

TheCollagenCompany

THE COLWAY INTERNATIONAL S.A. CODE OF ETHICS

## §1 General provisions

- 1. 1. The purpose of introducing the Code of Ethics COLWAY INTERNATIONAL S.A. based in Koleczkowo, also known as the Company, is to promote the activities of Partners in accordance with the philiosphy of COLWAY INTERNATIONAL S.A. brand.
- 2. 2. Code of Ethics COLWAY INTERNATIONAL S.A. is an integral part of the Regulations of Cooperation.
- 3. 3. The company conducts business activity in accordance with its marketing vision, mission and values it promotes. The Company's goal is that the Partners share the same values as the Company, thus creating a uniform business strategy.
- 4. 4. The Partner should, in cooperation with the Company, abide by the terms of cooperation defined by the Company, as well as applicable national and international law. The Partner should respect the rules defined by the Company and take into account the Company's recommendations as to how to perform its duties under the cooperation.
- 5. In particular, the Partner undertakes, in cooperation with the Company and Partners, not to take any actions that could fill the signs of a) an unfair competition, that is, an act that is against the law or morality, if it threatens or violates the interest of another entrepreneur or client in within the meaning of the act on unfair competition of April 16, 1993 on combating unfair competition (Dz.U.2003.153.1503) b) unfair market practices within the meaning of the Act of 23 August 2007 on Counteracting Unfair Market Practices (Journal of Laws no. 2007.12.06).
- 6. 6. The partners should present the products of COLWAY INTERNATIONAL S.A. and terms and prospects for cooperation with COLWAY INTERNATIONAL S.A. in a clear, fair and honest manner, with simple language, using materials provided by the Company. The Partner is required to present the properties of individual Products in a manner consistent with the catalog information and official advertising materials provided by the Company.
- 7. The Company recommends the Partners extreme caution when developing their own promotional, advertising and marketing materials, including their own websites and fanpages in social media, stating that the development of these materials cannot differ from the aesthetic and substantive standards applied by the Company. The use of trademarks and the Company's logo may only be made with the consent of the Company. The Company reserves the right to demand removal of materials of low quality or inadequate in substance, affecting the good name or position of the Company, as well as incompatible with the philosophy of COLWAY INTERNATIONAL S.A.
- 8. 8. For the purpose of encouraging cooperation with the Company, the Partner should not gain any additional benefits than those specified in the Company's Regulations, Financial Plan or other internal documents of COLWAY INTERNATIONAL S.A. Partners are obliged to provide interested parties with all information, including answering questions about products and the Company's offer.
- 9. 9. The Company promotes the due and timely implementation by Partners of the sale of Products to Registered Customers and Customers, the application of honest business practices, as well as

resolving disputes and complaints in a professional manner, while maintaining the procedures in force at the Company. In particular, the Company indicates that actions not consistent with the philosophy of COLWAY INTERNATIONAL S.A. brand are deliberately misleading actions, lying, aimed at the application of unfair recruitment or sale practices.

- 10.10. Partners are required to adapt their activities adequately to their rank, respecting the personal dignity of other Partners, in particular those belonging to their Personal Group, as defined in § 2.1 of this Code.
- 11. 11. Use by Partners, regardless of the manner and conditions, of the sales network of COLWAY INTERNATIONAL S.A. for direct or indirect promotion, advertising, sale of products or services of other entities, in particular other direct sales entities constitute gross violations of ethics and cooperation principles. In particularly justified cases, the Management Board of the Company may agree to derogate from this prohibition.
- 12. 12. The partners take care of the Company's image and their own business activity, and also sell only the original COLWAY INTERNATIONAL S.A. products, in the manufacturer's packaging that guarantee the quality and correct properties of the products.
- 13. 13. When selling Products, the Partners should use the usability and functionality of the colwayinternational.com digital platform, in particular the use of the Virtual Office and the Online Store is dedicated. The Company recommends far-reaching restraint regarding the use by Partners of domestic and foreign online transaction platforms or other similar online auctions for the sale of COLWAY INTERNATIONAL S.A. because it is not compatible with the Company's business model.
- 14. 14. Any disputable issues that may arise between the Company and the Partner, or between Partners or Partners and clients should be concluded in an amicable manner, respecting the interests of both parties, and without prejudice to the image and position of the Company.

