



CODE OF CONDUCT

Introduction

Active Society' mission is to promote lifelong learning and to improve the quality of live in Bulgaria and Europe through international collaboration resulting in exchange of knowledge, experience and know-how.

The main objective of the organization is to support the Bulgarian society and help the citizens adapt, be prepared for the challenges of the 21st century and successfully integrate into the constantly changing environment of the modern world. To foster formative initiatives, adapt and mold them to the needs of the community with the purpose of being competitive, environmentally responsible and socially aware. Our ambition is to deliver superior value through our initiatives, our clients and stakeholders, and act as a respected member of the community. In order to achieve this, the highest possible level of integrity and professionalism is needed.

Our history of accomplishments since 2004 would not have been possible without this drive to excel in integrity and professionalism. Following the highest principles inherent in legal requirements and internal organization standards is fundamental to this endeavor for our members, management and staff.

Our Code of Conduct is fundamental to the task of ensuring a common set of values across our organization. The values and principles set forth in this Code of Conduct are reflected in the policies and directives of Active Society and adherence to these values and principles is expected from all of our employees.

We recognize the importance of achieving agreement at the highest levels of management on what constitutes honest and ethical business practice. We continuously strive to keep the Code of Conduct relevant to evolving business conditions and regulatory environments and our core ethical values.

We, the members of the Board of Directors of Active Society, personally endorse the values put forward in this Code of Conduct. We are committed to continuously improving management practices in this regard and supporting all employees and service providers of Active Society in living up to both the letter and the spirit of these values in performing their daily work.

Board of Directors of Active Society

Our 11 core values as members of ACTIVE SOCIETY

Our 6 core ethical values

Integrity	We realize that our organization is based on our core ethical values and our long-standing reputation for integrity, trust, confidentiality, fairness and professionalism. We respect the interests of our stakeholders (clients, members, employees, service providers, government authorities, and media) and of society as a whole.
Responsibility	We honor our commitments and take personal responsibility for our actions. We promise only what we can deliver. We do not mislead our stakeholders.
Fairness	We believe in courteous and respectful treatment. We support equal opportunities and a work environment free from discrimination and harassment of any kind.
Compliance	We acknowledge the importance of all relevant local and international laws, regulations, policies and standards, both internal and external, and comply with them. We are committed to exemplary management discipline and a first-class control and compliance environment.
Transparency	We seek constructive, transparent and open dialogue with our stakeholders based on fairness, respect and professionalism.
Confidentiality	We treat confidential information as such and do not disclose non-public information concerning Active Society, its employees, members and partners, unless required by law.

Our 5 core performance values

- Service** We are committed to providing superior service. We believe that knowing our partners and offering them value by combining good judgment, in-depth knowledge and prompt and courteous service leads to success.
- Excellence** We are committed to excellence through continuous improvement of our management practices and know-how. We view mistakes as a chance to improve.
- Teamwork** We believe in achieving more for our stakeholders by working together to draw upon our individual and collective strengths and abilities, international and across business areas.
- Commitment** We recognize individual contribution to our current and future success and reward it objectively, taking into account personal contribution to targets, governance and teamwork. Every employee contributes her or his best to reach our common goals by maintaining focus and intensity of effort.
- Risk culture** We base our activities on conscious, disciplined and intelligent decision making. We believe in independent risk management, compliance and audit processes with proper management accountability for the interests and concerns of our stakeholders.

Part I – Guiding principles

1. Purpose of the Code of Conduct

We have adopted this Code of Conduct in order to describe – in summary – the common standards for our organization, management and employees. Our Code of Conduct has been designed to deter wrongdoing and to promote the values and principles outlined below.

The policies, directives, instructions and manuals of Active Society, although not part of this Code of Conduct; reflect the values and principles set forth in this Code of Conduct. Adherence to these values and principles is expected from all of our employees. Also, each member of our Board of Directors is committed to comply with this Code as if such director were an employee.

2. General principles

- Mission** The mission of Active Society is to promote lifelong learning and to improve the quality of live in Bulgaria and Europe through international collaboration resulting in exchange of knowledge, experience and know-how.
- Responsibility** We recognize the following areas of responsibility and set forth the following goals:
- ◆ To clients: to provide services and innovation which meet partners and clients needs, and offer appropriate advice, speediness, convenience and value in terms of price and quality.
 - ◆ To employees: to offer interesting and challenging positions, provide equal opportunities and promote personal and professional development.
 - ◆ To service providers: to seek mutually beneficial relationships with contractors, suppliers and partners, and promote the application of the Code of Conduct principles in doing so.
 - ◆ To government authorities: to strictly observe and comply with the relevant laws, rules, regulations, codes and standards of good practice.
 - ◆ To the media: to acknowledge the role of the media, foster a dialogue with them and support them in providing objective coverage of our activities.
 - ◆ To society: to operate as a responsible member of the society at large and in the communities in which we operate, and carry out the commitments we make to adhere to local and international conventions or codes.
- Integrity** We honor our commitments. We promise only what we can deliver.
- Communication** We communicate with all our members, partners and other stakeholders in a respectful, professional and timely manner. We provide information that is full, fair, accurate, complete, objective, timely and understandable in all material respects. To these ends, within the limitations of applicable law and regulations, we follow four basic rules:
- ◆ We communicate openly, transparently and proactively.
 - ◆ We designate spokespersons for media and investor relations.
 - ◆ We make no public statements on personnel issues, public and politic issues, and ongoing investigations.
 - ◆ We make no comments on rumors.

