Supplier Code Of Conduct

GROUP COMPANIES THAT HAVE ADOPTED THE POLICY

Revised version: MAXIMA Lithuania; MAXIMA GRUPĖ.

Year 2020 version: remaining retail Group companies; MAXIMA International Sourcing; FRANMAX.

KEY CONTENTS OF THE POLICY

The Supplier Code of Conduct outlines the minimum standards that suppliers must meet, aimed at promoting ethical and responsible business conduct, respect for human rights, environmental responsibility and fair labour practices within the Group's value chain. The primary objectives include ensuring sustainable and responsible practices, protecting human rights and mitigating risks of unethical behaviour across the supply chain.

SCOPE OF THE POLICY AND EXCLUSIONS

This code applies to all suppliers and subcontractors within MAXIMA Group's value chain across all geographical locations where it operates. The policy covers a wide range of stakeholders, including suppliers, subcontractors and, indirectly, their employees, communities and local environments. There are no explicit exclusions stated within this policy.

The revised version of the policy explicitly addresses human trafficking, forced labour and child labour.

THIRD-PARTY STANDARDS OR INITIATIVES RESPECTED

The revised version of the code aligns with recognised international standards and frameworks. These include the Organisation for Economic Co-operation and Development (OECD) Guidelines for Multinational Enterprises, the United Nations Guiding Principles on Business and Human Rights, the International Labour Organization's Declaration, the International Bill of Human Rights and the principles of the UN Global Compact, which encompass human rights, labour, environmental and anti-corruption principles.

CONSIDERATIONS GIVEN TO THE INTERESTS OF KEY STAKEHOLDERS

In developing this code, the Group has given due consideration to the interests of stakeholders, aiming to create a fair, respectful and ethical environment within the supply chain. The policy's requirements are intended to align with internal and external stakeholder expectations for environmental responsibility, human rights protection and ethical business conduct.

AVAILABILITY OF THE POLICY

The code is available on the corporate website as an addendum to the contracts.

POLICY IMPLEMENTATION

Group companies reserve the right to conduct assessments, inspections and audits to confirm that suppliers adhere to the code and the standards explicitly mentioned in it.

In addition to the Supplier Code of Conduct, Group companies have introduced a Deforestation-Free Policy, detailed further in chapter E4 Biodiversity and Ecosystems. This policy establishes a mandatory requirement for suppliers of relevant products to support our commitment to due diligence of supply chains. Suppliers must enable Group companies to audit their due diligence systems, ensuring transparency and compliance. These audits gather critical information to confirm that the products are produced legally and are free from deforestation or forest degradation.

G1-3 Prevention And Detection Of Corruption And Bribery

The fundamental principles for prevention and detection of corruption and bribery are laid down in the Anti-Corruption policy. The policy is implemented by Group companies through the introduction of processes integrated into daily operations.

Anti-Corruption Policy

GROUP COMPANIES THAT HAVE ADOPTED THE POLICY

All retail Group companies; FRANMAX; MAXIMA GRUPĖ.

KEY CONTENTS OF THE POLICY

General objective: the policy aims to establish fundamental principles and guidelines to prevent corruption within Group companies, promoting integrity, transparency and accountability. It focuses on ensuring compliance with laws and maintaining high ethical standards in business conduct.

Material matters covered: the policy addresses significant risks, such as corruption, conflicts of interest and unethical procurement practices. It enforces a zero-tolerance approach to bribery, influence peddling and nepotism – activities that could damage the Group's reputation and operations.

SCOPE OF THE POLICY AND EXCLUSIONS

Activities: the scope of the Corruption Prevention Policy is broad and applies to all employees within the Group companies, including members of management, supervisory bodies and committees, as well as individuals engaged through civil contracts or other arrangements, regardless of the nature or form of their relationship with the Group.

Value chain: the policy encompasses all activities and operations across the Group's upstream and downstream value chain, ensuring that corruption prevention measures are implemented uniformly.

Geographies: the policy applies to all Group companies regardless of geography.

Affected stakeholder groups: the primary stakeholders affected by this policy are employees (including management, supervisory bodies and committees), business partners and suppliers, regulatory bodies and public sector officials.

MOST SENIOR MEMBERS OF THE ORGANISATION ACCOUNTABLE FOR IMPLEMENTATION

The management of each Group company is accountable for implementation of the policy, taking responsibility for setting the tone for ethical conduct and ensuring that the policy's principles are adhered to within their areas of responsibility.

THIRD-PARTY STANDARDS OR INITIATIVES RESPECTED

The policy commits to upholding relevant legal standards and principles, including national and international laws relating to anti-corruption. It does not explicitly reference third-party standards or initiatives.

