

Code of Ethics of Luka Koper, d.d. and the Luka Koper Group

At its session of 13 November 2024, the Management Board of Luka Koper, d.d. adopted on behalf of the company Luka Koper, d.d. as the sole stakeholder and the assembly of

- **LUKA KOPER INPO, d.o.o.**
- **ADRIA TERMINALI, d.o.o.**
- **LOGIS NOVA, d.o.o.**

the following

CODE OF ETHICS OF LUKA KOPER, D.D. AND THE LUKA KOPER GROUP

1. OBJECTIVE

1.1. The Code of Ethics of Luka Koper, d.d. and the Luka Koper Group (hereinafter Code) defines the basic principles of acceptable conduct and behaviour of the employees of Luka Koper, d.d. and the Luka Koper Group (hereinafter Company and/or the Group).

1.2. Compliance with the provisions of this Code enhances the reputation of the Company and the Group and its employees. The Company and the Group shall take care to strengthen integrity, accountability and compliance, and to prevent corruption risks and illegal or unethical conduct.

1.3. The Company and the Group strive to pursue a long-term and successful business based on the highest ethical standards and a socially responsible and sustainable way of doing business that is inclusive of the wider community and the environment.

1.4. The Company and the Group have zero tolerance with regard to unethical, illegal and corrupt practices. Our business is based on transparency, legality, honesty and personal integrity of employees.

1.5. The Code of the Company and the Group shall be observed by all employees of the Group, employees seconded by their employer to provide work ("agency workers"), external consultants and business partners, and other stakeholders who are obliged to act and conduct their business in accordance with ethical standards in the performance of their activities. The Code serves as a guide for expected or required conduct in work and business. In terms of gravity, a breach of the provisions of the Code of Ethics shall constitute a breach of an employment or business relationship.

1.6. The Code of Ethics is complemented by the Luka Koper Group's Anty-Corruption Policy, Code of Ethics for Suppliers and the reference recommendations on ethical conduct.

2. CORE VALUES

2.1. Integrity and legality

Company and Group employees, agency workers and other stakeholders perform their work in a fair, lawful, politically neutral, professional and accountable manner, in line with the rules of the profession, in a proactive and timely manner.

2.2. Creating value for customers

We focus on our customers by adapting to their needs and creating added value.

2.3. Trust, respect and cooperation, appreciation for each other

We act in a way that inspires trust, respect and cooperation. We work together as one team; we learn and support each other while solving problems on our way to a goal. With our professional attitude, we contribute to good relations between colleagues, promoting respect for individuals and agreements. We strive to achieve our goals through open, polite and honest communication. We do not wait passively for instructions from our superiors but take the initiative to propose measures for improvement within the framework of our powers.

2.4. Loyalty to the Company and the Luka Koper Group

In our work, we show loyalty and act for the benefit of the Company and the Group. We strive to establish good relations with our owners, the local community and other relevant stakeholders. The results of our work shall be professionally sound and economically efficient.

2.5. Accepting responsibility

We are accountable for our actions and results, and we meet our commitments to our stakeholders with integrity. We present the Company and the Group to the public in a positive spirit and avoid unconstructive criticism. In line with this, the Company and the Group encourage initiative, creativity, risk-preparedness and a change-creating attitude as well as setting, achieving and exceeding ambitious goals.

2.6. Leadership integrity and management by example

Management, executives, senior managers and consultants set an example for business and work processes in the way they work, lead and act. They establish the meaning of management and ethical behaviour through their own example, following the principle of management by example, recognising that the expectations they have of their colleagues and other stakeholders shall be first and foremost met by themselves. Leadership is exercised by qualified personnel, an "open door policy", availability and good interpersonal relations.

2.7. Independence, objectivity and impartiality

We are independent in our work. In the performance of our tasks, we are not influenced by external interest groups or individuals. We shall not act for reasons of self-interest or under pressure from interest groups or individuals other than to act in the best interests of the Company and the Luka Koper Group.

2.8. Striving for change and continuous improvement

We learn, improve and prepare for change, with flexibility being our competitive advantage. We strive every day to improve our services, our company, our community and ourselves.

We accept different opinions and listen to the legitimate interests of other stakeholders, which we evaluate objectively and impartially.

We do not take advantage of our position and avoid situations that could compromise our independence, objectivity or impartiality or negatively affect our personal or collective reputation.

2.9. Acting in a sustainable manner

We take bold action on climate change.

3. BASIC PRINCIPLES

3.1. Corporate governance

The Company and the Group follow the established corporate governance standards which apply to state-invested companies and have a transparent corporate governance system in place aimed at improving the long-term business performance of the Company and the Group. They exemplify the diligence and responsibility required of a holder of public authority. In their operations, the Company and the Group comply with good business and good corporate practices.

