



BALTIC
OPERATOR



Stocznia Gdańsk S.A.



GSG Towers

Code of Ethical Conduct

of the Employees of Baltic Operator, GSG
Towers Sp. z o.o. and Stocznia Gdańsk S.A,

Gdańsk, January 2018

Update July 2019

§1

Introduction to the Code

Baltic Operator, GSG Towers and Stocznia Gdańsk operate in one Capital Group and work closely with each other. Therefore, they have decided to introduce the Code of Ethical Conduct shared by companies.

For companies, the priority is to manufacture and paint on-shore and off-shore steel structures, as well as to carry out prefabrication and services for the shipbuilding industry in a responsible and reliable manner.

We want our environment to perceive us this way. Our ambition is to be an entity which openly and precisely communicates the adopted values and rules of conduct.

We have chosen to incorporate our desired attitudes and actions into this Code.

This document defines the direction of our actions aimed at developing employee attitudes, as well as impacting on the way of building relations with the environment, in which our organisation operates according to the concept of Corporate Social Responsibility (CSR).

Above all, however, it is our commitment, which we want to remember every day.

In this document we emphasise what one should expect from the way in which the Companies and their employees act. All the declarations contained in it are treated by us with the utmost seriousness and we are committed to ensuring that the way we act is fully consistent with what our Code of Ethical Conduct provides for.

This Code of Ethical Conduct is addressed to all employees of Baltic Operator, GSG Tower Sp. z o.o. and Stocznia Gdańsk S.A., regardless of their position, length of service, form of the employment agreement, full time equivalent and the scope of assigned responsibility

The provisions of the Code are also addressed to our customers, business partners, shareholders/partners and other stakeholders acting in the companies' environment.

This Code is based on the following principles that define our ethics:

Integrity

We tell the truth. If we happen to make an error, we do not try to conceal it. We act in such a way that all our workmates know that we will do what we have undertaken to do. Whether it is during the preparation of a financial report, or while responding to auditors' enquiries, in conversations with customers or in our dealings with suppliers and other interested parties, we always tell the truth. We refrain from any conduct that is ethically questionable.

Respectfulness

We treat each other with dignity. We act safely, caring for the environment and respecting our workmates, suppliers, customers and the communities in which we work.

Equity

We can buy and sell owing to our achievements, without resorting to unethical conduct. We understand that everything that is related to running business activities and that concerns our company may only be used in its best interests. We avoid conflicts of interest. We always support the company's legal interests on every occasion.

Responsibility

We uphold the unquestionable reputation enjoyed by Baltic Operator, GSG Towers and Stocznia Gdańsk as regards ethics and integrity. We act responsibly and reasonably, and do our best to maintain and improve reputation of the company. We are not waiting for others to tell us what we should do. We follow the Standards of Ethical Business Conduct and understand how the law affects our business activities.

§2

Ethics in relations with customers and suppliers

PUTTING ETHICS INTO PRACTICE IN RELATIONS WITH CUSTOMERS AND SHAREHOLDERS
MEANSTHAT...

- We treat our suppliers and business partners fairly and honestly;
- We only accept such commitments and make such promises that we can keep - and we keep them;
- When providing services to our customers worldwide, we comply with appropriate legal and ethical requirements;
- We make products that meet our quality standards and speak up if we detect actual or potential problems regarding product quality or safety,
- We communicate openly and honestly.

IN ACCORDANCE WITH OUR SALES AND MARKETING PRINCIPLES , WE:

- Compete for a place on the market only through our products and services, which we promote in a reliable and fair manner, making only comparisons of our products and services that are accurate and supported by facts;
- Do not make false or misleading statements or insinuations about our competitors, their products or services;
- Provide our suppliers and other business partners with only honest and truthful information, and never make false statements in order to gain an advantage over our competitors;
- Apply legal and ethical methods to obtain data on our competition;
- Never offer to our customers or employees benefits, rewards or valuable incentives, that would violate the law, our policies or our customers policies.

We are fully aware of the importance that we must attach to continuous adhering to the highest standards of products and services provided to our customers. For this to be possible, our relations with suppliers and other business partners must be based on honesty, transparency, professionalism and mutual respect. We believe that cooperation based exactly on these principles will enable all the entities creating the value chain to develop in a sustainable way, ensuring at the same time that the expectations of customers of all our products are met.