CONSIDERATIONS GIVEN TO THE INTERESTS OF KEY STAKEHOLDERS

The policy considers the interests of several key stakeholders, including employees, business partners, suppliers, contractors and public sector entities. In setting the policy, there is a clear emphasis on creating a fair, transparent and corruption-free business environment that benefits all stakeholders involved with the Group.

AVAILABILITY OF THE POLICY

The policy is published on the Group companies' websites, ensuring public access and transparency.

Dedicated training on corruption prevention is carried out by the Group companies, ensuring that the required knowledge and understanding is fostered among employees. Meanwhile, all current and newly joining employees are acquainted with the Anti-corruption Policy. The companies have identified a total of 1,264 persons to be performing functions considered at risk from corruption or bribery. Of that number, a total of 485 employees received dedicated training on corruption and bribery prevention during 2024.

G1-4 Incident Of Corruption And Bribery

We actively engage in monitoring the implementation of our anti-corruption policy at all levels, and strongly encourage and support the reporting of any activities that may pose a risk of misconduct. To ensure the safety and confidence of our employees, we guarantee protection and anonymity for those who come forward. During the reporting period, there was 1 case of abuse of rights confirmed through internal investigation and employment relationships with the employee concerned have been terminated. The case did not result in fines for the Group companies.

To mitigate risks, Group companies conduct security inspections when corruption concerns arise, with dedicated employees reviewing agreements to ensure consistency across contracts, invoices and procurement tenders. Regular training reinforces ethical standards, while internal audits and investigations help identify and address potential breaches. Violations are met with appropriate disciplinary actions, from warnings to termination or, when necessary, legal proceedings.

The outcomes of the investigations are communicated to the management board at Group level and to the audit committee. During the reporting year, there were no convictions relating to violation of anti-corruption or anti-bribery laws that resulted in fines.

G1-6 Payment Practices

Group companies have established internal controls and procedures, that ensure prevention of late payments. Our payment practices are in line with applicable national regulations that, among others, transpose and implement the Unfair Trading Practices Directive, while 100% of payments are aligned with standard payment terms, with more information on payment terms available in Note 18 of the financial statements. As of the end of the reporting period, there has been 1 outstanding legal proceeding for late payments.

Animal Welfare

In November 2024, MAXIMA Latvia transitioned entirely to using cage-free eggs in the preparation of its "Master's Quality"("Meistara Marka") meals, highlighting its commitment to sustainable and ethical food production. With this change, all fresh shell eggs and boiled eggs used in these dishes now come exclusively from cage-free hens. With this transition, we mark a point at which all of our "Master Quality" products in the Baltics have abandoned the use of fresh and boiled caged-hen eggs in their production, reducing the negative impact on animal welfare.

Other animal-welfare-related issues are currently addressed through the enforcement of EU regulations on such matters through the introduction and monitoring of animal welfare requirements in product supply contracts.

Entity-Specific Matters In The Governance Pillar

The following chapters addresses entity-specific sustainability matters that fall under the governance pillar. The information disclosed in these chapters aligns with the general approach for the presentation of sustainability-related information.

SBM-3 Impacts, Risks And Opportunities

Materiality has been assessed in line with the general methodology. Impacts, risks and opportunities were examined for our own operations. We have summarised the results of the assessment in the table below.

MATERIAL SUSTAINABILITY MATTER		ASSOCIATED MATERIAL IMPACTS, RISKS, AND OPPORTUNITIES
DIGITALISATION	Impact [own operation]	Digital services that are not accessible to all groups of customers can violate people's rights or contribute to exclusion.
	Risk [own operations]	Risks associated with falling behind on technological advancement.
	Opportunity [own operations]	Opportunities to reduce operating expenditure through development and deployment of digital solutions.
ACCESS TO GREEN FINANCING	Opportunities [own operations]	Opportunities to access green financing under more favourable conditions compared to conventional financing.

Policies And Targets

The Group companies have internal procedures and processes that, based on the judgement of the management team, enable adequate management of the material impacts, risks and opportunities that have been discussed in this chapter. No dedicated policies have been developed, as no need for such policies has been identified after evaluating current practices. The need for policy development is reviewed annually.

The Group companies did not set any long-term targets connected to the material impacts, risks or opportunities identified for entity-specific governance matters. The companies operate in such a manner that operational functions set quarterly targets. These targets address the identified IROs through dedicated, relevant and timely actions.

Actions And Metrics

Digitalisation And A Better Shopping Experience

We are constantly evolving, embracing new digital technologies to make shopping more seamless and enjoyable for our customers. As part of this effort, we are embracing innovative technologies and upgrading our infrastructure. Highlights include self-checkout options like Scan&Go and an intuitive mobile app to enhance our loyalty programme experience.

