interacting with employees, managers at all management levels of TransContainer shall stay benevolent, objective and impartial, shall maintain teamwork and partnership, and ensure beneficial use of the time of their colleagues.

Inadmissibility of any form of harassment and mistreatment. TransContainer employees shall not tolerate any form of harassment and mistreatment towards their colleagues or third parties.

Maintaining punctuality and self-discipline when performing relevant job duties.

Freedom of thought and speech. The employees are free to express their opinion on work-related matters, regardless of their position, to discuss, identify, analyze and correct mistakes and be pro-active.

Exchange of experience and information. Employees shall help and assist each other in achieving the best result. TransContainer strives to make the most of the diversity of ideas and opinions, and values professional and constructive dialogue. Employees shall be receptive to opinions and requests of their colleagues trying to make positive influence on the working climate.

Adherence to corporate style. The appearance of TransContainer employees during their work activities shall contribute to maintaining a business atmosphere, taking into account regional and country specifics of TransContainer's presence as well as the working conditions and the type of a relevant official event. White-collar workers shall adhere to a formal business style. Employees who are required to wear special-purpose clothing according to the requirements of the laws of the Russian Federation and TransContainer's by-laws shall be provided with such clothing and shall wear it at all times during their working hours.

4.3. Interaction with Shareholders and Investors

We care about strengthening investment appeal of TransContainer and business reputation thereof while interacting with the investment community and in the transportation services market.

TransContainer shall respect the rights and legitimate interests of its shareholders and shall guarantee that their rights and interests are respected.

TransContainer is committed to ensuring transparency of its operations and maintains high standards of corporate governance to achieve the goals set by its shareholders.

TransContainer's employees shall provide the shareholders with the comprehensive information on TransContainer operations in due time pursuant to the procedure established by the laws of the Russian Federation and by-laws of TransContainer.

4.4. Client Interaction

Long-term relations with clients and their satisfaction with TransContainer services is our primary concern.

We are receptive to our clients' requests and provide them with high quality services at competitive prices.

We guarantee fair promotion of transportation services in the market, timeliness and accuracy of information about our services provided to the clients.

We address clients' claims in due time and on a comprehensive basis, resolve disputes and conflicts within the framework of the applicable law ensuring the best efficiency.

We shall not use or distribute information received from the clients for any purposes other than those it was provided for; we shall provide reliable protection of confidential information and personal data in accordance with the requirements of the applicable laws.

4.5. Interaction with Suppliers and Business Partners

We interact with our suppliers and business partners being guided by the principles of long-term and mutually beneficial cooperation, discharging any and all of the obligations assumed.

TransContainer sets high requirements to the quality of provided goods, works and services, reliability of business partners and suppliers, their compliance with the generally accepted rules of the business community, anti-corruption principles including.

When choosing suppliers and business partners, TransContainer employees shall adhere to the principle of impartiality and due diligence, in particular, carry out preliminary survey of suppliers and business partners before proceeding to cooperation, take into account their compliance with the ethical principles of

business conduct, as well as their willingness to strictly comply with the policies and regulations governing execution and performance of contracts approved at TransContainer.

When interacting with suppliers and business partners, TransContainer employees shall carefully consider any incoming complaints, statements and suggestions regarding interaction with suppliers and business partners, and provide relevant response thereto in due time.

4.6. Fair Competition, Interaction with Competitors

TransContainer is a large intermodal container operator rendering forwarding services throughout the Russian Federation. TransContainer declares its commitment to the principles of fair trade and bona fide competition taking into account its potential influence on the markets of its presence and on any adjacent markets.

TransContainer strives to facilitate robust competition in the field of railway container transportation, and shall not tolerate any actions/omissions that may potentially lead to the violation of any national and international antitrust laws, including unfair competition, illegal restriction of competition, abuse of dominant position in the market, execution of any prohibited agreements with competitors. TransContainer shall not tolerate any unethical and illegal influence on its competitors.

TransContainer shall develop and implement a set of legal and organizational measures comprising a part of the local regulations aimed at compliance with the antimonopoly laws (antitrust compliance).

TransContainer operates as an independent contractor unaffiliated with its competitors in order to observe the free competition principle.