3.2. Acting with due care, responsibility and economic efficiency

In carrying out our duties, we act with due care, professional diligence and in the best interests of the Company and the Group. We strive to continuously improve the performance of the Company as a whole towards greater efficiency, effectiveness, competitiveness, quality, excellence and sustainable operations.

We manage our assets economically efficiently, in accordance with the rules of the profession and in a manner that does not depreciate their value. We pursue development objectives which are reflected in a responsible approach towards the maintenance and development of all our equipment and port infrastructure, and we provide for the smooth operation and development of our activities. Each employee is responsible for the prudent use and care of the assets entrusted to him/her.

3.3. Clarity and transparency

We comply with established internal rules and procedures in our operations and decision-making. Transparency is ensured by traceability of decisions taken and by recording any attempts to influence our decisions in an unauthorised way. We keep the public and other stakeholders informed of significant developments in our business.

3.4. Confidentiality and protection of business information

Confidential business information, trade secrets, personal data, intellectual property or other sensitive information (such as commercial-, financial-, investment-, legal-, human resources-, security matters, etc.) shall be handled with due care, in compliance with the applicable law, the Company's by-laws and with the expected duty of confidentiality. Employees shall not disclose or pass on such information or data to unauthorised persons who do not need such information in order to carry out their work. Employees shall not misuse data and information for possible personal gain.

3.5. Avoiding conflicts of interest

Employees shall avoid situations that could present or give the impression of presenting a conflict of interest or that could affect the impartial or objective performance of their duties or the interests of the Company and the Group. Employees are required to take all precautions to identify, appropriately disclose and manage conflicts of interest. They shall not use their employment, position or information obtained in the course of our work to pursue an improper private interest for themselves or others.

Where, in the course of their work, employees become aware of circumstances which may give rise to a conflict of interest or the appearance of a conflict of interest, they shall immediately disclose such circumstances to their superiors or to the Corporate Integrity and Compliance Officer. In accordance with the internal rules, they shall exclude themselves from further work and shall request that a decision on exclusion or any other necessary action be taken by their immediate superiors.

Employees are obliged to inform the Company of all their business activities or the activities of persons related to them if these activities could constitute or give the impression of constituting a conflict of interest between them and the Company or the Group.

The identification, disclosure and management of conflicts of interest shall be further regulated by the Conflicts of Interest Management Policy.

3.6. Zero tolerance of corrupt practices

The Company and the Group are aware of the risks of corruption and have a culture of zero tolerance towards corruption. In the event of any perception of proposal or solicitation of value or benefit, directly or indirectly, from anyone, employees shall respond by immediately notifying their immediate superior or the Corporate Integrity and Compliance Officer. In their actions, employees shall refuse any promise or offer of benefits that is contrary to applicable law, internal rules and general ethical principles. To ensure integrity, the employees shall follow the Anti-Corruption Policy and the Rules of Procedure Regulating Anti-Corruption Management System.

3.7 Prevention of money laundering

The Company and the Group are aware of the risks related to the possibility of money laundering. Therefore, they deal with business partners who are engaged in legitimate activities and strive to prevent the Company's financial transactions from being used for money laundering by third parties.

3.8. Information security governance

The Company and the Group are aware of information security risks. Each employee is committed to the responsible and careful handling of information and information systems to protect information from potential unauthorised access.

3.9. Limitation of related party transactions

When dealing with related parties, the employees shall follow the applicable legislation and comply with the restrictions and prohibitions in force in this area.

3.10. Restrictions on accepting and giving gifts

Employees shall not accept improper offers or gifts in connection with the performance of their duties or in relation to their position in the Company and the Group, except for protocol gifts and occasional gifts of small or insignificant value. Employees shall avoid situations in which the acceptance of a gift could be perceived as or give the appearance of influencing the employees' independence at work or their loyalty and performance for the benefit of the Company and the Group.

When accepting a protocol gift or an occasional gift of a small value, the employees shall comply with the internal rules and report it to the Corporate Integrity and Compliance Officer. Employees, without exception as to position, shall not, outside normal business practice, give gifts or other benefits to business partners with the intention of influencing their relationship with the Company.

3.11. Communication with the public and on social networks

The Company and the Group shall communicate with the public in accordance with their corporate policy. No Company member shall communicate on behalf of the Company and the Group unless authorised to do so. Only the Public Relations department is responsible for communicating with the public or making official representations, as authorised and directed by management.

