

I. GENERAL PRINCIPLES OF BUSINESS ETHICS

The code of professional ethics of the company comprises a minimum set of principles, values and rules of conduct that must be taken as a reference in the activities that the directors, the executive management and the functional departments of the company fulfill.

The code is meant to promote social responsibility, the culture of quality that contributes to the achievement of superior quality products and is a way to solve ethical problems in business. It aims to prevent the occurrence of illegal and illicit acts that may occur in the course of activities.

We consider that our commitment to ethical conduct is one of the essential components of the functioning of the Company and its robust ethical foundations are the result of these inherent aspirations. Within ROMCARBON S.A. we are dedicated to conducting activities correctly, based on a culture of ethics and compliance. Meeting the social needs is essential in the way we carry out our activity.

In the long term, we can successfully meet the challenges of the competitive market by accepting the imperatives of moral responsibility, both as individuals and as a Company. We can ensure the confidence of our employees, customers, shareholders, business partners, communities and every external stakeholder and we can ensure the Company's reputation through ethical conduct and full compliance with the law.

The Company is fully aware of the responsibility it has towards all internal and external stakeholders, therefore we make a sustained effort to pass on our core values to other parties.

Unethical or non-compliant conduct, or even seemingly unethical behavior regarding our activity can easily endanger the confidence in ROMCARBON S.A. Therefore, we intend and firmly commit that any violation of established standards will be followed by unavoidable consequences and real corrections.

ROMCARBON S.A. has a zero-tolerance policy against corruption, cartels, human rights violations and violations of health, safety and environmental protection rules.

We have a clear common interest and goal to strengthen and preserve the ethical foundations of our activities and to protect our core values. We are committed to promoting and encouraging ethical conduct through personal leadership.

The company is structured and operates on a set of values whose respect ensures the organization a stable environment for business and development:

- Honor
- Competence
- Responsibility
- Commitment
- Innovation

The objectives of the Code are:

1. to provide ethical references for all those involved in the company's activities.
2. to promote social responsibility.
3. to ensure transparency in the relations between the management of the company and its stakeholders.
4. to serve as support for the elaboration and application of commercial, environmental, market, social policies.
5. to prevent the production of illicit and illegal acts.

II. CODE OF ETHICS

Ethical behavior is the foundation of trust in both business and society. To ensure trust, ROMCARBON S.A. is determined to behave honestly and correctly both internally (to shareholders, managers, employees) and in relation to third parties (customers, suppliers, contractors, agents, intermediaries, competitors, political and governmental factors, local communities, non-governmental organizations, the environment and society in general) and we expect the same behavior from all stakeholders throughout the value chain and throughout the community. Our efforts can only be credible if we respect the law, if we act with responsibility, integrity, respect, honesty, fairness, attention, reliability and responsibility.

ROMCARBON S.A. as a company operating on the principles of integrated management, has conceived and implemented this code which contains guidelines regarding the need to respect the legal framework, human rights and ethics, as well as our commitment to an ethical and socially responsible business environment. We use corporate, social and environmental responsibility as synonyms for sustainability. For us, sustainability is a corporate commitment for the balanced integration of economic, environmental and social factors into daily activities.

The objective of our responsible attitude is to maximize the value as a long-term stakeholder and to secure the position of social actor of ROMCARBON S.A.

We strive to create economic value while achieving important social goals such as strengthening the well-being of the local community through good jobs and quality education, improving safety and environmental protection performance and reducing inequalities and poverty other human rights violations.

We believe that our responsibility should extend to all our activities and to all our partners. In order to integrate our ethical values into our daily operations, we have a comprehensive ethics management system. Its basis is the Code of Ethics.

A. Values and principles

In their activity, those covered by this Code will honor the following general values and principles:

