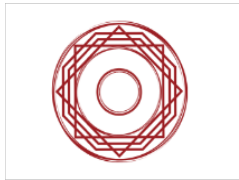


CODE OF ETHICS AND CONDUCT

Approved and updated by the Board of Directors of the shareholder
RTI Rotalin Gas Trading AG

Chisinau, 2022



I. Message from the shareholders

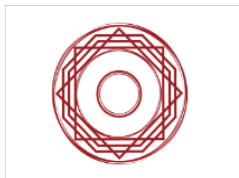
This Code of Ethics sets out the standards of conduct we expect of ourselves and of our colleagues and collaborators, both at the shareholder level and at the level of our operating companies. These standards have always been expected and upheld within the company; some are positive goals we aim to achieve, while others are definite prohibitions that will lead to sanctions.

The Board of Directors is very proud of the work that you all do, and of the company that we have all built together in Moldova. This version of the Code of Ethics will continue to be updated over time, in order to best express and preserve the values that we stand for.

Dr. Jamal Nuseibeh

Chairman of the Board

RTI Rotalin Gas Trading AG



II. Our Code

Our Code – Our Responsibility

Our Code is a public statement that Rotalin Gaz Trading SRL (“**Rotalin**”) is committed to doing the right thing. It serves as a valuable resource to help employees and others make informed, ethical decisions. Our Code includes references to relevant company requirements and other helpful tools and resources.

Who must follow our Code

Our Code applies to all Rotalin employees and members of the management team. Business partners, including operated joint ventures and third parties, can have a direct impact on our reputation through their behavior. For this reason, we want to work with business partners that share our commitment to ethics and compliance. We expect and encourage all our contractors and their employees to act in a way that is consistent with our Code.



III. Core Principles and Values

Safety

Everything we do relies upon the safety of our workforce and the communities around us. We care about the safe management of the environment. We are committed to safely delivering natural gas to our clients.

Respect

We respect the world in which we operate. It begins with compliance with laws and regulations. We hold ourselves to the highest ethical standards and behave in ways that earn the trust of others. We depend on the relationships we have and respect each other and those we work with. We value diversity of people and thought and we care about the consequences of our decisions, large and small, on those around us.

Excellence

We are in a hazardous business and are committed to excellence through the systematic and disciplined management of our operations. We follow and uphold the rules and standards we set for our company. We commit to quality outcomes, have a thirst to learn and to improve. If something is not right, we correct it.

Courage

Achieving the best outcomes often requires the courage to face difficulty, to speak up and stand by what we believe. We explore new ways of thinking and are unafraid to ask for help. We are honest with ourselves and actively seek feedback from others. We aim for an enduring legacy, despite the short-term priorities of our world.

One Team

Whatever the strength of the individual, we will accomplish more together. We put the team ahead of our personal success and commit to building its capability. We trust each other to deliver on our respective obligations.



IV. Employment practices

Employee Responsibilities

- Read and be familiar with the information in our Code.
- Certify annually that you have acted in accordance with our Code.
- Act in a manner that is safe, ethical, and consistent with applicable laws and regulations, Rotalin requirements, values and behaviors.
- Raise questions and concerns if you become aware of possible violations of laws, regulations, our Code or any of company requirements.
- Co-operate fully when responding to an investigation or audit.

Additional responsibilities of managers

- Be a positive role model and support your team members by:
 - Creating an environment that is respectful and inclusive.
 - Encouraging them to speak up.
 - Listening and responding to concerns when they are raised.
 - Doing your part to make sure that no one experiences retaliation for speaking up or co-operating in an investigation.
- Help your team members understand the principles and expectations of our Code and applicable laws.
- Be consistent when enforcing our requirements and holding people accountable for their behavior at work.



V. People

Our people are key to Rotalin's success. When we respect and value one another we succeed individually and as a company. We all have a role in maintaining a corporate culture based on respect and fairness.

