

CIVITTA

 CODE OF
ETHICS

ACTING THE CIVITTA WAY

We created our Code of Ethics (“Code”) to help ensure that everything you do at or in collaboration with CIVITTA is in accordance with our general standards of integrity. This document will guide you in a situation of uncertainty and help you make the most appropriate decision.

The principles of this Code are approved by and have the full support of CIVITTA International Management Board, which is responsible for overseeing the Ethics and compliance with this Code.

Getting help or reporting a concern

All CIVITTA employees and experts must acknowledge and comply with the principles outlined in this Code while conducting daily business activities. If you face an ethical dilemma, doubt how to proceed further or observe a violation of the principles of this Code, please, contact us at: compliance@civitta.com.

All CIVITTA employees and experts must understand that violations of this Code are followed by disciplinary measures, including termination of the professional relationship. At the same time, employees are ensured that they can report violations of the Code without any fear of retaliation and that their concerns will be investigated in due course.

We invite employees to submit their feedback on this Code as part of CIVITTA’s commitment to strengthening our culture of ethics and compliance.

This Code applies to all CIVITTA employees and experts working across all CIVITTA offices and any other region where CIVITTA does not have an office. CIVITTA principles of business ethics are based on the CIVITTA values.

OUR VALUES



Integrity

We think long term and create relationships based on honesty and transparency

- ✓ We avoid conflict of interest and collusive behaviour
- ✓ We follow international ethical standards and are compliant with the law
- ✓ We maintain and respect confidentiality
- ✓ We condemn bribery and corruption



Impact

We help bring meaningful change, and our efforts are rewarded and recognized

- ✓ We ensure consistent project quality
- ✓ We support efforts to drive sustainable development
- ✓ We refrain from working on projects that contradict our values



Growth

We grow together through empowerment, teamwork and experience

- ✓ We grow by treating people fairly and promoting meritocracy
- ✓ We grow by embracing diversity in our collaborations
- ✓ We grow by investing in people and their development
- ✓ We grow by saving the client money



Adventure

We are open to new experiences and challenging the status quo

- ✓ We encourage entrepreneurship and initiative
- ✓ We respect work-life balance and encourage adventure in personal life
- ✓ We embrace the freedom to choose a career path

KEY GUIDING PRINCIPLES

We, as employees of CIVITTA, commit ourselves to the following mandatory guiding principles for conducting ethical business.



INTEGRITY

WE AVOID CONFLICT OF INTEREST AND COLLUSIVE BEHAVIOUR

A conflict of interest occurs when the interests of an individual or a group of individuals acting on behalf of the company interfere with the company's interests. Collusion is an unethical and at times illegal behaviour consisting of a predetermined agreement between competitors that infringes upon the principles of fair competition.

CIVITTA employees should make decisions and take actions that are in the company's best interest and not put personal interests ahead of those of the company. An employee must disclose any activity or relationship that leads to a potential conflict of interest to his/her supervisor or manager. Employees must not engage in any work outside of their employment contracts that conflicts with CIVITTA business interest or take advantage of any opportunities and relationships sourced from CIVITTA activities (e.g., working with company clients on a freelance basis without the consent of CIVITTA, engaging in competitor activities, using company information for personal interest and gain).

CIVITTA encourages fair treatment of all employees along the reporting lines regardless of the personal relationship status between employees. Fair treatment is ensured at the recruitment and performance appraisal stages as well as in day-to-day operational activities.

CIVITTA strictly adheres to all regulatory provisions which govern our markets and activities. While participating in tender procedures, we aim to compete for the best price-quality ratio and strictly prohibit any unlawful or unethical agreements with our competitors.

WE FOLLOW INTERNATIONAL ETHICAL STANDARDS AND ARE COMPLIANT WITH THE LAW

International ethical standards define a set of commonly accepted principles that act as guidelines for how a business should develop and conduct its operations. On the other hand, legal compliance represents a company's conformity to laws, regulations, policies, and specifications relevant to its business operations and applicable within a specific jurisdiction.