1. **Legality:** ROMCARBON S.A. is determined to operate in good faith, within the appropriate legal framework. Comply with the rules, regulations and law, including legislative requirements, industry profile codes and organizational standards regarding our business activities. We consider regulatory measures as benchmarks. Our ethics goes beyond legal compliance, integrating good corporate governance standards, good practices and community expectations.
2. **Competence:** We constantly seek excellence in all aspects and we constantly strive to increase our level of competence and confidence by providing reliable, high quality products and services. It is essential that our values become part of the conduct of all those who work for and with our organization at all levels. We are determined to abide by all our contracts and make all reasonable efforts to comply with the letter and spirit of our promises and commitments. Thus, ROMCARBON S.A. can gain the trust of other people through competence and integrity in his/her activity, which implies consistency in thinking, words and actions. This involves promoting the standards of professional ethics even before the individual or organizational goals. Maintaining competence and integrity often involves moral courage, the power to do what is right, to live by ethical principles despite the strong pressure to act otherwise.
3. **Objectivity:** We interpret the concept of objectivity in a broad approach and we constantly strive to consider the effect felt by all stakeholders as a result of our actions, from the perspective of business, social field, environment and health. We try to achieve our business objectives in a way that causes as little damage and as much good as possible throughout our value chain, in our communities, in society and in the environment in general.
4. **Personal and social responsibility:** ROMCARBON S.A. assumes responsibility for the impact of its activities and takes into account the needs and expectations of all internal as well as third parties, including colleagues, shareholders, business partners, suppliers, customers, competitors, stakeholders from government and policy, non-governmental organizations (NGOs) and local communities. We are honest in all communications and actions. We are convinced that honesty is the cornerstone of mutual trust, on which we build and protect the good reputation and morality of the company. We are loyal to the organization and the people we work with, under the other ethical principles.
5. **Professionalism:** We strive to be transparent and responsible. We recognize and accept corporate and personal responsibility for the ethical quality of our actions and operations. All directors and employees are required to comply with our Code of Ethics. If we know or suspect that a person violates our values, we have the duty and the courage to express ourselves.
6. **Inovation.**

B. Commitment to this set of values implies that each person involved in ensuring the proper environment for business development:

- Knows, understands and fully respects the applicable laws, regulations and norms. Consistently uses the criteria, standards and performance indicators in the activity.
- Maintains a high level of professional competence which implies a permanent professional care for the improvement of knowledge.

- Has an objective attitude in the activities executed, offers correct information, makes statements and expresses his opinions only in the possession of the necessary data and information, beyond any individual emotional appreciation based on prejudices and impressions. Makes recommendations and makes decisions based solely on factual data and accurate information thoroughly verified.
- Assumes personal responsibility for the statements and opinions expressed and can at any time prove the agreement between them and the applicable legal regulations, internal company rules, required standards and factual data. Accepts the obligation to account for the activities undertaken, the opinions and conclusions formulated and to bear the consequences for possible failures. In all the actions undertaken it aims to be responsible towards the employees, the environment, the social community and other parties involved.
- Performs the works and tasks with professionalism displaying an open and participatory attitude, constantly communicating with the persons/ departments necessary for their fulfillment.
- It is open to new initiatives, both commercially and technically, responding to changes in the local market, but with a global picture of trends.

C. Applicability of the code in the company's activities

All managers and employees of the company must act in accordance with the Code. It must be ensured that all employees are familiar with the Code of Ethics and that it adheres to it. In all the companies in which the company holds shares, sustained efforts are made to ensure that our ethical standards or equivalent policies and cultures are adopted. We also request that all suppliers, contractors, distributors, partners with our contract or sponsored or supported as well as other interested parties act in accordance with the Code.

In order to fulfill the attributions, the management of the company, but also the employees must constantly be guided by the ethical principles that will ensure their performance in business:

- treating employees / colleagues with respect and dignity, not tolerating any physical or mental aggressive behavior, there will be no verbal abuse or inhuman treatment.
- maintaining trusting and partnership relationships with shareholders / customers / suppliers / employees;
- offering reliable, high quality products;
- respecting the environment by preserving resources; reuse of waste resulting from production processes, selective collection of waste and their recovery through specialized units;
- development of new technologies and ecological products;
- compliance with the laws and internal rules of the company;
- presentation of an outfit and an appropriate language, both in relation with clients / suppliers / collaborators / institutions, as well as in interdepartmental relations;
- the existence of transparency in the processing of the contractual data that will be communicated to all the persons involved;
- not to be in a situation of conflict of interests and not to give in to internal and external pressures in relation to any relationship that would involve the contractual company;
- the responsibility of the management in promoting social investment programs by joining the non-governmental, non-patrimonial and apolitical associations that aim to promote the human spirit and solidarity, by organizing and supporting humanitarian actions.

