CODE OF CORPORATE GOVERNANCE AND THE CODE OF ETHICS

Kosovo Credit Guarantee Fund based on article 11, paragraph 1, sub-paragraph 1.15 of the Law No.05/L-057 on the Establishment of Kosovo Credit Guarantee Fund, amended and supplemented with the Law No.08/L-138, with the purpose of establishing the rules and values within the Kosovo Credit Guarantee Fund and towards third parties, adopts the following

CODE OF CORPORATE GOVERNANCE AND CODE OF ETHICS

Article 1
Purpose and Scope

The Code of Corporate Governance and Code of Ethics (hereinafter referred to as "the Code"), aims to set the highest ethical standards and corporate governance values for adequate and continuous development of the Kosovo Credit Guarantee Fund (hereinafter referred to as "KCGF") and its cooperation with partner financial institutions, donors, third parties and shall serve as means to further contribute to the integrity of Institution and for establishing general principles of work and activities of KCGF's bodies, its personnel and persons affected by it.

Article 2
General Principles

1. KCGF undertakes a set of rules and principles that confirm its commitment to good governance. These rules and principles shall be based on the foundation of social responsibility, transparency, and integrity of the Institution.

   1.1. **Moral and ethical values:** KCGF, the Board of Directors, the managing team and its employees shall abide by the moral and ethical values in day-to-day performance, relations within its team members and those towards third parties. KCGF in the performing of its activities acts with honesty and integrity and in compliance with the highest ethical standards;

   1.2. **Rule of law:** KCGF, the Board of Directors and its managing team, including but not limited to the employees and the partners of KCGF, shall abide by the principles of rule of law, ensuring the compliance with applicable legislation and the recommendations of supervisory and auditory bodies;

   1.3. **Independence and impartiality:** KCGF as an independent institution established by law, in the performance of its activities and functions and in relation to partner financial

institutions, donors and third parties, will act objectively and impartially in accordance with the legal framework of KCGF and applicable legislation to KCGF;

1.4. **Non-discrimination and equal opportunity:** KCGF, the Board of Directors, its managing team and employees in labor relations within the institution and in relation to third parties shall avoid any form of discrimination based on race, nationality, gender, age, physical ability, political opinions, or religious convection;

1.5. **Employment and career advancement:** KCGF, in daily business with its internal employees, including the processes of recruitment and promotion, procurement and similar, shall ensure the principle of transparency, efficient management and equal opportunities, based on meritocracy;

1.6. **Financial self-stability:** The Board of Directors, managing team and its employees shall commit towards the financial self-stability activities, ensuring the accountability of the Institution towards third parties, counterparties, and the general public;

1.7. **Internal financial management and control:** The Board of Directors, managing team and its employees are committed towards respecting the principle of austerity in spending, and of proactivity in attracting resources from external agencies and organizations and ensure effective control which involves the establishment of mechanisms for monitoring internal processes to ensure compliance with the principles and rules defined in this Code;

1.8. **Good image**: KCGF shall ensure promotion of good image of the institution by orienting all its activities towards the interests of the economy of free market.

Article 3
Duty of Compliance and Adherence to the Code

1. KCGF, the Board of Directors, managing team and its employees shall comply with the Law No.05/L-057 on the Establishment of Kosovo Credit Guarantee Fund, amended and supplemented with the Law No.08/L-138 (hereinafter Law on KCGF), its Charter, internal acts, and other applicable laws to KCGF, and with the obligations deriving out of contractual relationships with third parties.

2. The Board of Directors, managing team and its employees shall particularly know the laws and regulations, and contracts with third parties, affecting the exercise of their office which apply to them as well as the principles of good governance set out in this Code.

3. The Board of Directors, managing team, and its employees shall not seek nor act in accordance with any improper instructions while performing their duties and shall avoid conflicts of interest.

Article 4
Duty of Confidentiality

1. The confidential information includes all information that is not for public under the Law on KCGF, applicable legislation on personal data protection, obligations that KCGF assumes in agreements with partner financial institutions and third parties and those which the Board of Directors indicates as confidential.

2. No person who serves or has served as a member of the Board of Directors or staff as well as other persons hired by KCGF to provide professional or technical services, agent or correspondent of the KCGF shall, permit access to, disclose or publicize information, data, reports, recordings and other documents that are non-public, which he or she has obtained in the performance of duties or use such information or allow such information to be used, for personal benefits in ways not authorized by the Law on KCGF.

3. The obligation of confidentiality shall remain even if employees, managers, or members of the Board of Directors leave the office.

