

ETHICS CODE OF THE CORPORATE LAWYERS ASSOCIATION

I Ethics Code Validity

1. Ethics Code of the Corporate Lawyer Association (further on: «Ethics Code») shall be valid for each and every corporate lawyer, a member of the Corporate Lawyer Association that is registered in the Association Register at the Central Government Office under the number xx. The Association deals professionally with legal affairs of consulting, professional support regarding contracting procedures as well as conduct of proceedings, legal and technical (nomotechnical) processing of general and other legal acts, representation and other professional tasks within companies and incorporations, in the economic branch of the society at general and xxxxxx

II Basic principles

2. Performing his/her professional duties each and every corporate lawyer shall provide for conditions for application of law using his/her knowledge, competence and ability. During his/her work the corporate lawyer applies those practical solutions, to the largest extent possible, that enable the highest degree of compliance of the company or incorporation he/she works for with the law as well as those practical solutions that enable the implementation and application of this Ethics Code and the Corporate Governance Code to business operations.

3. Basing his/her professional working on the generally accepted moral principles of a democratic society each and every corporate lawyer maintains his/her professional independency, ensures the application of the rule of law and the conformity with the constitution with the help of his/her legal knowledge, expresses and develops expert knowledge and skills and acts within his/her society as a creator and a promoter.

4. Acting as a professional each and every corporate lawyer assumes the principle that every employee has moral values coming from the basic principles of humanism, egalitarianism, integrity, impartiality, scrupulousness, lawfulness, and prohibition to harm a human being.

III Professional behaviour at work

5. The basic duty of each and every corporate lawyer is implementation of his/her legal knowledge to realisation and protection of rights and legal benefits in the company or incorporation. Performing his/her tasks and duties the corporate lawyer shall act consciously, honourably, and thoroughly. He/she shall explain his/her oral and written presentations consciously and base them on the facts and on the law. His/her presentations shall be concise, persuasive and comprehensible. Performing his/her tasks and duties and the corporate lawyer shall take care of educational aspects of his/her routines. Each and every corporate lawyer shall take care that the factual and legal evaluations are not misinterpreted.

6. Performing his/her tasks and duties each and every corporate lawyer shall act in such a way to represent and to protect the interests of the company or incorporation he/she is working for taking into consideration to avoid any misusing of the law.

Performing the above described tasks and duties the corporate lawyer shall take care to ensure public reputation of the company or incorporation not only in respect of other parties but also in respect of government and judiciary bodies and authorities.

7. Every and each corporate lawyer shall inform the competent persons he/she provides for a legal support on all legal consequences of certain acts and procedures, but he/she shall not give any forecasts regarding proceedings whose outcome depends on behaviour of individual participants that are not possible to determine in advance.

8. In any dubious occasion, the corporate lawyer shall try to prevent any disputes, misunderstandings and conflicts. With his/her behaviour the corporate lawyer shall not aggravate conditions of individual participants in legal affairs and relationships, he/she shall try to decrease contrasts and contradictions between the rivals and he/she shall try to achieve conciliation between them as well as to decrease harmful consequences of the dispute for all the participants.

9. Each and every corporate lawyer shall interpret legal principles in accordance with his/her profession, and in an honest and conscious manner taking into consideration the social intention of these principles or if he/she interprets a general act or a contract taking consideration of the common intention of the contractors or participants.

10. When the corporate lawyer expresses a legal opinion or an interpretation, he/she shall act in accordance with his/her profession and the established facts. Expressing legal and professional opinions he/she shall estimate individual facts and evidences having a legal significance discarding every subjective evaluation.

11. Each and every corporate lawyer shall give legal assistance within the frames of his/her own professional competence. In case of inadequate experience within an individual legal area, the corporate lawyer shall organize additional and adequate professional legal redress. Each and every corporate lawyer shall do his/her best to prevent any harm for the company or incorporation due to any wrong or professionally insufficient legal aid or redress.

12. Each and every corporate lawyer shall warn of any requirements for legal assistance in case of any wanton requirements or in case the reputation of or familiarity with the corporate lawyer is tried to be used for achievement of certain benefits.

13. In any dispute arising from the relationships between the company or incorporation he/she represents within the frames of his/her professional tasks and duties and any of the employees employed by that company or incorporation, the corporate lawyer shall endeavour to resolve all disputable questions through reconciliation, mediation or in any other amicable way. In case of a legal suite, the corporate lawyer, in the function of an attorney or a representative of the company or incorporation, shall not misuse any statements of the employees declared in previous proceedings and with harmful effects for them, if it is obvious that they should have not declared such statements if they had known that the proceedings were going to be brought to court.

14. Representing the company or incorporation and in the procedures when the corporate lawyer defends the company or incorporation, he/she shall apply all possible and permissible legal means consciously and in accordance with the professional rules. In doing so he/she shall not subordinate his/her own personal and professional integrity, independence and impartiality. The corporate lawyer shall treat the opposed parties, that is participants in a dispute and their attorneys or/and representatives with dignity, in a correct and civilized manner and impartially.

