

UAB „BALTIC AMADEUS“ CODE OF CONDUCT

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Public document

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DOCUMENT REVIEW HISTORY

Version	Date	Prepared by	Review
2024 09 17	2024-06-13	Lawyer	New document, the first version.
2025 09 19	2025-09-19	Head of Legal	<ul style="list-style-type: none"> - Information about the individuals who prepared the document versions has been anonymized; - Section 1 supplemented with information on applicable ISO standards; - Section 2 supplemented with conditions regarding equal opportunities for employees, organizations representing employee rights, employee welfare, and ensuring employee inclusion; - Section 3 supplemented with the commitment to reduce environmental and climate impact, supplemented commitments and recommendations to Business Partners; - Section 4 has been supplemented with information and personal data protection requirements, recommendations for Business Partners, and commitments towards quality and environmental.

1. GENERAL PROVISIONS

- 1.1. This Code of Conduct (hereinafter – the **Code**) defines the position of UAB “BALTIC AMADEUS” and companies of its group (hereinafter collectively referred to as the **Company or we**) and the enshrined values of occupational safety and health, environmental protection, social responsibility and governance (ESG), in the fields of business ethics and governance.
- 1.2. The preparation and implementation of this Code has been guided by the legal acts of the European Union and the Republic of Lithuania and internationally recognised sources, the list of which is present in Section 7 of this Code.
- 1.3. This Code has been developed and implemented in accordance with the international standards implemented by the Company – ISO 9001:2015/Amd 1:2024 (quality management), ISO 14001:2015/Amd1:2024 (environmental protection), and ISO/IEC 27001:2022/Amd1:2024 (information security).
- 1.4. This Code establishes minimum standards of ethical conduct that supplement the requirements defined in the legal acts applicable to the Company and in the Company’s implemented international standards of business management. If national or international legal acts and/or implemented international standards establish a stricter position regarding the issues regulated in this Code, priority shall be given to the regulation provided by the legal acts and/or implemented international standards.
- 1.5. This Code shall be applied to and be binding on all employees of the Company. Failure to comply with or violation of the conditions set forth in this Code shall be deemed a gross violation of employment duties.
- 1.6. The Company strives for its services to be provided ethically and to create harmonious business relations based on ecological, social and economic balance and in accordance with the highest ethical principles, therefore, the provisions of this Code shall also be applied and compliance therewith shall be expected from the suppliers of goods and services used by the Company and other business partners, who have concluded or seek to conclude contracts with the Company (hereinafter – **Business Partners**).
- 1.7. Non-compliance or violation of the conditions set forth in this Code committed by the Business Partners shall be considered a fundamental breach of contract, granting the Company the right to unilaterally terminate the contract or refuse to conclude it.

- 1.8. In addition to this Code, obligations in the areas of application of the Code shall also be governed by:
 - 1.8.1. For employees – the Company's internal documents, i.e. policies, procedures, rules and instructions, which are available to all employees and with which employees have been familiarised with under signature;
 - 1.8.2. For Business Partners – contracts and agreements concluded with the Company.
- 1.9. This Code shall be reviewed periodically, however, at least once a year, and updated as needed.

2. RESPECT FOR HUMAN RIGHTS AND SOCIAL RESPONSIBILITY

- 2.1. Our activities respect and protect the basic human rights and freedoms stipulated in the United Nations (hereinafter – **UN**) Global Compact and the UN General Assembly's Universal Declaration of Human Rights.
- 2.2. We have approved internal documents establishing equal opportunities and non-discrimination, prohibiting any form of violence and harassment, regulating transparent remuneration, etc.
- 2.3. We follow the principle of equal opportunities (non-discrimination) and shall not tolerate any form of discrimination on the grounds of age, sex, race, nationality, citizenship, ethnicity, language, origin, social status, religion, belief, belief, opinions, views, age or sexual orientation, health condition, family or marital status, membership in a political party or association, and other values protected by law, and we encourage employee diversity and self-expression.
- 2.4. We promote equal opportunities at all levels of employment, promotion, remuneration, and management. We are committed to ensuring that all employees have equal opportunities for professional growth, regardless of their personal characteristics.
- 2.5. The Company prohibits child labour and forced labour in any form; we follow the requirements set by legislation for wages, overtime, as well as balance of work and rest time.
- 2.6. We apply equal employment opportunities and working conditions to all persons in the Company; we carry out personnel selection based on objective and clearly defined criteria.
- 2.7. We ensure working conditions and measures that meet occupational safety and health requirements. We do not tolerate any form of psychological pressure. We take care of not only the physical but also the emotional health of our employees, thus, we create and maintain an environment where it is emotionally safe to work, and in case of need, we provide comprehensive assistance.
- 2.8. We respect and recognize the right of employees to collective bargaining. Employees are free to form or join trade unions, works councils, or other legitimate employee representative organizations. The company respects these rights and does not discriminate against employees for exercising them. The company complies with all provisions of the Labor Code of the Republic of Lithuania, including the principles of social partnership – cooperation with employee representatives in resolving issues related to working conditions, safety, remuneration, and other matters.
- 2.9. We encourage personal development and continuous learning, create conditions for developing employees' abilities and improving qualifications.
- 2.10. We strive to ensure employee job satisfaction and emotional well-being. We encourage employee involvement in decision-making on issues related to improving their work environment and processes. We strive for open feedback, conduct employee opinion surveys, respond to suggestions, and care about an inclusive and supportive work environment.
- 2.11. We respect and protect the privacy rights of employees, Business Partners, their representatives and other persons; we process personal data only with a legal basis and purpose and in compliance with the requirements set by legislation.
- 2.12. We have implemented measures that allow employees and Business Partners to report violations of legal acts. We ensure the confidentiality of the person submitting the report.