When communicating on social networks, employees shall be aware that they are part of the Company and the Group, that their communication shapes the corporate public image and that they are co-responsible for the reputation of the Company and the Group. Therefore, communication shall be carried out carefully and in line with the Company's values and principles. Employees shall only comment on the Company and the Group in relation to what they are competent to do and they shall not communicate in an abusive or intolerant manner or express opinions on sensitive political, racial or religious issues.

3.12. Protection of personal data

The Company and the Group shall be aware of the risks related to the protection of personal data and shall only allow access to such data to employees who need such data in the course of their work and are authorised to do so. Employees who have access to personal data must protect its confidentiality and store and process it in accordance with applicable law and internal regulations.

3.13. Respect for human rights

Respect for human rights shall be a fundamental guiding principle of the Company and the Group, which have signed up to the National Action Plan for Respect for Human Rights. The Company and the Group shall respect the privacy of each individual at work and pay particular attention to the prevention of precarious work and ill-treatment in the workplace, by ensuring equal opportunities for women and men, the work and employment of disabled persons and occupational safety and health.

3.14. Work conditions

The Company and the Group shall provide employees with a safe and stimulating work environment while respecting the employees' rights and granting the requisite working areas

and other necessary facilities, machinery and information pertaining to working practices and regimes within the Company. The Company and the Group shall provide for the training and development of employee competences as well as personal and professional development, grant appropriate and regular remuneration of salaries, be conscious of the health and safety of employees and other participants in the port zone, and ensure the safety of people and property and the work processes carried out in the port zone.

3.15. Sustainable development and care for the environment and local communities

The Company and the Group shall operate in accordance with the principles of sustainable development, striving to meet the needs of today without compromising the ability of future generations to meet their own needs. We shall strive to strike the right balance between business performance, environmental protection and social responsibility. We shall also consider the environmental impact of our decisions, ensure the rational use of energy and resources, and support projects and activities that contribute to sustainable development and business.

We shall respect the environment in which we work and live by following our commitment to sustainable development, continually improving the environmental management system, taking care to reduce the negative impact of our activities on the environment, and preserving natural resources. We shall pursue efficient energy management by introducing state-of-the-art and energy-saving technology, performing regular monitoring of emissions and immissions and reporting to the public thereon, carrying out waste separation, improving our equipment and capacity to respond to pollution incidents on land and at sea, and expecting environmentally responsible behaviour from all those operating in the port zone.

Local communities are our important partner. Therefore, we shall maintain and develop good relations with them and contribute to the development of environments directly linked to the port zone. We shall demonstrate our responsibility towards the wider social community and transparently support humanitarian, cultural and sporting projects through donations and sponsorships in accordance with accepted internal and published criteria. We shall support activities and actions that contribute to improving the quality of life, social and health security, knowledge, sport and cultural life of the inhabitants of our environment. We shall not financially support or finance political parties.

4. MUTUAL RELATIONS

4.1. Attitude towards colleagues and communication

Interpersonal relations within the Company and the Group shall be based on respect, dignity, personal integrity, solidarity, openness, tolerance, mutual assistance, exchange of experience, respect for superiors and seniors, and encouragement of young colleagues.

We shall pursue responsible, honest, collegial and fair operation at all levels, by fulfilling our promises and responsibilities with due respect, also in relation to our subordinates. We shall respect the dignity of each person.

We shall maintain good mutual relations and praise a job well done. Constructive criticism shall be provided in an appropriate manner, with a view to improving the quality and efficiency of our work. We shall make suggestions for changes. We shall offer help whenever we can or when we are asked for it. We shall strive to acquire knowledge by taking part at trainings, and

we shall share our knowledge and experience unselfishly. We shall encourage teamwork, information sharing and collaboration, and help colleagues to tackle challenges. We shall create an environment for successful mutual cooperation in which each individual can contribute to the achievement of Company's goals and conditions for reconciling family and professional life.

We shall observe the principle of equal opportunity in our work, mutual relations and decisions on the division of tasks, career development and recruitment. We shall act transparently and without privilege, by avoiding circumstances that could constitute discrimination or compromise our objectivity and impartiality in making decisions or carrying out our work and functions. We shall not wait passively for instructions from those in authority, but will instead take the initiative to propose measures to improve our performance within our own sphere of competence.

The Company and the Group shall not tolerate any form of discrimination between employees. Our decisions shall not be based on nationality, race, gender, age, trade union membership, religious, sexual or political orientation or other personal circumstances. The Company and the Group shall follow the principle of equal treatment, taking into account any legitimate differences.

In discussing their work and life within the Company, and when commenting on their perception of the internal corporate environment, employees shall use quality communication (e.g. listening to others, exchanging work-related information, expressing opinions, transferring knowledge, etc.) in order to avoid conflicts and to take responsibility for their communication.