TransContainer shall not allow its employees to use any illegal methods of obtaining confidential data, insider and other information about competitors and their activities.

TransContainer shall not allow its employees to illegally use any information about competitors, as well as distribute and share information on pricing, TransContainer's business strategy, major suppliers, clients, business partners of TransContainer, and shall not allow its employees to conduct negotiations on any other interaction with competitors if such negotiations violate or may violate antitrust laws.

TransContainer shall strive to resolve any disagreements and disputes arising with competitors through pre-trial negotiations.

4.7. Government Relations

We interact with the public authorities / local governments / officials¹ being guided by the principles of disclosure and transparency, seek to build and maintain sustainable and meaningful relationships, promote trust in TransContainer by providing reliable and accurate information in accordance with the applicable laws.

We shall not conceal or distort information requested by state authorities/local authorities/officials in accordance with the applicable laws, shall not delay provision thereof and shall cooperate with officials in the course of their legitimate inspections.

When interacting with officials, employees shall be polite, shall not obstruct the lawful actions of such officials, and shall comply with TransContainer's corporate anti-fraud and anti-bribery and anti-corruption policies.

The employees shall not offer and give/provide money, gifts, services and other things of value to the officials in order to influence their decisions aiming to acquire, maintain or ensure business or other advantages for the benefit of TransContainer.

The employees shall refuse any officials' offers to provide TransContainer with unreasonable advantages, and shall terminate negotiations with these officials if such negotiations may cause TransContainer to be in violation of the applicable laws, and to TransContainer taking an unlawful advantageous position in the market.

4.8. Media Relations

We interact with the mass media (hereinafter referred to as the "Media Organizations") on an ongoing basis being guided by the principles of disclosure and transparency.

We shall not distribute information that is untrue or misleading, information that denigrates the honor, dignity or business reputation of TransContainer employees or any third parties.

Information and comments concerning activities of TransContainer to be announced through the Media Organizations and at events attended by them shall only be given by the Company's executives, namely by: the Company's President, Director, Senior Vice-President, Vice-Presidents, directors of the managerial apparatus and of the branches, or authorized representatives thereof. And

¹ The following persons are classified as "officials": any persons who perform functions of a public authority representative or perform organizational and administrative, administrative and business functions: in state bodies, local government bodies, state and municipal institutions, state extra-budgetary funds, public corporations, state-owned companies, public not-for-profit organizations, state and municipal unitary enterprises, business companies covered by the right to dispose of more than fifty percent of the its votes, directly or indirectly (through any controlled persons), granted to the Russian Federation, any constituent entity of the Russian Federation or a municipal unit, or covered by the right to appoint (elect) its sole executive body and/or over fifty percent of members of its collegiate governing board granted to the Russian Federation, any constituent entity of the Russian Federation or a municipal unit; in joint stock companies which are subject to a special right of participation in administering such companies granted to the Russian Federation, constituent entities of the Russian Federation or municipal units; as well as in the Armed Forces of the Russian Federation, other troops and military force units of the Russian Federation.

information and comments (concerning TransContainer, and the Delo Group as a whole) announced through the Media Organizations shall be given subject to approval thereof by the authorized business unit of the Delo Group responsible for media relations.

When preparing public presentations aimed at the external audience, the uniform templates drawn up for development and design of presentations according to the approved corporate style of TransContainer shall be used.

The TransContainer employees who do not have the specified powers shall not give comments to Media Organizations, post any information on TransContainer's activities on public resources, message boards and social media services in the Internet, including but not limited to the information on transportation services, plans and strategy, financial results, suppliers, clients and competitors of TransContainer, and shall not use logos, trademarks, service marks and other elements of TransContainer's corporate style.

4.9. Anti-corruption Policy and Conflict of Interest

We have zero-tolerance towards all forms and manifestations of corporate fraud and corruption, i.e. corrupt practices, abuse of position or authority, any form of bribery and other illegal actions.

We appreciate employee commitment to TransContainer's interests and absence of personal motives. Employees' personal interest associated with the possibility of obtaining property benefits in the form of money, things of value, other property or property-related services or other property rights, for themselves or for any third parties, while performing their official duties, shall not influence (directly or indirectly) their decision-making as regards business issues and their good faith performance of their employment duties.