The "No's":

These are cause for termination and will cause the offender to be subject to all available legal sanctions.

No corruption

Corruption is both illegal and immoral. It goes against our principles, and undermines the company and the society it impacts. There are many definitions of, and aspects to, corruption: Rotalin does not tolerate any form of corruption, including without limitation, bribery, theft, or any form of abuse of position or authority for personal gain.

No conflict of interests

All Rotalin employees and management must act clear of any conflict of interest. We expect each member of the Rotalin team to be devoted to the company and not take any decision which goes against the company's interests.

No abuse

No harassment

No intimidation

We do not tolerate any form of abuse or harassment. This includes actions that can reasonably be considered as offensive, intimidating or discriminatory, as well as any form of sexual harassment. Inappropriate comments of a sexual nature or any other sexually offensive behavior will not be tolerated.

Remember that harassment does not have to occur in the workplace or involve a Rotalin employee to violate our Code or applicable laws.



The “Yes’s”:

We aim to build a happy, diverse and inclusive workplace for all employees, where each person is treated with dignity and respect, and is respected first and foremost as a human being.

Diversity and inclusion build teamwork and success

We value the unique contribution that each person brings to Rotalin. We accomplish more when people from diverse backgrounds and with different talents and ideas work together in an environment where everyone can contribute and make full use of their talents.

- Treat everyone with respect.
- Encourage and listen to those who speak up.
- Be respectful of cultural differences.

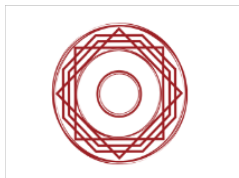
Equal opportunity is a matter of fairness, respect and dignity. We treat everyone with fairness, respect and dignity.

We expect those we work with to act in a way that is consistent with our sense of fairness and equal opportunity.

- Base your work-related decisions on merit – not on race, color, national origin, religion, gender, age, sexual orientation, gender identity, marital status, disability, or any other characteristic protected by applicable laws.
- Offensive messages, derogatory remarks and inappropriate jokes are never acceptable.

Protecting personal information

Rotalin respects the privacy of its employees and will only take an interest in what employees do outside of work if it affects Rotalin's reputation or legitimate business interests. We only use personal information when needed to operate effectively or comply with the law.



VI. Responsibility for our services and product delivered

Our principles

We are committed to safety, protecting the environment and respecting the communities in which we operate. We are committed to avoiding damage to the environment and related impacts on communities. Our health, safety, security and environment goals are: no accidents, no harm to people and no damage to the environment.

Our expectations

Always operate safely and securely. Nothing is more important to us than the health, safety and security of our workforce and the communities in which we operate, and behaving responsibly towards our shared environment. We must be vigilant, disciplined, and always looking out for one another. Threats, intimidation and violence will not be tolerated. Each of us is a role model for safety.

- Do not undertake work that you are not qualified to perform.
- Stop work if you consider it unsafe.
- Play your part in protecting the environment.
- Be sure that your performance is not impaired, for example by a lack of sleep, alcohol, or any drugs – including prescription or over the counter medication.
- Speak up if you observe an unsafe or unhealthy working environment. Listen to others who speak up.
- Report any accident, injury, illness, or unsafe condition immediately. Never assume that someone else has reported or will report a risk or concern.
- Know the emergency procedures that apply where you work



VII. Fair Business Practices – Fair Competition, Trade Controls, Fair Procurement

Our principles

We work with our business partners in an honest, respectful and responsible way. We are a company on which others can rely. Rotalin gains its competitive advantages through strong performance rather than through unethical or illegal business practices.

Our expectations

Build and maintain strong relationships with suppliers and business partners

Our suppliers and business partners are essential to our ability to do business and meet our shareholders' expectations. That is why we choose carefully and use an objective selection process.

We seek to work with others who share our commitments to safety and ethics and compliance.