CIVITTA provides consulting services for private sector companies and public organizations under terms and conditions aligned with the internationally accepted ethical standards, such as the [United Nations Global Compact Principles](#) and the [FIDIC Code of Ethics](#).

At CIVITTA, we condemn any forms of psychological, physical, and sexual harassment and strongly prohibit the use of child labor. We uphold high standards of PSEAH based on the [Core Humanitarian Standard](#) and follow a zero tolerance policy with regard to sexual exploitation and abuse.

CIVITTA complies with all international, national, and local legislation affecting our operations. We ensure tax compliance in all territories of our operation, hire personnel on a legal basis, provide employment contracts in line with the local laws, and implement all the necessary occupational safety and health measures according to the local authority requirements.

Additionally, we have developed CIVITTA Sanctions Policy that sets out our approach to ensuring full compliance with all sanctions applicable to our business activities imposed by multiple government authorities.

CIVITTA SANCTIONS POLICY







All CIVITTA branches must comply with the rules established in this Policy and shall not participate in projects, engage in contractual relationships and receive payments from:

1. Entities or individuals and their immediate family members that are directly on sanctions lists of United Kingdom (UK), the European Union (EU), United Nations and/or the United States (US);
 - Entities owned 50% or more, directly or indirectly, by an individual / individuals or their immediate family members or an entity / entities subject to the Sanctions list;
 - Immediate family members shall be limited to the spouse, parents, stepparents, foster parents, father-in-law, mother-in-law, children, stepchildren, foster children, sons-in-law, daughters-in-law, grandparents, grandchildren, brothers, sisters, brothers-in-law, sisters-in-law, aunts, uncles, nieces, nephews, and first cousins.
2. Any governmental institutions and public sector organizations (central government, state government and local government organizations) in Russia and Belarus;
3. Any legal entities wherein the government of Russia, directly or indirectly, holds a partial (50% or more) or whole ownership of the enterprise;
4. Any legal entities registered in Russia or subsidiaries of companies headquartered in Russia;
5. Individuals or companies that are resident, incorporated, registered or located in occupied territories such as Crimea.

WE MAINTAIN AND RESPECT CONFIDENTIALITY

A confidentiality breach is the disclosure of information to someone without the consent of a person or a legal entity that owns it. Confidential information shall mean any information provided by CIVITTA or the clients or contractors of CIVITTA, as well as information about its employees. The information available in the public domain is not considered confidential.

Types of confidential information:

CIVITTA	CLIENTS/CONTACTORS
 <p>Company products CIVITTA project proposals and reports created by the company</p>	 <p>Client information Financial and any other information about CIVITTA's clients/contractors for project purposes</p>
 <p>Financial and Strategic Information Information about CIVITTA's business strategy and finances</p>	 <p>Recommendations developed during the project Information about client's strategy, plans or any other information developed within the project</p>
 <p>Personal records Personal sensitive employee data and information related to non-work matters and is not publicly available</p>	 <p>Personal records Information that relates to employees and business of a client or a contractor</p>

CIVITTA treats all information related to business activities with strict confidentiality as per client agreements and ensures that all its employees, experts, partner firms, suppliers, or other parties involved are aware of confidentiality obligations. These clauses stipulate that in case of any doubt, CIVITTA employees must treat any information as confidential. External communication of any confidential information, including client name and project descriptions, to family, friends or employee's network outside the project team is strictly prohibited.

CIVITTA ensures restriction of project information flow to avoid any potential conflict of interest between existing clients in the same industry. CIVITTA strictly prohibits disclosing any confidential project information to anyone outside the project team. CIVITTA Partners and employees must not work for the competing companies in the same market or industry unless enough time has passed since the last project with a client as per the confidentiality clause in the client agreement. CIVITTA Partners and employees must not discuss any client development opportunities or any client-related confidential information that has been received/acknowledged during the projects with anyone outside the project team.

All printed or electronic confidential information about the activities of CIVITTA or any of its suppliers, customers, or other parties acquired, received or made by an employee, a partner firm, or an external expert during their cooperation with CIVITTA shall be returned by an employee, a partner firm or an external expert to the authorized person or deleted.