Each employee and member of TransContainer's governance body shall:

Be aware of and comply with the requirements of the TransContainer's policy governing anti-fraud and anti-corruption practices on a corporate level, and local regulations thereunder

Refrain from any acts/omissions which may be treated as bribery, corrupt business practices and fraud under the applicable laws, as well as from any acts/omissions that may be interpreted by others as willingness to commit or participate in any corrupt practices committed for the benefit or on behalf of TransContainer or the Delo Group

Avoid situations and circumstances that may lead to a conflict of interest, and in cases when it's rendered impossible - shall disclose the resulting or potential conflict of interest pursuant to the procedure provided for in any TransContainer's by-law.

We expect our suppliers, clients and business partners to disclose any conflict of interest that arise when entering into contracts with TransContainer.

4.10. Political Participation

We observe neutrality which excludes possibility of any political views, decisions of political parties and other public organizations influencing our activities.

TransContainer may express its opinion on certain legislative initiatives, but will not participate in political life or provide financial or any other type of assistance to any political party or public organization or any other persons. TransContainer's resources shall not be used for political activities.

Employees are entitled to their personal political views, but shall not express them on behalf of TransContainer. Personal political beliefs of the employees shall not interfere with their job duties and business interactions with colleagues and third parties.

Employees may engage in political activities during their free time, but shall not campaign for any political party or candidate when interacting with other employees during working hours.

4.11. Confidentiality of Information and Personal Data Protection

Protection of confidential information is one of the prerequisites for maintaining stable position of TransContainer. Disclosure of the confidential information may prejudice interests and harm image of TransContainer, its clients, business partners and third parties.

We ensure protection of information containing confidential data and strictly observe rules of use, storage and disclosure of such information by applying state-of-the-art techniques, organizational and legal ways and methods of protection.

We ensure compliance with the requirements of the applicable laws as regards storage, processing and transfer of personal data of employees, members of the governance bodies and other individuals dealing with TransContainer.

Employees who have access to personal data of third parties shall comply with the procedure for handling such data and use it only for the intended purpose, by virtue of their job duties.

4.12. Use of Information Systems and Security

TransContainer owns certain software, databases, and has access to the information stored in TransContainer's information systems, in particular, on the employees' computers used for work purposes.

The information systems of TransContainer are equipped with the technical means of protection of the information stored therein.

The employees shall observe the procedure for use of the information systems, services, IT equipment established by TransContainer under its by-laws.

TransContainer has access to the business e-mails of its employees and has the right to review their messages sent and received at their business (corporate) e-mail.

Employees shall not disclose their username or passwords to others or allow others to use their personal computer or laptop used for work purposes.

Employees shall not use their business email address to send, receive and/or store personal data not related to their job; open messages received from any unreliable sources, or download, open or forward suspicious files/links; post their business email address on the Internet for personal use. Employees shall contact TransContainer's Security Department in connection with checks of any suspicious emails and other issues related to handling information online.

4.13. Health, Safety and Environment (HSE)

We consider environmental protection to be an integral part of our business and implement a responsible policy of environmental protection in accordance with the environmental laws.

The Delo Group, including TransContainer, strives to reduce the environmental impact of its operations to a minimum acceptable level and applies a comprehensive approach to environmental safety and energy efficiency, improves its environmental management system, and implements environmental protection measures on an annual basis.

TransContainer pursues a responsible environmental policy based on the principles of sustainable use of natural resources and preservation of the natural environment in the industrial areas.

TransContainer considers life and health of its employees to be its top priority. TransContainer takes good care of health and safety of its employees, strives to prevent possible risks and exclude any work-related fatalities, injuries, and illnesses, and therefore it organizes induction meetings and training of its employees in due time. TransContainer ensures safe working environment for its employees, in particular, pays attention to improvement of working conditions, enhancement of safety of equipment and vehicles operation, improvement of fire safety condition of facilities.