Building on the success of 2023, we expanded the rollout of new self-checkout terminals throughout 2024. These advanced systems streamline the process by reducing employee interactions with terminals, making checkout faster and more convenient for our shoppers. In fact, an impressive 38.5% of our customers opted for self-checkout last year (40.8% in 2023).

To better serve our diverse customer base, we offer multiple ways to participate in our loyalty programmes—whether through a traditional physical loyalty card or our easy-to-use mobile app. These tailored options ensure everyone can access personalised discounts and rewards in the way that suits them best.

6.7m	Loyalty programme members:	(6.2m in 2023)
4,268	Self-service checkout units:	(3,304 in 2023)

Group companies are constantly monitoring the markets for green financing schemes and supporting mechanisms to assist the transition to more sustainable operations and harness new financing opportunities.

Additional Information

During the double materiality assessment, the list of material topics has been updated to reflect the results of the evaluation process. There have been no fundamental changes compared to the topics deemed material in previous reporting periods. For reference, we provide a list of material topics from the previous reporting periods below:

MATERIAL TOPICS, 2019-2023	
People	A. Diversity and equal opportunity B. Learning and development C. Employee wellbeing and benefits D. Occupational health and safety
Customers	A. Product safety and quality B. Private label C. Better shopping experience D. Engaging customers
Environment	A. Climate action B. Materials and waste management C. Water
Supply chain	A. Partnership with suppliers B. Responsible sourcing C. Locality
Communities	A. Local communities B. Food donations C. Encouraging education D. Supporting those in need E. Promoting healthier lifestyle

IRO-2 List Of Data Points That Derive From Other Eu Legislation

DISCLOSURE REQUIREMENTS AND RELATED DATAPOINTS		PAGE NUMBER
ESRS 2 GOV-1	Board's gender diversity	76
ESRS 2 GOV-1	Percentage of board members who are independent	75
ESRS 2 GOV-4	Statement on due diligence	97
ESRS 2 SBM-1	Involvement in activities related to fossil fuel activities	99
ESRS 2 SBM-1	Involvement in activities related to chemical production	99
ESRS 2 SBM-1	Involvement in activities related to controversial weapons	99
ESRS 2 SBM-1	Involvement in activities related to cultivation and production of tobacco	99
ESRS E1-1	Transition plan to reach climate neutrality by 2050	121
ESRS E1-1	Undertakings excluded from Paris-aligned benchmarks	121
ESRS E1-4	GHG emission reduction targets	124
ESRS E1-5	Energy consumption from fossil sources disaggregated by sources (only high climate impact sectors)	126
ESRS E1-5	Energy consumption and mix	126
ESRS E1-5	Energy intensity associated with activities in high climate impact sectors	126
ESRS E1-6	Gross Scope 1, 2, 3 and total GHG emissions	126
ESRS E1-6	Gross GHG emissions intensity	128
ESRS E1-7	GHG removals and carbon credits	Not applicable
ESRS E1-9	Exposure of the benchmark portfolio to climate-related physical risks	Phase-in applied
ESRS E1-9	Disaggregation of monetary amounts by acute and chronic physical risk	Phase-in applied
ESRS E1-9	Location of significant assets at material physical risk	Phase-in applied
ESRS E1-9	Breakdown of the carrying value of real estate assets by energy-efficiency classes	Phase-in applied
ESRS E1-9	Degree of exposure of the portfolio to climate-related opportunities	Phase-in applied
ESRS E2-4	Amount of each pollutant listed in Annex II of the E-PRTR Regulation (European Pollutant Release and Transfer Register) emitted to air, water and soil	Not material