Copying company and project information, using it for personal purposes, or transferring it to third parties is prohibited. The confidentiality principle also covers the rights for personal information privacy of employees, experts, candidates and clients, which aligns with the GDPR principles and CIVITTA's privacy policies. Employees and external experts are always consulted before their resumes, and personal information is included in a bid.

WE CONDEMN BRIBERY AND CORRUPTION

Bribery and corruption refer to providing or asking for an advantage through illicit or unethical means, such as gifts, privileges, favours, etc.

CIVITTA and its employees do not accept or offer direct or indirect payments, solicitations, or bribes in any form. We do not accept gifts or favours from nor do we make gifts or favours to business partners, except for minor and symbolic giveaways not exceeding a value of EUR 100 offered on special occasions such as Christmas or other international or national holidays. Generally, such attentions should not be made during ongoing engagements with clients or partners. We may offer or accept occasional dinner invitations for business negotiations, as deemed appropriate.



IMPACT

WE ENSURE CONSISTENT PROJECT QUALITY

Project quality for CIVITTA means that we strive for excellence in our services and endeavour to create a lasting impact for our clients.

CIVITTA measures quality based on the impact of the services we are providing. Therefore, we go the extra mile to ensure the quality of our projects. As a quality assurance measure, we engage only in assignments consistent with our background, experience, skills and qualifications. We fulfill the commitments that we undertake – we do what we say we will do - and take accountability for any issues related to the delivery of our services, such as mistakes, omissions, or errors. We stay objective in forming the advice we give to clients . We do not allow bias, prejudice or conflict of interest to affect our professional judgement and approach differences of opinion constructively and critically. Several CIVITTA offices are ISO certified for applying a management system in line with the ISO 9001:2015 standard for quality.

WE SUPPORT EFFORTS TO DRIVE SUSTAINABLE DEVELOPMENT

Sustainability for CIVITTA means that we are committed to protecting our people, societies, and environment and to encouraging and enabling sustainable practices among our employees, clients, and partners.

CIVITTA integrates environmental, social, and economic concepts into its decision making and activities. We acknowledge that our business services may at times impact the environment and societies, and we work towards reducing the potentially harmful effects.

We are committed to integrating sustainable practices into our everyday work lives through running efficient operations, reducing business travel when possible, supporting environmental and social organizations and projects across our geographies. We also work closely with our clients to help them bring their sustainable thinking to life. Some CIVITTA offices are certified for applying environmental management system according to the ISO 14001:2015 standard.

WE REFRAIN FROM WORKING ON PROJECTS THAT CONTRADICT OUR VALUES

Projects contradicting company values are those where the activities or impacts of the projects are coming into conflict with CIVITTA values of integrity, impact, growth and adventure.

CIVITTA does not engage in projects that put our integrity at risk, harm our employees and local communities, or cause company stagnation in terms of growth and adventure.



GROWTH

WE GROW BY TREATING PEOPLE FAIRLY AND PROMOTING MERITOCRACY

Fair treatment means that employees are not discriminated against on the basis of age, disability, nationality, race, or religion. Fair treatment applies to recruitment, performance assessment and promotion practices, as well as to all day-to-day interaction among colleagues.

CIVITTA promotes meritocracy in relation to its employees and potential hires and expects them to operate on equal rights regardless of age, disability, nationality, race, religion, gender, sexual orientation, years within the company or location. Fair treatment and a non-hierarchical atmosphere are encouraged among colleagues and project teams. To promote meritocracy and make CIVITTA fully transparent, we standardize recruitment, performance evaluation, promotion, and compensation policies and procedures.

WE GROW BY EMBRACING DIVERSITY IN OUR COLLABORATIONS

For CIVITTA, diversity goes beyond the workplace and involves cooperation with various companies, clients, and experts in our projects.

CIVITTA collaborates with a diverse base of partner companies and experts without discriminating against them based on age, years in business, size, country of origin or type of ownership. In the same way, CIVITTA keenly serves a varied range of clients, regardless of their country of origin, size of business, type of ownership or project budget. Embracing diversity in our collaborations allows us to be creative, learn, innovate, and grow constantly.