Accurate, timely and transparent communication is expected from all employees. Communication shall be honest and respectful, without misrepresentation, deception and unauthorized transmission of information at all levels and in all spheres of Company's activity, both in formal and informal communication. Criticism of work shall be part of open communication and should not be directed at the person but at their actions.

Respectful communication also implies non-selective communication (based on the principle of treating everyone equally) and the obligation of those receiving a request, suggestion, initiative or criticism to respond or provide feedback within a reasonable time. We shall respect the work and time of other employees by communicating briefly, accurately and correctly.

4.2. Internal meetings

We shall convene meetings in a timely manner and when actually required, by acting responsibly and respecting our own time and our colleagues' time. Participants shall join meetings on time and be prepared to actively participate in the discussion, without passing from one topic to another or unnecessarily interfering with the speaker.

During meetings, we shall address each other appropriately by name or function. If we wish to enter into a discussion, we shall give the convener of the meeting appropriate notice thereon.

In case of a delay, we shall not disrupt the meeting and shall apologise for the delay and make it known at the appropriate time. During meetings we shall not use mobile phones or computers for purposes unrelated to the content of the meeting (except in emergencies), as this is distracting and gives the impression of disinterest in the topic and shows disrespect for

the other participants. In the event that a meeting is being recorded, the convener shall inform all participants in advance.

4.3. Online communication (virtual meetings)

In the case of online events and virtual meetings, we shall check the audio and video system in advance and make sure that the meeting room is appropriately equipped and lit and that any distractions are eliminated (e.g. unwanted noises, eating during the meeting, etc.). We shall turn off the microphone during those times when we are not actively communicating.

4.4. Transmission of information

We shall encourage the flow of information both vertically and horizontally. Company's management and employees in managerial positions shall pass on to their teams all information which is necessary for the performance of their work and for keeping the employees fully informed about important activities in the Company.

Dissemination of unfounded suspicions or rumours concerning immoral, illegal or punishable conduct with the intent of defamation or damage to the personal integrity of an employee, business partner or other stakeholder is not permitted and shall be considered a violation of the Company's business ethics. Employees shall also refrain from disseminating information or instructions that would cause colleagues to draw false conclusions, make mistakes or create disturbances at work.

4.5. Personal grooming and dress code

Employees are expected to maintain personal grooming and the decency of their clothing and footwear. Our wardrobe shall be adapted to the circumstances, the occasion and the workplace in which we perform our duties. Inappropriate workplace attire includes, for example, shorts, tracksuits, clothing with inappropriate slogans or messages, etc. Formal work attire should be at hand when required.

4.6. Well-organized working environment

We provide the organisational and other conditions for a safe and friendly working environment. In office areas we comply with the principles of "clean desk" and "clean screen" and other internal provisions on information security and information security management.

We keep our offices tidy, maintain uncluttered desks and store things in cabinets or other appropriate areas. We keep meeting rooms and other common areas neat. We ensure that we do not create distractions (e.g. noisy communication in offices, common areas or corridors, listening to the radio in offices, etc.) that may interfere with the work and concentration of our colleagues. As a general rule, work meetings shall be convened in designated areas so as not to disturb the work of other employees.

4.7. Working under the influence of alcohol, drugs and other illegal substances

While ensuring a healthy and safe workplace and work environment, we fully avoid working under the influence of alcohol, drugs or other illegal substances and we comply with the applicable internal regulations in this area.

5. RELATIONS WITH CUSTOMERS, SUPPLIERS AND OTHER STAKEHOLDERS

5.1. The Company and the Group (and all their employees) shall develop and expect good relations with customers, suppliers and other stakeholders which shall be based on mutual trust, respect and the principles of sound business ethics and good business practices. Customers, suppliers and other stakeholders shall interact with the Company and the Group in a spirit of ethical behaviour and shall avoid situations that could trigger or foster mistrust (e.g. when litigation between the Company and its suppliers, customers or other stakeholders is pending or concluded) or when the integrity of, or trust in, a supplier, customer or other stakeholder is compromised (e.g. violations relating to serious allegations of violations of applicable laws, laws relating to the safety of people and property or business and work processes).

5.2. Business information and relations with customers, suppliers and other stakeholders constitute sensitive information of the Company and the Group and shall therefore be carefully handled and protected. In doing so, employees have a duty to exercise due care and avoid conflicts in business relations. Interest in the safety of people and property and the work processes carried out in the port zone must be pursued at all times. If conflicts do arise, they shall be resolved promptly and in a fair manner.