TransContainer employees shall:

Be aware of their personal responsibility for their lives and health, as well as the lives and health of others, shall exercise care, caution, and shall comply with safety regulations

Be aware of the risks associated with use of the railway infrastructure, equipment and vehicles that affect safety of their lives and health, as well as the lives and health of others

Balance economic initiatives and vital environmental issues taking into account responsibility towards future generations

Be aware of and strictly adhere to the necessary safety standards applicable to their work, including fire safety regulations and terminal operations safety rules, access control and security procedures

Proceed to work only if they have required expertise, have undergone training, and are medically fit for the relevant activities.

4.14. Sustainable Development

The Delo Group, including TransContainer, strives to carry out its activities in compliance with the principles of sustainable development in all significant areas in terms of environment, social responsibility, and economic development.

Sustainable development implies that the society undergoes development in such a way that current needs of mankind are met without compromising needs of the future generations.

The Sustainable Development Goals were adopted by all UN member states in 2015 as part of the 2030 Agenda for Sustainable Development. The Sustainable Development Goals aim to eradicate poverty, protect our planet, improve quality of life, and ensure better prospects for people around the world.

According to the recommendations of the Bank of Russia related to sustainable development, TransContainer's Board of Directors sets sustainable development goals and establishes TransContainer's strategy taking into account the following sustainable development factors: environmental, social and corporate governance factors.

TransContainer adheres to the principles of responsible business conduct, improved transparency, implementation of advanced standards of business culture listed in the Social Charter of Russian Business.

5. Code Application

5.1. The Code shall apply to the employees and members of the governance bodies of TransContainer.

5.2 All employees of TransContainer shall read, understand and acknowledge their understanding of the provisions of the Code by signing. Any and all the parties concerned may find the text of the Code on the official website of TransContainer on the Internet (information and telecommunications network) at the following address: www.trcont.com (hereinafter referred to as the “Official

Website”) and on the internal website of TransContainer (Intranet portal). In pursuance of the Code, the Company shall adopt certain by-laws for the purpose of (among other things) making the employees and members of the TransContainer's governance bodies aware of the Code provisions.

In order to effectively inform the specified persons, and explain provisions, of the Code, TransContainer shall organize educational programs and trainings, as well as development of the visualized version of the Code (“redesign”), which aim at facilitation of understanding of the Code and ensuring employees’ compliance with the provisions thereof, being guided by the best practices that take into account that the parties concerned prefer to use digital communication and business interaction channels. The visualized version of the Code (“redesign”) shall be approved by the Management Board of TransContainer and shall be placed on the internal website of TransContainer (Intranet portal).

5.3. Compliance of TransContainer employees with the provisions of the Code shall be taken into account when forming the “talent pool” for promotion to higher positions, when appointing an employee to a higher position, when encouraging and awarding an employee, and when imposing disciplinary penalties.

5.4. In case any questions regarding the application of the Code provisions, complicated or conflict situation related to violation of the Code provisions, as well as other policies and rules of TransContainer, arise, each employee may turn to his/her immediate or supervising manager for consultation and assistance.

If the employee of TransContainer has sufficient grounds to believe that any other employee’s actions violate provisions of the Code, or that such other employee performs other actions that may adversely affect the image and business reputation of TransContainer, the employee may inform his/her immediate superior or the Security Department of the managerial apparatus (security unit of the branch) of TransContainer, and shall send a message:

via the Hotline communication channels (relevant contact details may be found on the official website or on the internal website (Intranet portal) of TransContainer), or

by contacting an operator of the Call Center of TransContainer (tel. 8 (800) 100-22-20, ext. 11-01), or

to the following email trcont@trcont.com, or

shall leave a message on the internal website of TransContainer (Intranet portal) in section “Contact Top Managers”.

5.5. The report on the violation of the Code provisions shall contain information sufficient to take necessary measures in order to investigate the violation and to prevent possible negative effects thereof for TransContainer. If the allegation is found to be reasonable, each employee who reported such violation shall be provided with a guarantee that the fact of his/her report shall be kept

confidential and that he/she shall not be subject to any retaliatory measures. If the allegation was made in order to disseminate false information, or if the applicant him/herself is found guilty of any offence, he/she may be held liable pursuant to the established procedure.

5.6. All violations of the Code provisions by TransContainer's employees shall be subject to an internal investigation. According to the results of such internal investigation, the employee in default of the ethical rules provided for by the Code through his/her own fault, may be held disciplinary liable in accordance with the labor laws.