15. Performing his/her tasks and duties, the corporate lawyer shall keep all the facts he/she has found out during his/her work and bound to his/her work of rendering legal assistance in the company or incorporation as a professional secret.

In order to keep a professional secret, the corporate lawyer shall have right to refuse to testify, that is refuse to submit data bound to the professional secret in legal suits.

16. Each and every corporate lawyer shall be relieved from the duty to keep a professional secret only if in writing and in case that the revealing of the professional secret is in the best interest of the company or incorporation.

17. In case the corporate lawyer reveals a professional secret without the written permission from the above Item, he/she shall be subject to the disciplinary liability of the Association.

18. Performing his/her tasks and duties when in direct contact with other corporate layers and colleagues barristers and solicitors, judges, state attorneys the corporate lawyer shall not reveal his/her personal feelings or, in the first line, lack on inclination towards an individual. He/she shall reserve comments and restrain from evaluations, moralizing, insulting, frightening and forecasting the results of the dispute to influence procedures of the other party.

19. Performing his/her tasks and duties each and every corporate lawyer shall not research personal problems of the human innermost feelings if not necessary. During legal and other proceedings he/she shall respect the discrete and the innermost feelings of other human beings and take care not to overstep the limits of the morally permissible behaviour.

20. Rendering legal assistance the corporate lawyer shall not perform any legal experiments if not necessary.

21. Each and every corporate lawyer shall pay an utmost attention to the legal and technical (nomotecnical) processing of general and other legal acts respecting systematically and persistently expert nomotecnical principles and rationality. He/she shall make efforts to be original during seeking for legal solutions, taking into consideration real needs and capacities of the parties among which legal norm governs relationships. He/she shall not incorporate statutory, legal, technical and other norms and standards without the significance of a legal rule into the general company or incorporation by-laws.

22. Each and every corporate lawyer shall resist decisively all attempts of incorporation of those rules into the general company or incorporation by-laws that partially protect exclusively interests of individual groups or individuals or those that cause unjust solutions, unequal of discrediting treatment or that jeopardise wider social interest in economy in general.

23. Within the frames of relationships with their colleagues, the corporate lawyer shall keep those relationships on the principle of mutual respect and consciousness of the need of common and disciplined participation during performance of their professional tasks and duties. The corporate lawyer shall cherish mutual cooperation and professional solidarity, restraining from the situations in which those acts would have a negative influence to the conscientiousness, independence and impartiality in the representation and the protection of the interests of the company or incorporation he/she represents or renders legal assistance. The corporate lawyer neither shall underestimate nor ironize the procedures of other colleagues. He /she shall take care on the interest of achievement of right of other colleague lawyers with the aim to respect each other and to act in accordance with the principle of this Ethics Code.

24. Performing his/her tasks and duties each and every corporate lawyer shall endeavour to win reputation with the value of his/her work without taking advantage of other person's mistakes.

25. Senior lawyers shall endeavour to be an example for young lawyers trying to help them in further professional education and personal building of an exemplary lawyer.

26. Younger lawyers shall respect legal knowledge, reputation and the professional experience of senior colleagues.

27. In disputable cases when there is a discrepancy in interpretation, each and every corporate lawyer shall discuss other colleagues' attitude and opinions with close reasoning, respecting the principle that every person has right to different approach and opinion.

28. During his/her complete professional acting the corporate lawyer shall protect the reputation of judges, courts, government, state, administrative and other bodies and authorities.

29. Rendering legal assistance within the frames of his/her professional obligations, the corporate lawyer shall not receive any special remuneration with the exception of his/her wage or salary. Outside the frames of its professional obligations, he/she shall render legal assistance to anyone if it does not contradict the valid legal regulation on rendering of legal assistance.

30. Each and every corporate lawyer shall be always ready to assume responsibility for professional and correct legal opinion or interpretation, but he/she shall not assume responsibility for the best solution from the economic point of view if he/she is not obliged to find it within his/her professional obligations.

IV Respect for constitutionality and the rule of law

31. Performing his/her tasks and duties as well as in his/her personal life each and every corporate lawyer shall respect constitutionality and the rule of law attributing to the achievement of the existing social order and protecting the legal system in its integrity, including the protection of relationships governed by individual legal acts. In doing so the corporate lawyer shall take care of the complete and the consistent realisation and respect of the Constitution, laws and other rules and regulations and especially of the general by-laws in his/her direct working environment. He/she shall resist decisively to any arbitrariness in application of laws and endeavour persistently in a consistent application of normative acts. He/she shall warn on violation of legal norms he/she has found out performing his/her tasks and duties, and he/she shall especially oppose violations of the rules caused by usage of economic and other privileges.

32. Each and every corporate lawyer shall take care of execution and enforcement of legally valid judgements and administrative and other resolutions.

