

Code of Ethics of the Members of the Polish Vehicle Rental and Leasing Association (PVRLA)

This Code of Ethics shall be binding on all Members of PVRLA (the Association). It is a set of rules which the Members abide while running their business operations in the area of vehicle rental and lease or the management of a passenger cars and commercial vehicles fleet. The Code does not provide detailed rules of conduct for each and every case – it only sets certain standards and general rules that the Members comply with. It is also testament to the values followed by PVRLA – integrity and high-quality service.

Definition of a PVRLA Member

Member – a company that operates in the business of vehicle rental and lease or car fleet management and that provides direct services to clients, including rent-a-car services.

Preamble

The Polish Vehicle Rental and Leasing Association was established in 2005 in order to influence and enhance the growth of the rental, leasing and fleet management industry.

PVRLA is a leading representative of companies that provide enterprises and individual clients with short-, mid- and long-term rental of passenger cars, trucks and commercial vehicles as well as manage their car fleets.

Upon creation, the Association had 10 Members – companies of different sizes that had a total fleet of more than 33,000 vehicles.

The Members of PVRLA provide services of major importance for the Polish industry and commerce, and facilitate the transport of goods and persons which is indispensable for running any type of business.

As the member companies have a material share in the purchase of new vehicles, they boost the automotive industry and make a major contribution to the Polish economy.

PVRLA operates in order to create and propagate ethical standards of business and service provision based on this Code, which includes in particular the standards concerning the safety of car users and the quality of services provided.

The Association attaches special importance to providing clients with vehicles whose technical condition ensures safety and security.

All members of the Association must adhere to the provisions of the Code of Ethics. Members who breach the Code's provisions in a persistent or serious manner and who

ignore the importance of safety and quality of services highlighted by the Code shall be excluded from the Association.

The full list of the PVRLA Members is public; it is published on the Association's website or made available upon request.

Chapter 1 General Provisions

1. Code of Ethics – Purposes

The Code of Ethics sets out the best practice for entities that operate their business in the area of renting and leasing cars and commercial vehicles or car fleet management. The purpose of the Code of Ethics is to guarantee the clients who use the services of the PVRLA Members that the services they receive are of top quality, are provided in a fair manner, in accordance with the applicable laws and morality rules.

2. Safety of Vehicles

The Members' actions aim to most effectively ensure that the vehicles offered to clients are in a condition that allows for safe usage and that they are maintained at least to the extent recommended by their manufacturers.

3. Serious Damage to Vehicles

It is the purpose of the Association to ensure transparent history of the vehicles used and to take actions in order to protect the clients against dishonest market practices by propagating the rules of this Code in the day-to-day business operations of the Association Members.

4. Signs, Logotypes and Graphic Materials

The Association recommends that the Members place the PVRLA logotype on any documentation, letterhead and company materials related with their business, and also that the Members place the PVRLA materials, including copies of this Code, in their outlets in order to propagate their membership in the Association among the clients and their undertaking to comply with the rules set out herein.

Where a Member becomes aware of unauthorised use of the PVRLA logotype or other signs by entities which are not members of the Association, the Member shall immediately notify the Association so that the Association may take legal steps against the entities that purport to be members of PVRLA and that use the PVRLA signage without authorisation.

5. Maintaining Financial Stability

Members are required to take utmost care in order to maintain financial stability.

Chapter 2

Members' Relationships with Clients

1. High-Quality of Services

- 1.1. It is the Members' duty to adhere to the rules of the Code of Ethics, and also to protect the interests of all clients, by providing the expected standard of service.
- 1.2. Members undertake to conduct their business for clients who use their services, in a fair and responsible manner. To that end, the Members shall:
 - a. operate their business in accordance with all legal requirements and morality rules, and also to comply with all regulations and court decisions, and to act in a fair and responsible manner in all their contacts with the clients;
 - b. comply with the rules of this Code and take the PVRLA's recommendations into consideration;
 - c. help clients to obtain any information and advice they may need in respect of the services they receive;
 - d. always act with integrity and make sure that all entities with which the Member cooperates act in a similar manner;
 - e. avoid deliberately providing clients with false information on any aspects of a rental, lease or fleet management transaction.

2. Business Operations

The Members shall:

- 2.1. operate their business at a fixed address;
- 2.2. operate all of their outlets in a professional manner and ensure that they look neat and have aesthetic design;
- 2.3. comply with the applicable laws, morality rules and local customs, where possible, in their businesses;
- 2.4. keep records concerning their business in a transparent manner, as prescribed by law; and present official documents proving their rights to operate their business, upon each request of the Association.

3. Fleet Management – Information for Clients

- 3.1. Members who provide fleet management services shall be required to ensure efficient flow of information concerning the condition of clients' vehicles.
- 3.2. Members shall make sure that any and all information concerning vehicles that is stored on behalf of the client, such as the maintenance history, vehicle documentation, etc., is provided to an authorised person in an efficient manner and on time.
- 3.3. Members shall take utmost care to comply with the ban on disclosing client's information that is the client's trade secret.

3.4. Members should adhere to best practice rules in all of their fleet management agreements.

4. Advertising

Members are required to take utmost care in order to ensure that advertising materials are free from any statements that are false or misleading.

5. Clients' Access to the Code

The up-to-date Code is available on the PVRLA's website.