D. Ethical Misconduct

The following acts and attitudes will be considered ethical misconduct:

- Failure to comply with laws and legal provisions;
- Failure to follow the rules, procedures, professional principles and other relevant rules and pertinent resolutions;
- Not reporting the existence of a conflict of interest, expressing an opinion in a conflict of interest case, any kind of involvement or participation in procedures involving the conflict of interest;
- The use of a position in the company for the purpose of obtaining personal gains of a material nature or other advantages;
- The disclosure of information of the financial nature of the organization, the debates within the boards of directors, the structure and content of the data bank with the key clients of the company, or any other data of a secret nature or that would have a negative impact on the company.
- Discretionary treatment of shareholders;
- Failure to communicate information in a timely manner, as provided for in the legal norms, internal regulations or other mandatory procedures.
- Failure to cooperate with other institutions, functional departments or employees.
- Intimidation, creating pressures of any kind, visible (bribes, threats) or less visible (blackmail, personal connections / interventions), on the people in the management, as well as giving in to such pressures created on employees outside the company (from clients, suppliers, institutions, etc.).

E. Human rights

ROMCARBON S.A. it is determined to respect human rights in relation to each stakeholder and we ask that they, in return, respect the rights of others.

A wide range of civil, political, economic, social and cultural rights are considered, which include the following (the list is not exhaustive):

- The right to human dignity;
- The right to life;
- Freedom and security of the person;
- The right of access to the highest standards of health;
- The right to legal and favorable working conditions;
- The right to fair wages and decent living;
- The right to an adequate standard of living;
- The right to form and join a trade union and the right to collective bargaining;
- Prohibition of all forms of forced or compulsory labor;
- Prohibition of child labor;
- Prohibition of discrimination;
- Freedom of opinion.
- Respect for human rights includes, but is not limited to, compliance with corporate policies, applicable laws and regulations, commitments made in the relationship with stakeholders and contribution to the general well-being of the communities and society in which we operate.

Our objective is not only to support human rights, but also to actively promote them throughout our value chain and to contribute to a positive impact on society regarding human rights. We support the protection of human rights and condemn the abuses committed in the field of human rights in any form.

We ensure respect for human rights by assessing the impact of our actions. We focus in particular on our employees, suppliers and local communities, but also on vulnerable groups in the communities in which we operate, women, national or ethnic, religious and linguistic minorities, children, people with disabilities as well as migrant workers and their families. We ensure the protection of the rights of tribal and indigenous people affected by our activities, including abstaining from forced relocation.

We pay special attention to the security service providers acting on behalf of the company to prevent any form of human rights violation during the exercise of their activities. We consider it important to provide an effective remedy for any potential impact on human rights, by establishing a complaint mechanism within the company.

F. Equal treatment and opportunities and protection of privacy

We at ROMCARBON S.A. we are fully involved in combating discrimination in all areas in the workplace, throughout the supply chain and in society as a whole.

The Company understands the value of diversity. Our employees, customers, business partners, suppliers and all other interested third parties are citizens who come from many different countries, with many nationalities, beliefs, religions, conviction, cultures and different social backgrounds. We support cultural diversity, the creation of an international team and a business community.

We are dedicated to prohibiting and preventing discrimination of any kind, such as, but not limited to discrimination on the basis of race, color, sex, age, language, religion, political or other views, ethnic, national or social origin, property, birth, sexual orientation or any other criteria including marital status or parental status; also, we are dedicated to the idea of giving equal opportunities to all people, on the basis of merits, unless the individual professional capacity can justify the selection.

ROMCARBON S.A. is dedicated to respecting the privacy of individuals and keeping their personal information confidential. We will obtain and keep only personal information necessary for the efficient operation of our company, in accordance with the law and we will always adopt preventive security measures for personal databases, in order to avoid the risks of destruction and loss or unauthorized access.

G. Fair work practices

Human resources are the most important resources of ROMCARBON S.A., the company being dedicated to developing employees and ensuring a good balance between professional and personal life. We are committed to employing criteria of legality and fairness and respecting the principles of work. We expect the same thing from our business partners and third parties.

ROMCARBON S.A. will not tolerate any form of forced, compulsory or child labor and any other unethical practices, such as withholding wages, refusing medical leave or daily rest, misusing alternative forms of employment or avoiding payment of health contributions. We make sure that illegal forms of labor, slavery, slavery and human trafficking do not occur in our activities or in our supply chains.

The Company is dedicated to implementing a correct employment and remuneration policy in accordance with the applicable laws. We are dedicated to supporting employees with special needs. The disciplinary procedures are exercised in a fair, impartial and transparent manner. The layoffs are treated humanely and, if possible, assistance is provided to former employees.

H. Free and fair trade and competition

ROMCARBON S.A. is the follower of loyal marketing activities. Our aspirations in the market are pursued with full respect for the rules of fair competition and in the spirit and according to the letter of the law.

ROMCARBON S.A. considers that full compliance with competition and market regulations is not only a legal obligation but is an essential part of the company's culture in the field of business.