5.3. We continually assess our customers, suppliers and other business partners and effectively manage the risks arising from our business relations with them. We expect our customers and suppliers to respect human rights and create a working environment in which the dignity and privacy of the individual are respected; to reject all forms of unauthorised labour; to have internal controls and risk- and conflict-of-interest-management systems in place and to inform us immediately of conflicts of interest that could directly or indirectly affect the Company or the Group; and to comply with anti-corruption and competition laws; and to manage the risks of fraud and abuse.

6. REPORTING UNETHICAL OR ILLEGAL BEHAVIOUR

6.1. Employees shall not tolerate any unethical or illegal conduct or influence. They shall disclose or report any violations or reasonable suspicions of violations of the principles of ethical conduct or other irregularities or violations of the Code of Ethics to the Company's Corporate Integrity and Compliance Officer.

6.2. Employees also have a duty to report allegations of impropriety or improper conduct by third parties who would require illegal or unethical conduct from, exert undue influence or pressure on, attempt mental or physical coercion of, or make improper offers to employees of the Company.

6.3. Reporting shall be done by direct notification to the Corporate Integrity and Compliance Officer or via a secure and anonymous channel for reporting irregularities, available at <https://nepravilnosti.luka-kp.si>

6.4. If the report is made by any means other than regular mail, email or other address to a manager, superior or other person, the recipients of the report shall be obliged to immediately forward it to the Corporate Integrity and Compliance Officer.

6.5. Passive or unresponsive behaviour by employees in the face of apparent misconduct is contrary to the Company's business ethics. It is ethically unacceptable to protect or support an employee in unethical behaviour or to cover up the unacceptable behaviour of others.

6.6. The Company assures the reporter that the confidentiality of the source and the report will be protected, and that the reporter's identity shall not be disclosed and shall be treated as confidential information, all in accordance with the applicable regulations. The reporter shall not be subjected to discriminatory treatment, intimidation or any other retaliation as a result of the submission of a report.

6.7. The procedures relating to the work of the Corporate Integrity and Compliance Officer and to reports of breaches of corporate integrity shall be governed by the Rules of Procedure regulating the work of the Corporate Integrity Officer, pursuant to which also the merits of the submitted reports shall be determined.

7. IMPLEMENTATION AND CUSTODY OF THE CODE OF ETHICS

7.1. All employees of the Company and the Group, including agency workers, must be familiar with the Code of Ethics and must apply and comply with its provisions in the conduct of their daily work.

7.2. Heads of organisational units or superiors must encourage their colleagues to act in accordance with the values and principles of the Code of Ethics and must themselves act by example.

7.3. Human Resources staff shall make the Code of Ethics known to all new employees at the time of their employment and to other employees who perform temporary or intermittent work for the Company.

7.4. The Corporate Integrity and Compliance Officer shall ensure that employees are periodically informed of the provisions of the Code of Ethics or any amendments thereto.

7.5. Custody of the Code of Ethics shall be the authority of the Corporate Integrity and Compliance Officer, or, in the event of his/her absence, that person's deputy.

8. TRANSITIONAL AND FINAL PROVISIONS

8.1. The Code of Ethics can be amended upon the initiative of the management of the Luka Koper Group companies, the Corporate Integrity and Compliance Officer, employees or their representatives. The management of the companies of the Luka Koper Group shall be informed of any amendments to the Code of Ethics.

8.2. The Code of Ethics is available electronically to all employees on the Luka Koper portal (LukaNet) and to business partners and other interested parties on the Luka Koper website (www.luka-kp.si).

8.3. The management of the companies and any person who concludes an employment contract with a Luka Koper Group company shall be obliged, through a statement, to comply with the provisions of this Code of Ethics.

8.4. All employees are obliged and liable to conduct themselves in accordance with the values and principles of the Code of Ethics as well as other professional codes pertinent to their respective areas of work.

8.5. The various heads (management) of the Company's organisational units shall monitor ethical conduct and compliance with the provisions of the Code of Ethics.

8.6. The Code of Ethics of the Luka Koper Group companies shall apply to all companies of the Luka Koper Group as of 22 November 2024.

8.7. With the entry into force of this Code of Ethics, the validity of the previous Code of Ethics of the Luka Koper Group companies, promulgated 1 October 2019, shall expire.

Management Board of Luka Koper d.d.

President of the Management Board
Nevenka Kržan

Member of the Management Board
Gregor Belič

Member of the Management Board
Gorazd Jamnik

Member of the Management Board – Workers Director
Vojko Rotar

Supervisory Board of Luka Koper d.d.

President of the Supervisory Board
Mirko Bandelj