3. Employment practices

Active Society offers:

- ◆ equal opportunities irrespective of race, national origin, gender, sexual orientation, religion, or age;
- ◆ a work environment without discrimination, harassment, retaliation and retribution;
- ◆ an “open door” policy that gives every employee access to management;
- ◆ periodic, fair and objective evaluations which take into account personal contribution to targets and teamwork, as well as adherence to the values and principles set forth in this Code of Conduct.

4. Responsibility of employees

Each employee is responsible for:

- ◆ abiding by all laws, rules and regulations as well as the internal policies of Active Society, including the values and principles set forth in the Code of Conduct;
- ◆ being familiar with guidelines, manuals and emerging best business practices relevant to their duties and implementing them conscientiously to the best of their abilities;
- ◆ raising questions and, ultimately, objecting if concerned that a standard of conduct is not met;
- ◆ committing to teamwork and contributing his or her best to reaching common goals;
- ◆ contributing to an atmosphere of trust, professionalism, performance, pride and self-esteem;
- ◆ acting at all times in good faith, responsibly, with due care, competence and diligence, and without any misrepresentation of material facts;
- ◆ acting objectively, without allowing his or her independent judgment to be subordinated;
- ◆ protecting all assets and resources of Active Society and promoting their efficient use;
- ◆ acting at all times in an honest and ethical way, including the ethical handling of actual or apparent conflicts of interests;
- ◆ dealing fairly with our partners, customers, suppliers and other employees, and never taking unfair advantage of anyone through unethical behavior;
- ◆ reporting violations of law or other misconduct in accordance with Active Society's policies and procedures so that such issues can be properly addressed;
- ◆ as managers, striving to achieve leadership competencies in setting a clear, customer focused direction, setting an example in personal commitment, being credible and keeping promises, properly supervising reporting employees, monitoring compliance and creating an organizational environment in which employees can excel.

5. Sustainability

We are cautious about international conventions on sustainable development and adhere to their principles. We include considerations pertaining to environmental and social issues in our business decisions and in managing our resources and infrastructure.

6. Significant business issues

Documentation

We record accurately, fairly, timely and completely all transactions and obligations on our accounts and documentation.

We maintain systems of internal accounting controls designed to ensure the reliability and adequacy of our accounts, records and the financial and regulatory reports derived there from. We maintain records for the period required by applicable law and regulations.

Due diligence

We know our clients and conduct our transactions in accordance with the Code of Conduct.

Safeguarding information

We maintain appropriate instruments to control and monitor the transfer of confidential and sensitive information within and, as far as possible, outside our organization on a need-to-know basis.

Confidentiality

The disclosure of any non-public information concerning Active Society, members of the organization, partners and institutions, as well as individual clients is prohibited, except for legal inquiries.

Conflicts of interest

We will not tolerate conflicts of interest. Conflicts between the interests of Active Society and our employees or their families are prohibited, unless disclosed and approved in the manner contemplated by this Code of Conduct or other Active Society policies and procedures. Any situation which appears likely to result in an apparent or actual conflict of interest must be adequately reported in a timely manner, and specifically approved by the Board of Directors or otherwise in accordance with our policies and procedures. The Chairman of Active Society, the Board of Directors, principal accounting officer or controller, or persons performing similar functions at the legal entities Active Society must provide full and timely disclosure of any personal or professional transaction or relationship which appears likely to result in an actual or apparent conflict of interest.

Part II – Implementation principles

7. Communication and supervision

Our managers are responsible for communicating the values and principles set forth herein to our employees and for supervising compliance. They should encourage employees to talk to supervisors and other appropriate personnel, when in doubt about the best course of action in a particular situation.

8. Reporting of violations

Our most valuable asset is our reputation for integrity and fair dealing. It is our policy that our employees report violations of laws, rules, regulations or the Code of Conduct internally so that such matters can be properly addressed. We encourage reporting to be done directly to the relevant supervisors or, where appropriate, directly to higher levels in accordance with our policies and procedures. Reports may be made on a confidential, anonymous basis. We prohibit retaliation against any employee for such reports made in good faith.

9. Disciplinary measures

We assess whether violations of the Code of Conduct have occurred and, if so, determine the disciplinary measures to be taken against the violator and others involved in the wrongdoing such as:

- ◆ persons who fail to use reasonable care to detect a violation;
- ◆ persons who, if requested to divulge information, withhold material information regarding a violation;
- ◆ Supervisors who approve or condone the violations or attempt to retaliate against employees or agents for reporting the violations or violators.

Disciplinary measures may include, but are not limited to, counseling, oral or written reprimands, warnings, probation or suspension, demotions, and reductions in compensation, termination of employment, restitution, and legal action.

10. Exceptions

It is our intention not to grant waivers or exceptions from this Code of Conduct.

11. Continuous improvement

Although this Code of Conduct is not intended to create legally binding obligations on Active Society, or to confer legal rights to employees or others, we periodically review it and our past performance, including lessons learned, in striving towards excellence in the adherence to the principles and values set forth herein.

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