DISCLOSURE REQUIREMENTS AND RELATED DATAPOINTS		PAGE NUMBER
ESRS E3-1	Management policies for water and marine resource impacts, risks and opportunities	133
ESRS E3-1	Dedicated policy	133
ESRS E3-1	Sustainable oceans and seas policy	133
ESRS E3-4	Total water recycled and reused	Not material
ESRS E3-4	Total water consumption in m3 per net revenue on own operations	134
ESRS 2- SBM 3 - E4 paragraph 16 (a) i - activities negatively affecting biodiversity sensitive areas		153
ESRS 2- SBM 3 - E4 paragraph 16 (b) - material negative impacts with regard to land degradation, desertification or soil sealing		135
ESRS 2- SBM 3 - E4 paragraph 16 (c) - operations that affect threatened species		135
ESRS E4-2	Sustainable land / agriculture practices or policies	Value chain phase-in
ESRS E4-2	Sustainable oceans / seas practices or policies	Value chain phase-in
ESRS E4-2	Policies to address deforestation	137
ESRS E5-5	Non-recycled waste	143
ESRS E5-5	Hazardous waste and radioactive waste	143
ESRS 2- SBM3 - S1	Risk of incidents of forced labour	149
ESRS 2- SBM3 - S1	Risk of incidents of child labour	149
ESRS S1-1	Human rights policy commitments	150-151
ESRS S1-1	Due diligence policies on issues addressed by the fundamental ILO Conventions 1 to 8	150-151
ESRS S1-1	Processes and measures for preventing trafficking in human beings	Not material
ESRS S1-1	Workplace accident prevention policy or management system	158
ESRS S1-3	Grievance/complaints handling mechanisms	152
ESRS S1-14	Number of fatalities and number and rate of work-related accidents	159
ESRS S1-14	Number of days lost to injuries, accidents, fatalities or illness	Not material
ESRS S1-16	Unadjusted gender pay gap	160
ESRS S1-16	Excessive CEO pay ratio	Not disclosed

DISCLOSURE REQUIREMENTS AND RELATED DATAPOINTS		PAGE NUMBER
ESRS S1-17	Incidents of discrimination	160
ESRS S1-17	Non-respect of UNGPs on Business and Human Rights and OECD guidelines	160
ESRS 2- SBM3 – S2	Significant risk of child labour or forced labour in the value chain	161
ESRS S2-1	Human rights policy commitments	162
ESRS S2-1	Policies related to value chain workers	162, 176
ESRS S2-1	Non-respect of UNGPs on Business and Human Rights principles and OECD guidelines	162
ESRS S2-1	Due diligence policies on issues addressed by the fundamental ILO Conventions 1 to 8	162, 176
ESRS S2-4	Human rights issues and incidents connected to the upstream and downstream value chain	162
ESRS S3-1	Human rights policy commitments	Not material
ESRS S3-1	Non-respect of UNGPs on Business and Human Rights, ILO principles and OECD guidelines	Not material
ESRS S3-4	Human rights issues and incidents	Not material
ESRS S4-1	Policies related to consumers and end-users	166
ESRS S4-1	Non-respect of UNGPs on Business and Human Rights and OECD guidelines	167
ESRS S4-4	Human rights issues and incidents	168
ESRS G1-1	United Nations Convention against Corruption	173-174, 177
ESRS G1-1	Protection of whistleblowers	174
ESRS G1-1	Fines for violation of anti-corruption and anti-bribery laws	178
ESRS G1-4	Standards of anti-corruption and anti-bribery	176-178

IRO-2 ESRS Disclosure Requirements Index

INDEX	DISCLOSURE REQUIREMENT TITLE	PAGE	REASONS FOR OMISSION
ESRS 2 - General Disclosures			
BP-1	General basis for preparation of sustainability statements	92	
BP-2	Disclosures in relation to specific circumstances	92-93	
GOV-1	The role of the administrative, management and supervisory bodies	75-77[12] 93-95 194-196[13]	
GOV-2	Information provided to and sustainability matters addressed by the undertaking's administrative, management and supervisory bodies	96	
GOV-3	Integration of sustainability-related performance in incentive schemes	97	
GOV-4	Statement on due diligence	97	
GOV-5	Risk management and internal controls over sustainability reporting	98-99	
SBM-1	Strategy, business model and value chain	9-11[14] 99-102	
SBM-2	Interests and views of stakeholders	103-107	
SBM-3	Material impacts, risks and opportunities and their interaction with strategy and business model	120, 130, 132, 135-136, 140-141, 145, 149-150, 161-162, 164-166, 169, 172, 179, 180	1st year phase-in applied to Data Point ESRS2.SBM-3 48(e)
IRO-1	Description of the processes to identify and assess material impacts, risks and opportunities	108-112	
IRO-2	Disclosure requirements in ESRS covered by the undertaking's sustainability statement	184-191	
MDR-P	Policies adopted to manage material sustainability matters	146, 169, 179	
MDR-A	Actions and resources in relation to material sustainability matters	146-147 169-171 , 179	

12 Incorporation by reference of data point GOV-1 21 (a, b, d, e)
13 Incorporation by reference of data point GOV-1 21 (c)
14 Incorporation by reference of data point SBM-1 40 (a through c)