4. The obligation of confidentiality also incumbent upon all participants in the meetings of the Board of Directors, its Committees, managing team or KCGF's employees.

5. The members of the Board of Directors, the management team, and the employees of KCGF, sign on an annual basis the Declaration of Confidentiality and the Declaration of the Code of Corporate Governance and the Code of Ethics.

Article 5
Use of Assets

The KCGF's assets should be used for the conduct of institution's activities and in an appropriate manner. KCGF's management team, employees and the Board of Directors may not use the assets of the Institution or use their position to obtain a financial or personal advantage of any kind.

Article 6
Avoidance of Conflict of Interest

1. Board members, managers, employees, delegated donor representatives, contractors and third parties must ensure that their interests do not conflict with their obligations vis-à-vis KCGF or financial partner institutions and KCGF associates.

2. A conflict of interest occurs when the personal interests of the employee, managers or members of the Board of Directors are, directly or indirectly, in contradiction with the interests of the KCGF. Potential conflicts of interest may occur, especially in connection to gifts, invitations, contract awards as well as transactions in financial instruments and in connection with corrupt practices, fraud, or market abuse.

3. In the event of a potential conflict of interest for a member of the Board, the member of the Board shall immediately inform the Chairperson of the Board of Directors, who in consultation with the Managing Director shall decide on the existence of such conflict of interest. In the event of finding the existence of the conflict of interest, the Chairperson of the Board of Directors shall decide what measures are necessary to be taken in accordance with its Charter and policies of the KCGF and applicable law.

4. Situations of conflict of interest related to managers, employees, contractors and third parties should be reported to the Managing Director, who decides whether a conflict of interest exists and what measures are necessary to be taken in accordance with its Charter and policies of KCGF and applicable law.

Article 7
Accepting and Giving Gifts

1. The Board of Directors, managing team, employees of the KCGF or persons related to them, shall not give, or accept gifts or presents, in the exercise of office in or for KCGF.

2. Exceptionally from paragraph 1 of this article, the prohibition does not apply when gifts are of low economic value up to 50 (fifty) euros within a year and protocol gifts or respond to signs of common courtesy with other parties, which are consistent with general practices accepted in similar institutions and are not prohibited by law.

3. Gifts received by KCGF employees are reported to the Managing Director, gifts received by members of the Board of Directors are reported to the Chairman of the Board of Directors, while gifts received by the Chairman of the Board of Directors are reported to the Board of Directors.

Article 8
Business Opportunities

The Board of Directors, the managing team, employees of the KCGF or a person related to them, shall not use the name of the KCGF or invoke their position to perform private transactions or trade agreements and to create any advantage for personal or financial gain.

Article 9
Environment

KCGF and its employees undertake the obligation to carry out their activities with full respect for the environment and will be a model of behavior in preserving the environment and minimizing waste through efficient waste management and to promote energy saving for preserving the nature of the environment in the workplace.

Article 10
Commitment to the Constitutional and Labor Rights

1. KCGF expresses its commitment and involvement with the constitutional and labor rights under applicable legislation.

2. KCGF guarantees the rights of opinion, association, expression, privacy, image, secrecy of communications and dignity of its employees in the content and scope that the legislation foresees.

Article 11
Equal Opportunity and Non-discrimination

1. KCGF shall promote the principle of non-discrimination based on race, nationality, social origin, age, sex, marital status, sexual orientation, ideology, political opinions, religion or any other personal, physical, or social condition of its employees. It also rejects any manifestation of violence or physical, sexual, psychological, or moral harassment in the workplace, as well as any offensive or abusive conduct generating an intimidating environment with regard to employees' personal rights, discrimination in the workplace that is contrary to the fundamental rights of the people working there.

2. KCGF selects and retains employees based on their professional skills, knowledge, education, and experience for their positions. The employment procedure is guided by the principles and rules of law and impartiality.

3. KCGF will promote equal treatment for men and women regarding access to employment, training, promotion and working conditions.

Article 12
Family Life and Work Balance

1. KCGF respects the personal and family lives of its employees, managers, and members of the Board of Directors. Furthermore, it will promote work-life balance policies that foster greater balance between their personal and family life and work responsibilities.

2. KCGF respects the right to privacy of its employees, managing team and members of the Board of Directors. This includes respect for all personal data, medical records, and financial information in accordance with the law. KCGF respects personal communication via online communication and other means of communication.

3. Employees who in the course of their duties access personal data of other employees are obliged to keep them confidential and not to use them for any purpose other than those relating to their work, the foregoing in accordance with the Law on KCGF and legislation on personal data protection.