Competition provides the best incentive for efficiency. The competition encourages innovation and guarantees the best options for consumers to select the best price. Although we compete in many of our business activities, this activity is carried out in accordance with the rules of fair competition and in accordance with the applicable competition law.

Fully adhering to competition law is not only a legal obligation but also a question of cultural attitudes and aspects that can have a positive impact on business.

We at ROMCARBON S.A. respect competitors and do not engage in any kind of unfair conduct that could harm or adversely affect the reputation of competitors.

I. Anti-corruption and anti-fraud

ROMCARBON S.A. does not involve and tolerate corruption in any form (including bribery, payments to facilitate certain services, money support, blackmail, abuse of power for personal gain, improper use or gifts with the intent to influence), regardless of whether it occurs in the public or private sector and regardless of its size. We maintain this point of view, even if our commitments to this policy place the Company in a non-competitive business position or if the expression against these activities results in losses in business. Throughout our entire value chain, including community involvement, charities and sponsorship, we are dedicated to a zero-tolerance policy when it comes to corruption and bribery.

Fraud, including forgery of financial or non-financial information records, money laundering and insider trading are prohibited.

Corruption is a form of misuse of influence to gain personal benefit or for a third party. Corruption includes:

To offer, promise, grant or demand anything of value or advantage to government officials, individuals or third parties in relation to their relationships with officials or decision makers in order to influence them wrongly for a business advantage (active bribe/bribery).

To solicit, demand, accept or receive without value anything of value or service to provide an advantage in any form in exchange or as a condition for fulfilling duties or influencing third parties to do so (passive bribery/bribe taking).

The indirect bribe includes contributions to intermediaries such as scholarship funds, charitable donations or payments to entities that provide the corrupt party with a direct or indirect benefit.

The indirect bribe may include an intermediary third party (e.g. an agent, broker, distributor or representative) who commits any of the above-mentioned wrong actions on behalf of or for the benefit of the company.

Corruption also includes the abuse of function or position through the act of illegally influencing a person and, through this deception, requesting or receiving an illegal advantage or accepting a promise of such an advantage.

ROMCARBON S.A. does not tolerate corruption in any form. We undertake not to enter business relationships or to terminate business relationships with persons engaged in corruption practices. No one will be demoted, penalized and will not suffer other negative consequences for refusing to pay or accepting bribes, even without expecting anything in return and should never affect or appear to affect the impartial decision making of any person. They should never be offered or received in exchange for preferential treatment in any business. The company facilitates its partners to support corporate initiatives in the charity field instead of giving gifts to employees.

All charitable contributions and sponsorships must be transparent and made in accordance with applicable law and should never be used to conceal corruption.

Offering gifts or protocol services to government officials and political stakeholders requires special attention. Some countries have special limitations on the value and nature of the gifts and protocol their officials can accept. The acceptable gifts and protocol between business partners may be unacceptable between the commercial party and an official or interested political party, because even small gifts, meals or entertainment can be perceived as trying to inappropriately influence decision making. Trying to tilt a decision by offering personal benefits to a government official or any other person is never appropriate.

Fraud includes all types of fraud intentionally and unlawfully committed. Fraud includes misrepresentation or concealment of a material fact in order to cause another person to act, in order to obtain an advantage that causes harm. Fraud can also occur without the element of deception, when individuals or parties plot to prevent appropriate processes in order to create the appearance of a business or real transaction, for personal gain.

ROMCARBON S.A. fights fraud and does not tolerate fraudulent practices. In order to protect the values, assets and reputation of the company, each of us is personally responsible for acting in good faith, in accordance with the relevant rules and regulations and to be alert to any indication of fraud. Even ignoring the suspicion of fraud can result in company and personal liability.

Mechanisms for Handling and Investigating Corruption Incidents

General Principles

ROMCARBON S.A. adopts a zero-tolerance policy toward any form of corruption, influence peddling, fraud, as well as any act of giving or receiving bribes. All employees, collaborators, and contractual partners are required to act with integrity and comply with applicable legal and internal provisions.

Reporting Obligation

Any person who becomes aware of potential acts of corruption or breaches of integrity requirements has the obligation to report them immediately through the official channels made available by the organization. Reports may be submitted via:

- The internal whistleblowing platform;
- The Integrity Officer/Legal Department;
- The hierarchical superior (who is required to immediately forward the report to the designated channel) / Center Manager / Office/Service/Directorate Head, etc.

ROMCARBON S.A. guarantees the confidentiality of the reporting person's identity and protection against any form of retaliation.