INDEX	DISCLOSURE REQUIREMENT TITLE	PAGE	REASONS FOR OMISSION
MDR-M	Metrics in relation to material sustainability matters	125, 132, 145, 147, 169-171, 179	
MDR-T	Tracking effectiveness of policies and actions through targets	146, 169, 179	
ESRS E1 - Climate Change			
E1.GOV-3	Integration of sustainability-related performance in incentive schemes	97	
E1-1	Transition plan for climate change mitigation	121	The Group has not developed a transitional plan for climate change mitigation. It is anticipated that the plan will be developed not earlier than 2026.
E1.SBM-3	Material impacts, risks and opportunities and their interaction with strategy and business model	120	The management of the Group has decided that a detailed assessment will commence in future periods. The decision has been made to allow for appropriate time resources to complete the assessment in due manner.
E1.IRO-1	Description of the processes to identify and assess material climate-related impacts, risks and opportunities	109-110	The management of the Group has decided that a detailed assessment will commence in future periods. The decision has been made to allow for appropriate time resources to complete the assessment in due manner.
E1-2	Policies related to climate change mitigation and adaptation	122	
E1-3	Actions and resources in relation to climate change policies	122-123	
E1-4	Targets related to climate change mitigation and adaptation	124	
E1-5	Energy consumption and mix	126	
E1-6	Gross Scopes 1, 2, 3 and Total GHG emissions	127-129	
E1-7	GHG removals and GHG mitigation projects financed through carbon credits	-	The Group did not acquire GHG removal credits or finance any GHG mitigation projects.
E1-8	Internal carbon pricing	-	The Group did not apply any internal carbon pricing schemes.

INDEX	DISCLOSURE REQUIREMENT TITLE	PAGE	REASONS FOR OMISSION
E1-9	Anticipated financial effects from material physical and transition risks and potential climate-related opportunities	-	The Group applied a first-year transitional period for disclosure, following ESRS 1 Appendix C provisions.
ESRS E2 - Pollution			
E2.IRO-1	Description of the processes to identify and assess material pollution-related impacts, risks and opportunities	109-110	
E2-1	Policies related to pollution	131	
E2-2	Actions and resources related to pollution	131-132	
E2-3	Targets related to pollution	132	
E2-4	Pollution of air, water and soil	-	Disclosure requirement deemed not material.
E2-5	Substances of concern and substances of very high concern	-	Disclosure requirement deemed not material.
E2-6	Anticipated financial effects from pollution-related impacts, risks and opportunities	-	Disclosure requirement deemed not material.
ESRS E3 - Water and Marine Resources			
E3.IRO-1	Description of the processes to identify and assess material water and marine resources-related impacts, risks and opportunities	109-110	
E3-1	Policies related to water and marine resources	133	
E3-2	Actions and resources related to water and marine resources	134	
E3-3	Targets related to water and marine resources	134	
E3-4	Water consumption	134	Data point E3-4 28(c through d) is deemed not material.
E3-5	Anticipated financial effects from water and marine resources-related impacts, risks and opportunities	-	Disclosure requirement deemed not material.
ESRS E4 - Biodiversity and Ecosystems			
E4-1	Transition plan and consideration of biodiversity and ecosystems in strategy and business model	135	Value chain phase-in applied.

INDEX	DISCLOSURE REQUIREMENT TITLE	PAGE	REASONS FOR OMISSION
E4.SBM-3	Material impacts, risks and opportunities and their interaction with strategy and business model	-	The disclosure requirement has been deemed not applicable because in terms of impacts on biodiversity and ecosystems, there were no sites of own operations identified that were negatively affecting biodiversity and ecosystems.
E4.IRO-1	Description of processes to identify and assess material biodiversity and ecosystem-related impacts, risks and opportunities	109-110	
E4-2	Policies related to biodiversity and ecosystems	136-138	
E4-3	Actions and resources related to biodiversity and ecosystems	138	Value chain phase-in applied.
E4-4	Targets related to biodiversity and ecosystems	138	
E4-5	Impact metrics related to biodiversity and ecosystems change	139	Data point ESRS E4-5 (35) and Data point ESRS E4-5 (38) have been deemed not applicable due to the indirect nature of involvement with impacts on biodiversity and ecosystems through the upstream value chain.
E4-6	Anticipated financial effects from biodiversity and ecosystem-related risks and opportunities	-	Disclosure requirement deemed not material.
ESRS E5 - Resources and Circular Economy			
E5.IRO-1	Description of the processes to identify and assess material resource use and circular economy-related impacts, risks and opportunities	109-110	
E5-1	Policies related to resource use and circular economy	141	
E5-2	Actions and resources related to resource use and circular economy	141-142	
E5-3	Targets related to resource use and circular economy	142	
E5-4	Resource inflows	-	Disclosure requirement deemed not material.
E5-5	Resource outflows	142-143	Data point ESRS E5-5 36 (a through c) deemed not material.
E5-6	Anticipated financial effects from resource use and circular economy-related impacts, risks and opportunities	-	The Group applied a first-year transitional period for disclosure, following ESRS 1 Appendix C provisions.