Chapter 3 Members' Relationships with Employees

1. Employees' Health and Safety

Members shall take care of the safety, health and good working- and pay conditions of their employees, while respecting work and safety rules.

2. Equal Opportunities for Employees

2.1 Members shall create equal opportunities for all their employees in relation to their work, in particular in the field of recruitment, professional development, training and promotion; they also approach each employee individually, according to his or her ability to meet professional expectations.

2.2 Employees have equal rights for equal performance of the same duties; this provision applies in particular to the equal treatment of men and women at work.

2.3 No discrimination in employment, either direct or indirect, especially on the grounds of a person's sex, age, disability, race, religion, nationality, political beliefs, trade union membership, ethnic origin, denomination, sexual orientation, as well as employment for definite or indefinite term or on full-time or part-time basis, shall be allowed.

3. Respecting Employees' Dignity and Privacy

3.1. Members are required to ensure that the dignity and privacy of each employee is respected.

3.2. Members shall have the right to collect personal data of employees for the purpose of and in relation with their employment, to the extent permitted by law.

3.3. Members are obliged to inform their employees of the type of personal data being collected and processed, and to obtain the relevant consents as required by law. Employees must be given the possibility to have access to their personnel files on a regular basis.

3.4. Confidential personal data of the employees must not be disclosed without the consent of employees who are the data subjects, save for the cases defined by law.

4. Access to Information

- 4.1. Employees should be given, in a clear manner, any information they may require in order to properly perform their job-related duties and to implement the objectives of this Code.
- 4.2. Each employee should be given the possibility to turn to their supervisor or executive with any issues or comments that are of importance for the Member's functioning or implementation of the objectives of this Code.

5. Employees' Development and Remuneration

- 5.1. Members shall establish creative work environment for their employees that stimulates their development, as well as a training system that is adapted to their needs and capabilities, and that is in line with the industry standards.
- 5.2. Within the Members' capabilities, the employees' pays should reflect their individual potential, personal contribution and performance.

Chapter 4

Members' Relationships with Business Partners and Entities Within the Industry

1. Procedures for Business Partners Selection

- 1.1. Members shall foster and take care of their relationships with business partners, which should rely on mutual trust and respect.
- 1.2. Goods and services should be selected only on the basis of the price, quality and needs of the Members, while allowing maximum competition.
- 1.3. Insofar as possible, Members shall create mechanisms of monitoring and internal audit to detect and prevent corruption, fraud and other abuse in the process of winning business partners.

2. Payments

Members shall ensure that they meet all of their financial liabilities when due in accordance with the agreed terms and conditions.

3. Fair Competition

- 3.1. Members promote and follow fair competition principles.

- 3.2. Meetings and exchange of information with entities operating within the industry, including other Members, must not lead to any agreements that are forbidden under the anti-trust regulations, including in particular agreements aimed at:
 - a. price fixing,
 - b. exchanging confidential commercial information, such as costs, business volumes, planned strategies, market sharing, etc.
- 3.3. Where a Member intends to take part in a meeting with other entities operating within the industry, it is recommended, wherever possible, that the Member:
 - a. reviews the meeting agenda prior to the meeting and refuses to take part in a meeting that gives rise to reasonable concerns;
 - b. voices its objections if the Member starts to suspect during the meeting that the topics discussed may breach the principles of fair competition, and makes sure that the objection was put on record;
 - c. checks whether the minutes of the meeting, if taken, reflect the course of the meeting in the proper manner and take account of all decisions taken.
- 3.4. Members shall make sure that documents/ statistics handed over during the meeting with entities operating within the industry contain general-, historic- and aggregate data and do not contain any elements that may be risky from the perspective of the anti-trust regulations.
- 3.5. Each Member shall express their active objection, if the entities operating within the industry take any actions, in the Member's presence, that are risky from the perspective of the competition law or the anti-trust law; if such actions are continued, the Member shall immediately leave the meeting and make sure that both the Member's objection and departure were put on record and included in the minutes of the meeting.
- 3.6. Any letters of recommendation given by PZWLP to its Members in and outside the meetings are prepared and transmitted in such a manner that they do not aim to restrict – and they do not result in the restriction of – competition among Members, in particular in terms of prices, quality or innovativeness of products offered by the Members.

Chapter 5

Relationships with the Environment and Local Community

1. Environment Protection

Taking care of the natural environment is one of the major responsibilities of the Members; hence, all of their activities must comply with the applicable laws and regulations and shall be taken without posing a threat to human health and environment.

2. Supporting Social Activity

- 2.1. Members shall propagate among their employees and associates the idea of taking actions for the benefit of local community and taking citizens' initiatives.

- 2.2. Members may support charitable organisations and encourage their employees and other entrepreneurs to do the same. The principles of providing support shall be defined in a manner that guarantees transparency of the process.

Chapter 6

Final Provisions

1. The Members shall cause that the provisions of this Code are propagated among their employees.
2. Any issues that arise in relation to the implementation and interpretation of this Code, as well as any comments and suggestions regarding possible improvements shall be reported to the Association.
3. It is the responsibility of the Association to monitor the Members' compliance with the provisions of this Code and to apply adequate measures to eliminate any breaches identified.
4. This Code shall take effect within 7 days from the date on which it is approved by the General Meeting of Association's Members.