33. If he/she estimates that an individual legal norm is not appropriate in an occasion, or that it effects negatively or is not in accordance with the basic principles of a democratic society, the corporate lawyer shall do his/her best to change it.

34. Each and every corporate lawyer shall warn all the authorized and competent bodies, especially authorities and bodies of the management of the company or incorporation to the liability of consistent respect of the Constitution, legal and general acts and other legal rules and regulations. In doing so he/she shall oppose any misusing of the law.

36. Performing his/her tasks and duties each and every corporate lawyer shall support courts, state attorneys and other bodies, authorities and organisations to perform their tasks and duties in order to achieve protection of legality and constitutionality and especially with its activities and procedures.

37. Each and every corporate lawyer shall compete decisively against any influencing of decision reaching procedures of judicial bodies and authorities that would infringe their independency and the constitutional principle that all courts make decisions and state judgements exclusively on the basis of the constitution, laws and general acts.

38. Each and every corporate lawyer shall advocate for prevention of using and misusing of all kinds of informal decision making procedures within the company and/or incorporation and of using of political influences on decision making procedures.

39. Each and every corporate lawyer shall especially advocate for realisation of rights of employees as well as that their obligations and responsibilities are fulfilled. The corporate lawyer shall do his/her best to influence the company or incorporation in such a way that all moral values are recognised and realised.

V To act fairly and impartially

40. Complete professional acting of the corporate lawyer shall be impregnated with realisation of the principles of impartiality and just that have its base in respecting and development of human personality and rapprochement of human beings, creation of

rich civilisation and culture, humanisation of human being relationship, respecting of freedom and privacy of each individual, social and legal entities and preventing of all kinds of misusing.

41. In order to achieve the principles of fairness and impartiality in performance of his/her tasks and duties, the corporate lawyer shall act sincerely, with an open mind and reliably, he/she will be ready to fulfil accepted obligations in full, in a professional and exact manner. He/she will respect all that he/she is expected to respect under given circumstances on the basis of basic legal and generally moral rules and principles. Performing his/her tasks and duties, the corporate lawyer shall respect human dignity, truthfulness, consciousness, honesty and integrity. He/she will respect social and political equality of all the people and express generosity in his/her behaviour.

42. With his/her feeling and sense for justice and applying the law the corporate lawyer will try to harmonise his/her expressed behaviours with inner opinion and the belief that the law is based on the justice and that he/she should in no case be in conflict with the basic moral principles.

VI Protect his/her professional independence

43. Performing his/her tasks and duties each and every corporate lawyer shall protect consistently his/her independency and he/she shall never tolerate any interferences with his/her job that might jeopardise independency of his/her professional behaviour and protection of interests of the persons he/she represents. The corporate lawyer shall preserve independency and integrity unconditionally and protect it against any influence when giving professional opinions, interpretations and when conducting proceedings in accordance with the law.

44. The corporate lawyer shall keep and protect his/her independency and integrity even when his/her superiors ask him/her to act unprofessionally or unconsciously or unfairly and unjustly and contrary to the constitution, laws and general acts. The corporate lawyer shall inform the authorised bodies thereof.

45. Taking the principle of justice as the basis of his/her acting, the corporate lawyer shall use legal norms and standards in accordance with his/her professional knowledge and his/her personal beliefs as well as in the spirit of the principles of democracy, being conscious that each legal norm and standard comprises also a social content.

VII Improve his/her professional knowledge and education

46. Fully aware that no education is finite the corporate lawyer shall take care on his/her permanent professional education, development and improvement and obtain new information and experience within existing possibilities.

47. Within frames of possible, the corporate lawyer shall take care to be informed about the new professional literature and to participate in professional symposiums, workshops and conferences as well as other forms of development and improvement of professional knowledge and skills.

48. Performing his/her tasks and duties each and every corporate lawyer shall try to be creative, original and active and to act deliberately.

VIII Participate actively in the society

49. Performing his/her tasks and duties each and every corporate lawyer shall contribute actively to the development and improvement of a high quality management in the company or incorporation as well as in the society as a whole. Doing that the corporate lawyer shall pay a special attention to the protection of the property and the interests of the company or incorporation.

IX Take care of a correct language and style whether written or oral

50. In everyday relationships each and every corporate lawyer shall endeavour to realize the principle of solidarity and help those being in trouble.

51. Performing his/her tasks and duties each and every corporate lawyer shall cherish a smooth and reach written and oral style. The corporate lawyer shall try to influence other participants of legal relationships to use understandable, clear and correct style. He/she will pay a special attention to choice of words in nomotechnical processing of general and other legal acts. Performing his/her duties the corporate lawyer shall make possible for every participant in legal relationships to realize their right to use their own mother tongue in accordance with the constitution and the law.

X Final provisions

52. This Ethics Code of the Corporate Lawyers Association shall come into force at the moment of its adoption by the Presidency of the Association.