INDEX	DISCLOSURE REQUIREMENT TITLE	PAGE	REASONS FOR OMISSION
ESRS S1 - Own Workforce			
S1.SBM-2	Interests and views of stakeholders	106	
S1.SBM-3	Material impacts, risks and opportunities and their interaction with strategy and business model	149-150	
S1-1	Policies related to own workforce	150-152	
S1-2	Processes for engaging with own workers and workers' representatives about impacts	152	
S1-3	Processes to remediate negative impacts and channels for own workers to raise concerns	152	
S1-4	Taking action on material impacts on own workforce, and approaches to mitigating material risks and pursuing material opportunities related to own workforce, and effectiveness of those actions	153-154	
S1-5	Targets related to managing material negative impacts, advancing positive impacts, and managing material risks and opportunities	154	
S1-6	Characteristics of the undertaking's employees	155-156	
S1-7	Characteristics of non-employee workers in the undertaking's own workforce	157	
S1-8	Collective bargaining coverage and social dialogue	157	
S1-9	Diversity metrics	157-158	
S1-10	Adequate wages	158	
S1-11	Social protection	158	
S1-12	Persons with disabilities	-	Disclosure requirement deemed not material.
S1-13	Training and skills development metrics	-	1st year phase-in applied to Disclosure Requirement following provisions of ESRS 1 Appendix C.
S1-14	Health and safety metrics	158-159	Data point S1-14 88 (e) is deemed not material.

INDEX	DISCLOSURE REQUIREMENT TITLE	PAGE	REASONS FOR OMISSION
S1-15	Work-life balance metrics	159	
S1-16	Compensation metrics (pay gap and total compensation)	160	Data point S1-16 97(b) Annual total remuneration ratio has been omitted for confidentiality reasons.
S1-17	Incidents, complaints and severe human rights impacts	160	
ESRS S2 - Workers in the Value Chain			
S2.SBM-2	Interests and views of stakeholders	106-107	
S2.SBM-3	Material impacts, risks and opportunities and their interaction with strategy and business model	161-162	
S2-1	Policies related to value chain workers	162	
S2-2	Processes for engaging with value chain workers about impacts	162	
S2-3	Processes to remediate negative impacts and channels for value chain workers to raise concerns	162-163	
S2-4	Taking action on material impacts on value chain workers, and approaches to managing material risks and pursuing material opportunities related to value chain workers, and effectiveness of those action	163	
S2-5	Targets related to managing material negative impacts, advancing positive impacts, and managing material risks and opportunities	163	
ESRS S3 - Affected Communities			
S3.SBM-2	Interests and views of stakeholders	-	Sustainability matter is not material.
S3.SBM-3	Material impacts, risks and opportunities and their interaction with strategy and business model	-	Sustainability matter is not material.
S3-1	Policies related to affected communities	-	Sustainability matter is not material.
S3-2	Processes for engaging with affected communities about impacts	-	Sustainability matter is not material.
S3-3	Processes to remediate negative impacts and channels for affected communities to raise concerns	-	Sustainability matter is not material.

INDEX	DISCLOSURE REQUIREMENT TITLE	PAGE	REASONS FOR OMISSION
S3-4	Taking action on material impacts on affected communities, and approaches to managing material risks and pursuing material opportunities related to affected communities, and effectiveness of those actions	-	Sustainability matter is not material.
S3-5	Targets related to managing material negative impacts, advancing positive impacts, and managing material risks and opportunities	-	Sustainability matter is not material.
ESRS S4 - Consumers and End-users			
S4.SBM-2	Interests and views of stakeholders	107	
S4.SBM-3	Material impacts, risks and opportunities and their interaction with strategy and business mode	164-166	
S4-1	Policies related to consumers and end-users	166-167	
S4-2	Processes for engaging with consumers and end-users about impacts	167	
S4-3	Processes to remediate negative impacts and channels for consumers and end-users to raise concerns	167-168	
S4-4	Taking action on material impacts on consumers and end-users, and approaches to managing material risks and pursuing material opportunities related to consumers and end- users, and effectiveness of those actions	168	
S4-5	Targets related to managing material negative impacts, advancing positive impacts, and managing material risks and opportunities	170-171	
ESRS G1 - Business Conduct			
G1.GOV-1	The role of the administrative, supervisory and management bodies	75-77[15]	
G1.IRO-1	Description of the processes to identify and assess material impacts, risks and opportunities	109-110	
G1-1	Corporate culture and Business conduct policies and corporate culture	173-174	

[15]Incorporation by reference of data point G1.GOV-1 5 (a, b)

INDEX	DISCLOSURE REQUIREMENT TITLE	PAGE	REASONS FOR OMISSION
G1-2	Management of relationships with suppliers	175-176	
G1-3	Prevention and detection of corruption and bribery	177-178	
G1-4	Confirmed incidents of corruption or bribery	178	
G1-5	Political influence and lobbying activities	-	Disclosure requirement deemed not material.
G1-6	Payment practices	178	ESRS G1-6 (33 a) – the disclosure of average days to pay invoice is considered to be confidential business information, that shall not be disclosed.