Retaliation of any kind is prohibited, and anonymous reports are accepted and investigated if they provide verifiable information.

Upon receiving a report:

- The urgency is assessed (e.g., risk of evidence destruction, high reputational/financial risk);
- Actions are taken to preserve evidence (blocking access to certain systems/accounts, email/log backups, sealing documents, collecting CCTV footage within maximum retention period);
- If necessary, interim measures are instituted (temporary suspension of certain duties, separating individuals, revoking access to certain processes).

Designation of the Investigation Committee

To ensure an objective and impartial investigation of suspected acts of corruption or bribery, an Investigation Committee is established for each reported incident. Upon the proposal of the Integrity Officer, the General Director

issues the decision to form the Investigation Committee, naming its members and president.

The Committee is composed of individuals with relevant expertise in the following areas: • Legal (legal coordination, compliance with labor/criminal legislation);

- Integrity (integrity standards, investigation methodology);
- Internal Audit (control analysis, documentary/financial trails);
- HR (employee rights, disciplinary measures);
- IT/Security (digital evidence, logs, forensics), as applicable;
- Any other specialist required depending on the nature of the case (financial, technical, etc.).

Committee members must be impartial and have no conflict of interest regarding the investigated case. Members must sign a Declaration of Impartiality and Confidentiality. Any real or potential conflict of interest requires the member's withdrawal and replacement.

Investigation Process

The Investigation Committee will conduct a complete, transparent, and well-documented analysis of the report, which includes:

Preliminary Assessment (min. 5 – max. 10 business days), resulting in:

- Validation of the relevance and plausibility of the report;
- Establishment of risk level (low/medium/high) and prioritization;
- Decision: proceed to full investigation / reject as unfounded / redirect (e.g., to another procedure, simplified disciplinary process). The decision must be documented with justification.

Investigation Plan will include:

- Working hypotheses and facts to be proven;
- Methodology (interviews, documents, data, financial trails, control testing);
- Timeline (total duration: min. 30 – max. 60 business days; extensions must be justified);
- R.A.C.I. (Responsible, Accountable, Consulted, Informed);
- Data protection measures and access minimization (need-to-know).

Collection and Analysis of Evidence:

Documents and data used as resources in the investigation include:

- Policies, contracts, orders, invoices, payment records, correspondence (email, corporate chat – per policy), system logs, building access, CCTV footage, gift/hospitality registers, sponsorships, donations, partner due diligence.

Interviews

- Confidential, individual interviews are scheduled, with signed minutes;
- Interviewed persons are informed of their rights (including the possibility to present evidence/explanations);
- Leading questions are avoided; statements are recorded verbatim.

Forensics and Digital Evidence

- Imaging techniques and chain-of-custody procedures are applied to digital media;
- Metadata is preserved and evidence alteration is avoided;
- Any data extraction complies with IT policies and data protection laws.

Principles guiding the investigation:

- Presumption of innocence;
- Proportionality and minimization;
- Traceability (all steps documented through minutes, records, etc.).

Throughout the process, the Committee ensures that the rights of all involved parties are respected, including the right to defense and the presumption of innocence.

Completion of the Investigation and Corrective Measures

At the end of the investigation, the Committee will prepare a Final Report, which will include:

- Description of the investigated facts;
- Methods and analytical steps used;
- Conclusions regarding the existence or absence of misconduct;
- Recommendations for disciplinary, administrative, or preventive measures.

Reporting to the Board of Directors

The Final Report prepared by the Investigation Committee is submitted to the General Director and subsequently to the Board of Directors, which will review the conclusions and decide on final measures, including:

- Disciplinary sanctions;
- Referring the case to competent authorities, if applicable;
- Implementation of additional prevention and internal control measures.

The Board of Directors will periodically receive aggregated reports on investigated cases and adopted measures, ensuring an organizational climate grounded in integrity and responsibility.

III. FINAL PROVISIONS

The rules regarding the ethical conduct presented in this code are obligatory for all the members of the management: administrators and management, as well as for the other employees and their violations are not accepted.

Reporting problems or concerns helps us to protect the culture of integrity and ethics, moreover, it helps us to further protect the reputation and financial health of our company and our business partners, and ultimately protects the employees' jobs. and the well-being of our communities. Our common objective is to prevent and detect violations of ethical conduct and violations. Moreover, the unreported behavior of unethical behavior endangers our social right to activate and can be considered as a violation of ethical rules.

Approved,
Board of Directors
President

HUANG, LIANG - NENG

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