COOPERATION WITH BUSINESS PARTNERS, INCLUDING SUPPLIERS, IS BASED ON THE FOLLOWING PRINCIPLES:

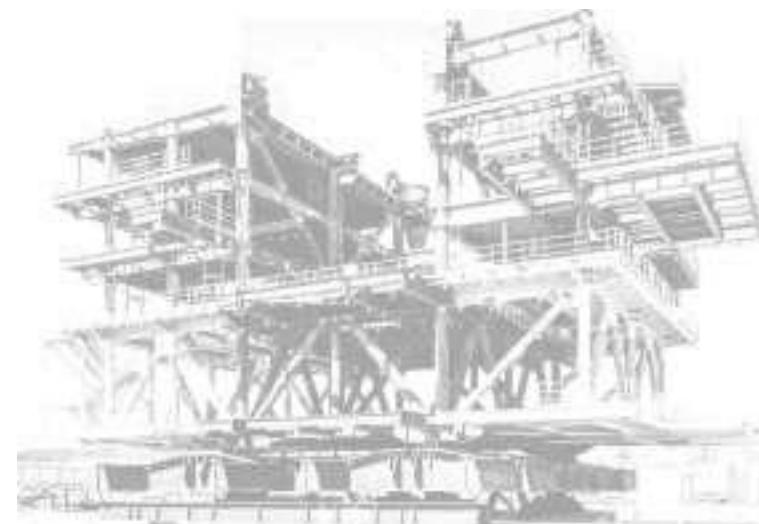
- In selecting the entity with which we wish to cooperate, we comply with the applicable laws, internal regulations, and we also take into account the need to meet our customers' expectations;
- The suppliers who want to establish cooperation are provided with reliable information;

-
- We do not work with partners of questionable reputation, who violate legal regulations, do not respect labour rights or do not care about the environment;
 - We take the utmost care to ensure protection of the information provided to us by our suppliers and other business partners;
 - We take our declarations seriously. We comply with the obligations assumed, and meet them in a timely manner and in accordance with the agreed commercial terms and conditions;
 - We expect a similar attitude from our business partners.

IN ACCORDANCE WITH OUR PRODUCT QUALITY PRINCIPLES:

- Employees carefully use and adhere to our quality management system and act honestly at every stage: from production to distribution;
- We ensure that all products meet the Company's standards and the customer's requirements as agreed upon;
- We comply with all product specifications;

-
- We follow the manufacturing process and quality control procedures;
 - We comply with all applicable laws, regulations and industry standards regarding product specifications and manufacturing process;
 - We comply with all rules and procedures regarding product storage, handling and transport;
 - We use monitoring systems to ensure compliance of products and processes;
 - Employees are obliged to report any and all concerns or suggestions about standards or procedures.



§3

Conflicts of interest

The interests and activities outside the work should never interfere with the employee's ability to make the right decisions on behalf of the employer. Actual or apparent conflicts with the interests of the Companies should be avoided. A conflict of interest occurs when personal, financial or family interests or relationships interfere or seem to interfere with the employee's ability to be objective and act in the interests of the Companies.

IN ACCORDANCE WITH OUR PRINCIPLES REGARDING THE CONFLICTS OF INTEREST:

- Employees are obliged to make all business decisions objectively, and not with their own, friends' or family's benefits in mind;
- Employees should withdraw from making the decision to employ or supervise their family members or friends;
- Employees should not make any personal transactions with customers or suppliers on other terms than those publicly available or known to the Company's employees;

-
- Employees are responsible for their own financial interests in companies of customers, competitors or suppliers and should not have a significant financial interest in them;
 - Employees should not lend or contract any personal loan or credit to our customers, competitors or suppliers or to any director, manager or employee of a customer, competitor or supplier;
 - Employees should not offer or accept valuable benefits in exchange for a favourable business decision;
 - Employees are obliged to disclose actual or potential conflicts of interest to their superior;
 - Employees are obliged to report immediately to the Company's Management Board the fact that they or members of their immediate family hold shares or stocks in entities cooperating with the Companies or entities competing with Baltic Operator, GSG Towers or Stocznia Gdańsk.