5

Other Information

Information About Securities

As of 31 December 2024, MAXIMA GRUPĖ had EUR 240 million bond issue outstanding. The bonds are listed on the Euronext Dublin and Nasdaq Vilnius stock exchanges.

NAME OF ISSUER	NOMINAL VALUE	AMOUNT OUTSTANDING AT NOMINAL VALUE	ISIN CODE	MATURITY
MAXIMA GRUPĖ, UAB	EUR 100,000	EUR 240 million	XS2485155464	12 July 2027

The shares of MAXIMA GRUPĖ are owned by the sole shareholder UAB "Vilniaus prekyba". The Competencies of the General Meeting of Shareholders do not differ from those specified in the Law on Companies of the Republic of Lithuania. There is only one shareholder that has the rights provided in the Law on Companies. There are no shareholders that own special rights. No voting rights limitations apply.

The Company does not hold its own shares (neither the Company itself nor its subsidiaries have any shares in the Company). During the reporting period, the Company did not purchase or dispose of its own shares.

Information About Material Subsidiaries

The Company does not have branches or representative offices. Information about material subsidiaries is disclosed in Note 1 of the consolidated financial statements of the Group.

Positions of the Members of the Supervisory Board

SUPERVISORY BOARD MEMBER	POSITION	LEGAL ENTITY CODE	ADDRESS
Matas Kasperavičius (Chairman)	CFO at UAB "Vilniaus prekyba"	302608755	Ozo str. 25, Vilnius, Lithuania
	Member of the Audit Committee at AKROPOLIS GROUP, UAB	301066547	Ozo str. 25, Vilnius, Lithuania
	Experience Financial, investment and management experience at diverse companies, including consulting firms		
	Education Economics, Vilnius University		
Paulius Mencas	CEO and Member of the Management Board at UAB "Vilniaus prekyba"	302608755	Ozo str. 25, Vilnius, Lithuania
	Chairman of the Management Board at EUROAPOTHECA, UAB	300854822	Ozo str. 25, Vilnius, Lithuania
	Member of the Board at Stichting Trivialis	58595988	Parnassusweg 819, 1082LZ Amsterdam, the Netherlands
	Member of the Board at Stichting Novitus	60599499	Parnassusweg 819, 1082LZ Amsterdam, the Netherlands
	Member of the Management Board at Swedish Pharmacy Holding AB	559390-0854	BOX 7264, 103 89 Stockholm, Sweden
	Member of the Management Board at Apoteksgruppen i Sverige AB	559390-0854	BOX 7264, 103 89 Stockholm, Sweden
	Member of the Management Board at Apoteksgruppen i Sverige Holding AB	556773-4156	BOX 7264, 103 89 Stockholm, Sweden
	Member of the Management Board at Apoteksgruppen Detaljist AB	556481-5966	BOX 7264, 103 89 Stockholm, Sweden
	Chairman of the Management Board at Euroapotheca Holding SWE AB	556773-4727	BOX 7264, 103 89 Stockholm, Sweden
	Member of the Management Board at Kronans Apotek AB	556787-2048	BOX 30094, SE-104 25 Stockholm, Sweden
	Experience Legal work, administrative and management experience at diverse companies and law firm		
	Education Law, Vilnius University and King's College London		
Nerijus Maknevičius	Member of the Management Board at UAB "Vilniaus prekyba"	302608755	Ozo str. 25, Vilnius, Lithuania
	CEO at GALIO GROUP, UAB	302414120	Kintų str. 11, Vilnius, Lithuania
	Member of the Management Board at GALIO ASSET MANAGEMENT, UAB	302633242	Kintų str. 11, Vilnius, Lithuania
	Chairman of the Management Board at AKROPOLIS GROUP, UAB	302533135	Ozo str. 25, Vilnius, Lithuania
	Chairman of the Management Board at Akropolis Real Estate B.V.	34297777	Herikerbergweg 238 Luna ArenA, Amsterdam, 1101CM, Netherlands
	Chairman of the Management Board at NDX Group, UAB	126211233	Ozo str. 25, Vilnius, Lithuania
	Member of the Board at Stichting Trivialis	58595988	Parnassusweg 819, 1082LZ Amsterdam, the Netherlands
	Member of the Board at Stichting Novitus	60599499	Parnassusweg 819, 1082LZ Amsterdam, the Netherlands
	Experience Legal work, administrative and management experience at diverse companies and law firm		
	Education Law, Vilnius University		

