

CODE OF ETHICS

1. GENERAL PROVISIONS

1.1. Purpose

This Code of Ethics (“COE”) of Central Express CVS JSC (the “Company”) aims to regulate relations connected to the determining ethical principles to be followed by authorized officials and employees of the Company and its subsidiaries when performing their duties.

1.2. Scope

This COE shall be complied by the authorized officials and employees of the Company and its subsidiaries.

This Code may be shared to interested parties at request and shall be posted on the Company’s website.

1.3. Review and Amendments

Environmental, Social and Governance Committee (“ESGC”) of the Board of Directors of the Company (the “Board”) shall review this COE regularly and submit necessary changes or amendments to the Board for approval. Any changes or amendments shall enter into force upon approval by the Board.

1.4. Provisions of COE

In the event of a conflict between this COE and charter of the Company (the “Charter”), the Charter shall prevail. In the event that the COE is in compliance with the governing laws and regulations of Mongolia, the respective latest updated law shall prevail accordingly. Any uncertainty or disagreement regarding the interpretation of the provisions of the COE shall be regulated by the motion of the Executive Chairman of the Board with participation of directors of the Board. Any issues or matters not specified in this COE shall be regulated by Company Law of Mongolia, the Charter and other laws and regulations.

1.5. Terms and Interpretation

Terms used in this COE shall be interpreted as follows:

- 1.5.1. **Company interests** refer to material and non-material interests in compliance with the Company’s governing documents, programs, regulations, procedures and decisions;
- 1.5.2. **Self-interests** refer to material and non-material interests that can be influenced by oneself or connected party while performing his/her duties;
- 1.5.3. **Advantage** refers to material and non-material advantages occurred to the individual or legal entity by misusing power and reputation;
- 1.5.4. **Authorized officials** refer to the Executive Chairman and Directors of the Board, Chief Executive Officer, Company Secretary and such other officers as the Board may appoint.

2. OPERATIONS OF THE COMPANY

2.1. Authorized officials and employees of the Company shall follow relevant laws and resolutions, this COE and following principles of ethics when performing their duties:

- 2.1.1. Strictly comply with laws, regulations, rules and procedures;
- 2.1.2. Fair and transparent operation;

- 2.1.3. Respect interests of stakeholders including shareholders, investors, customers, suppliers and employees;
- 2.1.4. Ensure occupational safety and health;
- 2.1.5. Ensure safe work environment and equal and respectful attitude towards every employee;
- 2.1.6. Ensure diversified participation, team development and cooperation respecting mutual trust;
- 2.1.7. Protect reputation and property of the Company; and
- 2.1.8. Protect confidential information of the Company and individual in accordance with relevant laws.

2.2. Principals of ethics of Executive chairman and Directors of the Board

- 2.2.1. Rights and obligations determined by relevant laws and regulations, shareholders' meetings, the Charter and resolutions of the Board must fully meet with principals of ethics specified in this COE;
- 2.2.2. Develop Company culture;
- 2.2.3. Ensure rights of shareholders and investors;
- 2.2.4. Not approach to any decisions and operations of the Company with self-interest or using power of position;
- 2.2.5. Respect others;
- 2.2.6. Not using or disclosing inside information illegally;
- 2.2.7. Make effort while performing duties;
- 2.2.8. Reasonable and fair approach to any matters;
- 2.2.9. Provide information about own self and connected party to authorized official of the Company;
- 2.2.10. Notify about conflict of interests and abstain from voting on such matter;
- 2.2.11. Continues skill development of own self, authorized officials and employees; and
- 2.2.12. Must not violate this COE and if required, have ethics to resign from full authority.

2.3. Principals of ethics of executive management

- 2.3.1. Comply with laws and regulations while performing rights and duties specified in the Charter, procedures and agreements of the Company;
- 2.3.2. Fair and transparent operation;
- 2.3.3. Receive complaints from employees and provide feedback;
- 2.3.4. Strictly comply with principals of ethics when communicating with stakeholders on behalf of the Company;
- 2.3.5. Being polite, respectful, lenient and equal to the collectives while performing the duties;
- 2.3.6. Acknowledge own fault, not to repeat same mistakes and if required, have ethics to resign from the positions; and
- 2.3.7. Not accept any actions violating this COE and make effort to detect and correct own and others' fault and mistakes.

2.4. Principals of ethics of employees

- 2.4.1. Strictly comply with laws, regulations, the Charter and internal procedures of the Company and respect reputation of the Company; and
 - 2.4.2. Continuous development of self-knowledge and skills and professional and honest performance of duties.
- 2.5. Authorized officials and employees of the Company are prohibited to take following actions in order to prevent conflict of interests and corruption:
- 2.5.1. Advantage own-self or related party directly or indirectly while performing duties;
 - 2.5.2. Collusion with and make promise to other parties and receive bribe, gifts, rewards, discounted services, loans and other illegal supports;
 - 2.5.3. Work a second job that can affect the work performance negatively or arise or possibly to arise conflict of interest; and
 - 2.5.4. Receive gifts except addressed open and normally non-monetary gift not demanding obligations, expectations and credence from individuals and companies.

3. NOTIFYING AND SETTLING VIOLATION

- 3.1. Employee of the Company shall notify to the Compliance unit about any action violating or possibly to violate this COE promptly.
- 3.2. Compliance unit shall review notification of violation and transfer to the Chief Executive Officer (“CEO”) or the Board, if required for their decision.
- 3.3. Disciplinary punishment specified in internal labor regulations will be imposed to the employee by the Order of CEO based on conclusion of Compliance unit and consideration of violation action and its damage and loss.
- 3.4. Any violation related to CEO and directors of the Board shall be settled by the Resolution of the Board based on recommendation of ESGC.
- 3.5. If violation of this COE is considered to be criminal, such violation shall be transferred to the relevant authority.
- 3.6. Considered contradictory within 1 year from the day punished for the violation of COE.