## § 2 Personal Group

- 1. The personal group is all partners, invited directly and indirectly to the nearest partner in the same or higher pay rank. Example: the Manager's personal group is appointed by a partner with the rank of at least Manager (or, if the group has no Manager Leader and further: Vice Director, Director, Vice President, President, International President)...
- 2. After an effective recruitment, the Partner in the Rank of at least Manager (or higher) is obliged to:
  - a. conduct educational activities of recruited Partners, and in particular, provide training in the organizational structure, familiarity with the Company's Regulations, including the Financial Plan, Code of Ethics and the Company's product offer, using the tools provided by the Company, in particular such as the Virtual Office and Online Shop,

- b. support, motivate and provide all necessary information to the Partners from his Personal Group in order to increase the efficiency of their actions as well as encourage them to achieve independence in action.
- 3. Relations between Partners in the Personal Group, regardless of their rank should be based on the principles of courtesy, and all activities should take place with respect for the dignity and independence of individual Partners. Recruitment to the Personal Group does not constitute employment within the meaning of labor law, unless it is expressly stated otherwise in the contract between the recruiter and the recruited Partner. Motivational activities, training and providing information by the Partner in the Rank of at least Manager (or higher) for members of his Personal Group are provided free of charge.
- 4. Acceptance of a cooperation invitation from a given Partner is a one-off act and membership of his / her Personal Group is not subject to change, except for situations related to the change of Rank. Partners are obliged to refrain from any activities that encourage or attempt to move Partners from other Personal Groups to their Personal Group. The Partner's place in the network and its privileges related to the owned Personal Group may be subject to sale only with prior consent of the Company. The exceptions are set out in the Cooperation Regulations.
- 5. The Partner is obliged to obtain prior consent to contact Partners that are part of the Personal Group of another Partner, at least at a Director Rank. The partner in the higher Rank is obliged not to omit the Partner in the lower Paid Rank included in his Personal Group when organizing motivational meetings, conferences or trainings...
- 6. Inheritance of the place in the Partner's structure follows the provisions of the Civil Code relating to inheritance. In order to regulate its legal situation in the event of death, Partners in Paid Ranks are advised to consider the application of appropriate legal instruments, e.g. a will or debt collection record.

## § 3. Responsibility of the Directors of COLWAY INTERNATIONAL S.A.

- 1. Partners who, after meeting the conditions set by the Company, have obtained and hold the rank of Vice-Director or higher in the performance of their activities are obliged to act in accordance to the principles of special diligence and professionalism. For the purpose of this paragraph, the Director is understood as Partners in the Role of Vice-Director and higher.
- 2. The director should be characterized by taking care of the recruited Partners. The Director's activities should be directed at the development of recruited Partners, in particular those belonging to his Personal Group.
- 3. The director should provide Partners with constant development through:
  - a. developing the Products sales network, including in particular through the activation of Partners and the recruitment of new Partners.

- b. undertaking constant activity in the field of informing, motivating and training the Partners, familiarizing the Partners with the applicable Regulations defined by the Company, explaining the terms and principles of the cooperation.
- c. organizing periodic motivational meetings, trainings and other events,
- d. setting goals for Partners from the Personal Group, familiarizing them with the instruments for assessing the effectiveness of Partners' activities;
- e. building relationships with Partners based on frequent contacts, aimed at the rapid flow of information about the Company's activities.
- f. joint participation in events organized by the Company,
- g. active sale of COLWAY INTERNATIONAL S.A. products, propagation of the Company's marketing campaigns, implementation of its own sales targets in accordance with its Rank.
- 4. Directors cannot directly or indirectly cooperate with entities competitive in relation to the Company, with direct sales entities. Derogation from the above prohibition requires prior approval of the Company.
- 5. The breach by the Partner of the above principles may result in termination of cooperation by the Company with immediate effect.

## § 4 Final provisions

The company reserves the right to change the provisions of the Code of Ethics. The Code of Ethics comes into effect on the day of its announcement on the website www.colwayinternational.com. In the absence of acceptance of changes made to the Code of Ethics, the Partner has the possibility to withdraw from cooperation within 14 days from the date of its publication. A declaration of non-acceptance of amendments in the Code of Ethics resulting in a waiver requires a written form for its effectiveness under pain of nullity. Continuing cooperation by the Partner through cooperative activities after introducing changes to the Code of Ethics will be considered with their acceptance.

The code of ethics comes into force on October 2, 2018.