§4

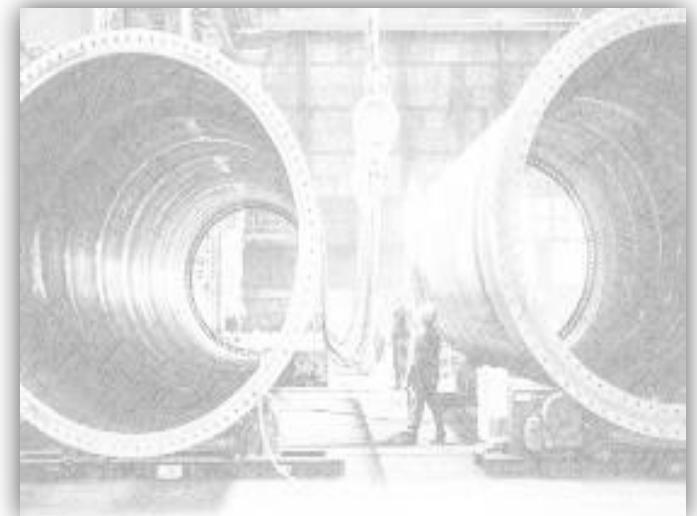
Health and safety at work

The health and safety of employees is our priority. We constantly strive to improve the health protection for all people employed in our organisation. We educate our employees through training courses. We share the best practices and monitor the safety at work. We want each of us to be a role model for others in terms of safe conduct, and every observed behaviour being an example of ignoring the OHS principles be immediately responded to.

TAKING CARE OF HEALTH AND SAFETY AT WORK, WE HAVE THE FOLLOWING PRINCIPLES IN MIND:

- We strictly adhere to all established OHS standards and principles;
- Compliance with OHS principles is a special area of interest for the Management Boards of the Companies;

-
- In the situations posing a risk to health or safety, we follow the adopted instructions;
 - We take part in training courses and other forms of sharing the OHS knowledge;
 - We take care of the safety of third parties being present at the site of the premises occupied by Baltic Operator, GSG Towers Sp. z o.o. and Stocznia Gdańsk S.A.,
 - We report all observed cases that may pose a risk to health and safety at work;
 - Superiors are role models for their subordinates how to comply with OHS principles;
 - Superiors never require the subordinate employees to perform tasks in a way that could endanger their life or health;
 - Timely production can never be an excuse for violating OHS principles;
 - Every OHS Inspector has the right and obligation to suspend tasks when they are performed in violation of OHS principles.



§5

Ethical approach to the environment

Our duty is to take care of the natural environment. This is our commitment to shareholders, employees, local communities and future generations. With this in mind, we strive to sustainably develop our organisation, assuming full respect for the environment.

.

As an entity for which the natural environment is an important value, we are guided by the following principles in our operations:

- We comply with all regulations, rules and company's standards relating to environmental protection and safety;
- We prioritise environmental and safety protection when planning our business activities;
- We ensure that our sellers, suppliers and contractors always conduct their business in a safe and responsible manner, helping them to achieve this goal through education and training courses;

-
- We protect the environment through pollution prevention, waste management, recycling and energy saving;
 - Our employees are looking for ways to reduce resource consumption and waste volume in the company, for example by recycling such materials as scrap metal, office paper, aluminium cans, flux, wooden pallets and plastic bottles.



§6

Values and ethical principles of conduct of the employees

Values and ethical principles of conduct of the employees of Baltic Operator, GSG Towers and Stocznia Gdańsk points to desirable and undesirable employees' attitudes and conduct. These values and ethical principles of conduct apply to all employees, regardless of their position and type of work they perform, as well as their form of employment.