- Communicate clearly our relevant expectations to our suppliers and business partners, agreeing contractual obligations where applicable. Take the appropriate measures if they do not meet those expectations or obligations.
- Report any indications that a supplier or business partner is not complying with applicable laws or their contractual obligations.
- Make sure you know and follow the Rotalin supplier-related requirements that apply in our business. This includes government contract requirements and joint venture requirements.

Avoid anti-competitive conduct

Competition and antitrust laws are complex and often fact specific. For this reason if you have any questions, consult the legal department of Rotalin.

- Do not engage in any form of agreement or understanding with competitors to fix prices, rig bids, allocate customers and/or restrict supply.

Respect international trade laws

We abide by the trade laws of all countries in which we operate including economic sanctions, import and export laws.



- Trade sanctions, including financial sanctions, are complex. If you are involved in transactions, such as business dealings with a sanctioned country, entity, or person, you must ensure compliance with applicable trade laws.

Prevent money laundering

Money laundering is the process of hiding illegal funds or making them look as though they are legitimate. It also covers the use of legitimate funds to support crime or terrorism.

- Never become involved in money laundering.
- Know who you are doing business with by following our counterparty due diligence procedures.
- Raise concerns where you see them.



VIII. Anti-Corruption, Anti-Bribery and Conflict of Interests

No tolerance of corruption and bribery

- Corruption represents an act of offering, giving, soliciting, receiving or accepting, directly or indirectly, any inducement or reward in the public or in the private sector, in order to influence a behavior or decision. It includes inducements to gain business, and also inducements to act or refrain from acting in a particular manner.
- Corruption is a *criminal offense* under the Moldovan Criminal Code.
- Rotalin management and employees undertake to:
 - adopt a zero-tolerance approach to bribery, influence peddling, facilitation payments and all other forms of corruption.
 - develop policies and effective programs to prevent and detect corruption within the company.
 - immediately report any suspicion of corruption to Rotalin management. Everyone should be aware that not reporting suspected acts of corruption could be qualified as complicity in the acts of corruption and be sanctioned accordingly.

No tolerance of fraud

- Misappropriation of resources or assets, or deliberate misstatements or omissions in financial reporting may constitute a fraud. This conduct can have serious legal consequences for Rotalin resulting in criminal or civil proceedings against the company. Rotalin does not tolerate any form of fraud or misstatement.
- Everyone must disclose and communicate to management any suspected fraudulent conduct of Rotalin employees or any third parties.



Manage Conflicts of Interest

A conflict of interest may occur when your interests or activities affect your ability to make objective decisions for Rotalin. In essence, it is a situation in which an employee has a financial or personal interest, either direct or indirect, which may influence the independent, impartial and objective performance of his or her work duties.

It is prohibited to be engaged, in any form, in any other activity that goes against the interests of Rotalin.

- Be aware of the many different ways in which conflicts of interest can occur. For example:
 - Outside jobs and affiliations with competitors, customers or suppliers.
 - Working with close relatives, especially those who are government officials.
 - Having an intimate relationship with another employee who can influence decisions such as salary, performance rating or promotion.
 - Serving as a board member of another organization.
 - Investments, including those of close relatives, which might influence or appear to influence your judgment.
- You must disclose any situation to your manager that might create a conflict, or even the appearance of a conflict. Once disclosed, we then have the opportunity to better address the situation.

Appropriate exchange of gifts and entertainment

We do not accept or provide gifts or entertainment in return for any business, services or confidential information, or if the intent is to bias a decision.

Some gifts and entertainment are never acceptable as they may be illegal or could damage our reputation; for example, anything that could be seen as a bribe or that is indecent or improper.



IX. Communication with third parties

Our principles

We work together with the government and communities to contribute to sustainable growth, create jobs and invest in people.

Our expectations

Engage with communities and respect their rights and dignity. We want to be a trusted neighbor in the communities where we operate and live. Maintaining an open, ethical stance and respecting diversity, local cultures and customs make a positive difference. We encourage participation in the local community.