Positions Held by the Members of the Management Board

MANAGEMENT BOARD MEMBER	POSITION	LEGAL ENTITY CODE	ADDRESS
Manfredas Dargužis (Chairman)	CEO at MAXIMA GRUPĖ, UAB	301066547	Ozo str. 25, Vilnius, Lithuania
	Member of the Management Board at UAB "Vilniaus prekyba"	302608755	Ozo str. 25, Vilnius, Lithuania
	CEO at FRANMAX, UAB	302670810	Savanorių ave. 5, Vilnius, Lithuania
	Experience Experience in the asset management industry in various management positions		
	Education BSc in Banking and International Finance, CAAS Business School in London		
Agnė Voverė	CEO at MAXIMA International Sourcing, UAB	305005100	Savanorių ave. 16-1001, Vilnius, Lithuania
	Experience 2004-2023 // Managerial positions at various Vilniaus prekyba group companies, mostly related to the retail sector		
	Education Strategic Management, Marketing Strategy and Management, Leadership: Power and Sensemaking, ISM University of Management and Economics Classics and Classical Languages, Literatures, and Linguistics, Vilniaus University		
Arūnas Zimnickas	President of the Management Board at EMPERIA HOLDING Sp. z o.o.	0000849797	02-566 Warsaw, ul. Puławska 2B, Poland
	President of the Management Board at Stokrotka Sp. z o.o.	0000016977	20-209 Lublin, ul.Projektowa 1, Poland
	Experience 2008-2023 // Diverse management positions at MAXIMA Group related retail companies		
	Education Economics and International Business, Vilnius University		
Jolanta Bivainytė	CEO and Chairwoman of the Management Board at MAXIMA LT, UAB	123033512	Naugarduko str. 84, Vilnius, Lithuania
	Member of the Management Board at RADAS, UAB	303053737	Savanorių ave. 16-102, Vilnius, Lithuania
	Chairwoman of the Management Board at Stichting Novitus	60599499	Parnassusweg 819, Amsterdam, North Holland 1082 LZ, Netherlands
	Member of the Management Board at Stichting Trivialis	58595988	Parnassusweg 819, Amsterdam, North Holland 1082 LZ, Netherlands
	Experience 1992-2024 // Diverse management positions at Vilniaus prekyba group companies and related companies, mostly in the retail sector		
	Education Finance, Vilnius University		

Positions Held by the Members of the Management Board

MANAGEMENT BOARD MEMBER	POSITION	LEGAL ENTITY CODE	ADDRESS
Karolina Zygmantaitė	CEO (sole member of the Management Board) at MAXIMA Latvija SIA	40003520643	Latgales str. 257, Riga, Latvia
	Experience Financial, administrative and management experience at diverse companies, including audit firm		
	Education Accounting, Audit, Business/Management, Vilnius University		
Petar Petrov Pavlov	CEO at MAXIMA BULGARIA EOOD	131324923	Botevgradsko Shose blvd. 247, Poduyane Distr., fl. 2, Sofia, Bulgaria
	CEO at DEVELOPER BULGARIA EOOD	200369978	Botevgradsko Shose blvd. 247, Poduyane Distr., fl. 2, Sofia, Bulgaria
	CEO at MMS PROJECTS EOOD	175363447	Botevgradsko Shose blvd. 247, Poduyane Distr., fl.2, Sofia, Bulgaria
	CEO at DC BG EOOD	200713219	Botevgradsko Shose blvd. 247, Poduyane Distr., fl. 2, Sofia, Bulgaria
	CEO at MA Bulgaria EOOD	204882743	Botevgradsko Shose blvd. 247, Poduyane Distr., fl. 2, Sofia, Bulgaria
	CEO at TERNATE EOOD	208096193	Botevgradsko Shose blvd. 247, Poduyane Distr., fl. 2, Sofia, Bulgaria
	Experience 2005-2023 // Diverse management positions at MAXIMA BULGARIA EOOD		
	Education Law, Sofia University St. Kliment Ohridski		
Lauryna Šaltinė	CFO at MAXIMA GRUPĖ, UAB	301066547	Ozo str. 25, Vilnius, Lithuania
	Experience 2018-2022 // Finance positions at MAXIMA LT, UAB Experience in corporate finance at advisory firms and public sector consultancies		
	Education Economics and Business, Stockholm School of Economics in Riga		