6.1 INTERNAL RELATIONS

We act ethically in our mutual relations and in contacts with the outside world, and all our employees are committed to adhering to the following principles of ethical conduct:

- We keep the promises we make;
- We are honest. What we say is in line with how we act;
- We treat all with full respect for their dignity;
- We use the property and information made available to us only as we were authorised to;
- We fight against theft, fraud and unfair acts

6.2 WORKING ATMOSPHERE

We spend many hours at work every day. We all want a good atmosphere here. We put emphasis on working together, mutual trust and respect. We want the working atmosphere to serve the creative and effective functioning of our entire organisation. Being aware of the importance of positive working atmosphere, we are guided by the following principles:

- We base internal relations on mutual respect and high personal culture;
- We prevent behaviours leading to conflicts that undermine the working atmosphere;
- We do not engage in conduct that is a symptom of discrimination on the grounds of race, ethnic origin, religion, sexual orientation, age or gender. We fight against and do not engage in any form of harassment and mobbing;

-
- We do not use our position for the purpose of or in a manner violating the personal interests of other employees;
 - We do not disseminate untrue information about other employees or the Employer;
 - We report all signs of discrimination to our superiors.

6.3 EQUAL OPPORTUNITIES FOR EMPLOYMENT, PROMOTION AND VOCATIONAL TRAINING

One of the key ways to ensure the achievement of our organisation's business goals is to ensure equal opportunities for all within the recruitment processes, while assessing work performance, determining professional development paths, making decisions on promotion or changing the level of remuneration of employees. Our intention is to apply transparent criteria in relations with employees, based on their experience, work performance, potential or values, they adhere to at work.

In Baltic Operator, GSG Towers and Stocznia Gdańsk we comply with the following principles:

- Persons employed and applying for employment are assessed fairly, taking into account only the merit criteria;
- In a transparent and understandable way, we inform about the scope of duties and expectations related to individual positions;
- All employees are given the opportunities for development and vocational training;
- Decisions concerning the promotion of employees are reliably justified and taken with particular care;
- We treat each other with respect, regardless of position, seniority or experience.

6.4 REMUNERATION AND HOURLY WORK

We fully comply with the applicable regulations regarding remuneration and hourly work, including overtime and maximum hours worked, and any exceptions to these rules are applied in good faith. To help us comply with the said regulations, the employees whose duty is to monitor the hours worked are requested to document them precisely. Superiors or managers are required to ensure that working time records accurately reflect the number of hours worked and to know all payroll and hourly work regulations that may affect our business activity.

6.5 VIOLENCE AT WORK

Our Company provides a safe workplace for all employees.

➤Treating our workmates with professionalism, respect and dignity means that we do not tolerate or commit violence at work.

6.6 CORRUPTION AND BRIBERY

We attract customers solely through the advantages and honesty of our products, services and employees. Corruption slows down the development of markets built on trust, threatens the Company's reputation and is harmful to the communities in which the Company operates.

It is forbidden to offer or provide valuable benefits that may influence or seem to influence another person's decisions or actions.

In addition, it is needed to avoid creating the appearance of misconduct, regardless of local practices or practices of other companies.

We understand and accept that in business practices, especially during holiday periods, there is a custom of giving gifts. However, they cannot be of a significant value which could be perceived as a form of bribe. We therefore apply the following principles in this regard:

- We do not accept or give gifts worth more than PLN 200 per one business partner over a period of 12 months;
- We promptly report to the Management Board any attempt to give a bribe, regardless of its form, or any corrupt proposal.

6.7 HARASSMENT AND OTHER UNDESIRABLE CONDUCT

Harassment is undesirable conduct that creates an intimidating, harmful or hostile working environment or unreasonably interferes with work. Harassment can take many forms, such as physical activities, oral and written comments, films or photographs. Undesirable sexual propositions, request for sexual favours or other physical or oral sexual acts are sexual harassment.

We approach to all employees and candidates according to their individual qualifications, abilities, experience and other employment standards. We do not tolerate discrimination and harassment anywhere. We prohibit discrimination and harassment at the Company's site, as well as outside working hours or while performing professional duties outside the Company, for example during business trips or events organised by the Company.

Business decisions are made solely on the basis of merit criteria, not based on race, religion, colour, nationality, national origin, genetic data, gender, gender identity, age, sexual orientation, disability, veteran / military status or any other illegal grounds. We do not tolerate unlawful discrimination, sexual harassment or other forms of unlawful abuse, whether committed by the Management Board, other workmates, or others with whom our workmates interact on professional basis.