4. KCGF undertakes not to disclose personal data of its employees except with the consent of the parties and in cases foreseen by law or requested by the court.

Article 13
Recruitment and Promotion

1. KCGF guarantees the principles of openness, free competition, merit, and ability in the processes of recruitment, consistent with the principles of internal promotion and efficient expenditure management.

2. KCGF maintains a rigorous and objective selection program based exclusively on academic, personal, and professional merits of the candidates and the needs of the Institution. In this regard it ensures both the rights of internal promotion of the KCGF employees. In cases where the vacancy cannot be filled with internal staff, the principles of openness, ability and merit set out in the law and internal policies and procedures apply to candidates outside the institution.

3. KCGF evaluates the professionals who attend the selection process objectively based on their training, experience, and suitability for the post, according to the selection procedure based on the Human Resources Policy and approved by the Board of Directors.

Article 14
Speaking Up, Whistleblowing and Reporting Misconduct

1. KCGF creates an environment where employees feel free and safe to speak up, and to express their views and concerns of irregularities as well as to raise questions as to potential misconduct, unethical behavior, or possible violations of law, policy, or any other internal acts.

2. KCGF prohibits retaliation against any individual for reporting potential misconduct, unethical behavior, or suspiciousness of non-compliance with the Law of KCGF, applicable laws and internal acts.

3. Individuals who believe they have been subject to retaliation for reporting a possible violation or suspected wrongdoing should immediately report the case to the superior.

Article 15
External Activities

1. In the event of employees of KCGF executing any other professional activity within other Institutions, bodies, or organizations, they shall disclose such information to the KCGF' management. External activities as such shall not cause conflict of interest and shall be contracted in accordance with the law.

2. KCGF' employee should express themselves in a well-informed, coordinated and consistent manner. Only responsible and authorized persons should speak for the media on behalf of the institution.

3. In the event of public declarations or through the media, KCGF, Board of Directors, managing team and its employees shall refrain from any political, racial, religious or any other statement referring to gender, or sexual orientation.

Article 16
Communication Within the Institution and The Code of Conduct Towards Third Parties

1. Internal notices of the institution are issued in physical or electronic copies by authorized persons and on topics in the fields for which these persons are authorized.

2. Rules of communication within the institution are based on good social conduct, respecting diverse opinions and other moral and ethical values that concern the counterparties.

3. KCGF, the Board of Directors, managing team and its employees shall abide by the rules of neutrality, in every aspect including but not limited to political, religious, gender, race, sexual or any other orientation, thus respecting the rights of others during the activities of the Institution.

4. In the event of any sort of misconduct or lack of conduct based on the norms and values listed in this Code, the responsible persons are required to report the enlisted conduct within the accountable authorities.

5. KCGF, the Board of Directors, managing team and its employees shall cooperate with third parties, donors and other stakeholders based on the code of conduct, rules and values, ensuring the highest level of transparency, efficiency, and accountability in those communications.

Article 17
Relations with other Institutions and Stakeholders

1. KCGF employees shall refrain from making public contributions, in the form of loan or advance payments to political parties, authorities, agencies, public administrations and institutions in general, without the corresponding authorization.

2. KCGF shall provide true, proper, useful, and consistent information about its programs and activities. The transparency of information is a basic principle that should govern the actions of the professionals of KCGF.

3. The Board of Directors, managing team and its employees shall at all times show proactive access towards development of the institution, through communication and cooperation with third parties, donors and partners.

4. The financial information of the KCGF shall reflect its financial and economic reality, according to the legal principles of accounting.

5. KCGF, in its relation towards the donors shall act in full compliance with contracting agreements, led by the principles of accountability, integrity, transparency and efficiency.

Article 18
Compliance and Communication

1. KCGF will develop the necessary measures for the effective implementation of this Code.

2. No one, regardless of rank or position, is authorized to request that an employee commit an unlawful act or breach of the provisions of this Code. Activities that violate the law or the provisions of this Code will result in the application of disciplinary measures under the Law on Labor.

3. This Code shall be communicated to KCGF employees and shall be published through its website.

Article 19
Repealing Provisions

Upon the entry into force of this Code, the Code of Good Corporate Governance and the Code of Ethics approved on the date 18.08.2021 is repealed.

Article 20
Entry Into Force

This Code shall enter into force on the date of approval by the Board of Directors of KCGF.

30.04.2024

Chairperson of the Board of Directors
Agan Azemi