WE GROW BY INVESTING IN PEOPLE AND THEIR DEVELOPMENT

CIVITTA invests in its employees by providing various opportunities for their professional and personal growth.

CIVITTA promotes employees' development and well-being and offers a range of benefits applied equally and fairly to all employees of a similar level of seniority in the company. At CIVITTA, we provide our employees with training programs, individual training baskets, career advisory and mentorship, sports activities, etc. CIVITTA encourages continuous learning of the staff and supports combining studies with work.

WE GROW BY SAVING THE CLIENT MONEY

Saving the client money means being efficient in all processes and focusing efforts on the client engagement, instead of internal overheads.

CIVITTA challenges the consulting market with an efficient administration model that includes lean processes and low overheads. Being efficient allows us to charge our customers less, work with clients of different sizes under flexible conditions (time-material, success fee, fixed budget), deliver faster and better-quality projects. Thus, we do not overcharge our clients for inefficient processes and large overheads.



ADVENTURE

WE ENCOURAGE ENTREPRENEURSHIP AND INITIATIVE

CIVITTA provides freedom and support to each employee in regards to their ideas and entrepreneurial endeavours.

CIVITTA encourages employees to share and later implement their ideas on general business development and operational improvements in the company. Many of the existing successful processes in the firm have been suggested, managed and implemented by our own employees and consultants.

We also encourage and support entrepreneurial endeavors of employees to run a business within the group or outside. In case of mutual interest CIVITTA may support entrepreneurial ideas of employees through a joint venture or any other mutually beneficial arrangement.

WE RESPECT THE WORK-LIFE BALANCE AND ENCOURAGE ADVENTURE IN PERSONAL LIFE

CIVITTA promotes its employees' well-being and encourages balancing the time dedicated to working and personal life.

CIVITTA respects the personal and family life of its employees. We provide vacation and sick day leaves according to the local legislation of the countries we operate in and strongly encourage even the most committed employees to take their time off consistently. We acknowledge that sometimes longer working hours are required, but there are also weeks when personal life needs more attention. Therefore, we provide our employees with the flexibility to let them shift as they need. We offer additional days off in case excessive overtime is required due to the nature of the project. We allow our employees to choose working hours and locations to accommodate our people's needs best if it aligns with client requirements.

WE EMBRACE THE FREEDOM TO CHOOSE A CAREER PATH

The freedom to choose a career path at CIVITTA means that employees can adjust their professional paths within the company according to their capabilities and goals.

CIVITTA allows its employees to choose a career path and supports them in changing their focus area, type of activity or country. It may include moving between business streams (public, private, innovation or digital), teams (local, international), roles (core and non-core) and geographies (any of the countries where CIVITTA is present).

HOW TO BEHAVE THE CIVITTA WAY

This Code sets out basic principles for every CIVITTA employee, external expert, or partner firm to help them fulfil their responsibilities and tasks, make all business processes smooth and efficient, establish trustworthy relations with clients, partners, local communities and other stakeholders, and contribute to building a good company name.

Employee	person permanently engaged with CIVITTA on a full-time employment contract
Expert	person engaged part-time with CIVITTA within the terms of a service agreement contract
Partner firm	legal person cooperating with CIVITTA on project basis within a service agreement contract

CIVITTA Management, incl. Partners, Associate Partners, Project Managers, Office Managers and CEOs, in particular, are responsible for encouraging a sense of compliance in which all colleagues understand their obligations and feel comfortable to voice a concern without fear of retaliation. Thus, they should:

- Ensure that all employees are informed about and know how to report an ethical concern without fearing negative consequences.
- Never punish or tolerate the punishment of an employee for making a legitimate report.

As a CIVITTA employee, expert or partner firm you are encouraged to:

Acknowledge

the ethical principles

**Comply**

with the ethical principles in your daily activities

**Inform**

about all suspected violations of our Code or ethical dilemmas without fear of retaliation

**Promote**

ethical principles, encourage colleagues to follow them and use the available reporting channel

**Drive**

by example and communicate the importance of compliance with ethical principles





CIVITTA

compliance@civitta.com