6.8 PLACE OF WORK FREE OF DRUGS AND ALCOHOL

We value the health and safety of our employees. Working under the influence of drugs or alcohol threatens the health, safety and well-being of employees. When employees come to work under the influence of narcotic substances, they expose themselves and their environment to danger and impair their ability to work safely and effectively.

IN ACCORDANCE WITH OUR DRUG AND ALCOHOL POLICY:

- Employees must not be under the influence of, consume, possess or distribute drugs, illicit substances or alcohol at the Company's site or while acting in its name;
- Employees may take legally prescribed medicines only if they do not affect their ability to work or pose a direct threat them or others at work;
- We keep our place of work free of alcohol and drugs. The only exception to this rule is alcohol consumption during business events or meetings. In such cases, the employees may only consume moderate amounts of alcohol and are obliged to remain professional;
- Employees are obliged to notify their supervisors or managers,
- if they have reason to believe that narcotic drugs, illegal substances or alcohol are being consumed at the Company's site or when acting in its name;
- Any and all cases of non-compliance with the above rules are strictly punished regardless of the position held by the employees and their previous commitment to the Company

§7

Finał provisions

7.1 KNOWLEDGE OF THE PROVISIONS OF THE CODE

We have drawn up the Code bearing in mind that all employees, as well as external entities wishing to learn about the rules of conduct we adopted. This Code is applicable in Baltic Operator, GSG Towers and Stocznia Gdańsk and will be transferred to all employees. It is the responsibility of each employee to read the Code and comply with its principles.

We present our Code to our regular business partners and commit them to working together in a manner consistent with the principles described herein.

Establishing the Code gives rise to a number of obligations for employees of our organisation:

- Acting in a manner consistent with the Code provisions;
- Consulting the superior about concerns regarding the Code requirements;
- Reporting violations of the Code to the superior;

-
- We all are obliged to influence positively, through our attitudes and actions, the ethical culture of our organisation. When we see a need to stipulate certain issues in the Code or to take actions aimed at strengthening the organisational culture of the companies, we should discuss this with our superiors.

Our executives and managers have a particular responsibility. They are to serve as role models for all employees of the organisation.

With this in mind, the Code imposes obligations on them to:

- Promote the provisions of the Code;
- Lead by example in terms of appropriate behaviour and conduct;
- Inform the subordinates and new employees about the established rules of conduct;
- Initiate measures to prevent violations of the Code.

Any and all violations of this Code of Ethics should be promptly reported:

- to immediate superiors, or
- to email address: etyka@gdanskshipyard.pl, or
- by calling directly a Member of the Management Board, or
- in person to a Member of the Management Board.

Discouraging other employees from reporting violations of the Code of Ethics or getting the help they need is strictly prohibited and may result in severe disciplinary action.

OUR CONTRIBUTION TO SOCIAL AND ENVIRONMENTAL DEVELOPMENT

We want to have a positive and active influence on the development of the community in which we operate and on our environment. We do this by:

- Taking care of the natural environment;
- Creating jobs;
- Working with local vocational schools and universities in organising vocational training programmes;
- Participating in Forum Okrętowe and initiatives organised by Forum Okrętowe;
- Creating consortia allowing to use local know-how and production potential in order to develop local industry and strengthen the competitive advantage of local companies;
- Caring for the memory of those who fought against communism, including the employees of Stocznia Gdańsk;
- Participating in the Council of the European Solidarity Centre Foundation;
- Supporting blood donation;
- Encouraging our employees to participate in volunteering initiatives as well as in social and humanitarian initiatives.

Moreover, as an entity of the Polish and European renewable energy market, we are fulfilling our social responsibility through the following:

- Taking part in creation and development of the renewable energy market in Poland;
- Participating in the Polish Wind Energy Association (PWEA) and the Polish Offshore Wind Energy Society (PTMEW) as well as in the initiatives organised by the said organisations;
- Creating and participating in the projects of "polonisation" of the supply chain on the Polish offshore wind energy market;
- Promoting in Poland the idea of building onshore and offshore wind farms as an environmental and cost-effective energy source.