Commitment to human rights

We seek to conduct our business in a manner that respects the human rights and dignity of people. Each of us can play a role in the elimination of human rights abuses such as child labour, human trafficking and forced labour.

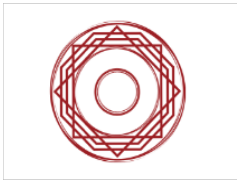
Public communications and protecting Rotalin's reputation

It is essential that our public communications are clear, accurate, consistent and responsible.

- Remember that your social posts and comments are not anonymous and can negatively impact Rotalin's reputation.
- Only authorized persons can talk to the media or members of the investment community.
- External presentations can be an excellent way to share our expertise with others, but make sure you have the required approvals before accepting any invitation and obtain the necessary approvals on content.

Our stance on political activity

In accordance with applicable laws, Rotalin exercises its right and responsibility to make its position known on relevant issues. As an individual, you have the right to personally participate in the political process, including making personal political contributions. However, you need to make it clear that your personal views and actions are not those of Rotalin.



- Do not use company funds or resources to support any political candidate or party.
- Obtain approval before engaging in any lobbying activities.
- Personal political activities can sometimes create a conflict with Rotalin. Talk to your line manager if you or a close relative are planning to accept or seek a public office, or if any other political activity might have an impact on Rotalin or on your job.



X. Protection of assets

Our principles

We have a responsibility to protect shareholder value, take care of our assets and resources and to be honest and transparent about our operations and performance.

Our expectations

- Maintain accurate and complete information and records. All of us contribute to the process of recording financial and non-financial information. While protecting our interests, we must be open and honest about our business and performance – good and bad. Business partners, government officials and the public rely on our accurate and complete disclosures and business records. Such information is also essential within Rotalin so that we can make good decisions.
- Ensure all transactions are properly authorized, recorded and reported, as required.
- Follow applicable laws and Rotalin's requirements when creating, maintaining, retaining or destroying documents including those in electronic formats.
- Make sure you have the necessary approvals when you respond to a request for information from a government or regulatory agency.

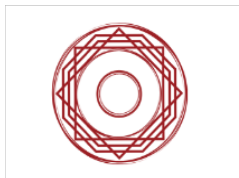
Protect Rotalin's assets

We are all responsible for protecting Rotalin's assets. Company assets include facilities, property and equipment, computers and IT systems, information, corporate opportunities and funds.

- Be conscientious and act appropriately to ensure company assets are not damaged, misused, or lost.
- Make sure your user IDs and passwords are secure.
- Computer equipment, phones, email and internet access are provided for business purposes and monitored regularly to help Rotalin defend against cyber-attacks and malicious activity. Limited personal use will usually be acceptable.
- Protect Rotalin's information. When handling confidential and secret information be especially careful by encrypting it when required and sharing it only with authorized parties. Do not share Rotalin's information in public forums or on social media.



- Be vigilant against cyber-attacks and scams such as phishing and report immediately any incidents, including potential or actual losses of Rotalin's information or assets.
- Guard our intellectual property and respect the intellectual property rights of others.



XI. Final remarks

- This Code enters into force and is applicable to all Rotalin's employees on the date of its approval by the Board of the Rotalin's sole shareholder, RTI Rotalin Gas Trading AG.
- Every employee is under a duty to report to the Director or Shareholder of the company any potential breach of this Code by other employees.
- The breach of any of the provisions of this Code would constitute a breach of disciplinary conduct in accordance with Article 206 of the Moldovan Labour Code and will constitute a ground for sanctions under Moldovan labor legislation. The form of sanction will be determined solely by the managing director of the company and/or by the Board of the sole shareholder on its own discretion. Rotalin as well as Rotalin Gas Trading AG reserve the right to file a legal action against the employee who committed a breach of this Code for any financial, reputational or any kind of damages caused to Rotalin and its shareholder.