3. ENVIRONMENTAL PROTECTION

- 3.1. The Company operates in compliance with the mandatory requirements of national and EU environmental protection legislation and in compliance with the requirements of ISO 14001:2015/Amd1:2024.
- 3.2. By providing intellectual services and creating intangible deliverables, the Company ensures that the footprint and impact of its activities on the environment is as small as possible. The Company reduces the residual impact by the methods and means described in the Company's internal documents.
- 3.3. We recognize the climate change as one of the most important global challenges. We are committed to reducing the impact of our activities on the climate. We consistently implement measures to reduce greenhouse gas emissions and support initiatives aimed at achieving climate neutrality. We assess the risks posed by climate change to our operations and supply chains, and plan for long-term adaptation and resilience.
- 3.4. The Company accepts a culture of remote and hybrid work, and employees are encouraged to avoid unnecessary travel by vehicles.
- 3.5. Sustainability, responsible use and reuse of various resources and equipment are promoted in the office and work environment. Renewable energy sources are used to conserve natural resources. In order to reduce waste, we apply the principles of the circular economy: we sort and send waste for recycling.
- 3.6. We set clear environmental goals and regularly evaluate our progress.
- 3.7. We encourage employee involvement in environmental initiatives, implement related internal projects, and raise awareness and responsibility in the areas of environmental protection and climate change.
- 3.8. We expect our Business Partners to:
 - 3.8.1. Reduce or strive to reduce the amount of carbon dioxide (CO₂) released into the climate and environment or otherwise reduce the negative impact on the environment (i.e. in the process of providing services or creating goods, actively conserve various resources, including natural resources, analyse aspects of energy efficiency, environmental friendliness and choose measures for the performance of activities which are as friendly as possible on the environment and/or otherwise contribute to reducing the impact on climate change) and develop a responsible approach of its employees towards environmental protection and climate change mitigation;
 - 3.8.2. Use, as much as possible, renewable energy resources in their activities, apply circular economy principles, sort waste, reduce its volume, and ensure recycling opportunities;
 - 3.8.3. If the Business Partner is required by applicable legislation, the Business Partner shall prepare an ESG/sustainability policy or strategy and submit an ESG/sustainability report or other similar document to the Company, which substantiates the sustainability of the Business Partner's activities;
 - 3.8.4. We recommend that Business Partners follow ISO 14001:2015/Amd1:2024 or equivalent environmental management standards, which help to systematically manage environmental aspects and strive for a continuous reduction in the impact of activities on the environment and climate.

4. BUSINESS AND SOCIAL ETHICS AND GOVERNANCE

- 4.1. In the Company, we are guided by the principles of ethical and responsible business, and we strive to create and maintain transparent, harmonious business relationships based on mutual respect and cooperation.
- 4.2. **Prevention of corruption and conflicts of interest**
 - 4.2.1. **Concepts and definitions:**
 - 4.2.1.1. "Gift" shall mean any property, property right or service transferred or received gratuitously, including material objects and other types of benefits that can be valued in money, such as items, services, entertainment, discounts, gift vouchers, invitations to participate in events, excessive hospitality, catering etc.;

- 4.2.1.2. "Conflict of Interest" shall mean a situation when the representative of the Company makes a decision related to his/her own private interests or those close to him (family members, relatives, friends);
- 4.2.1.3. "Bribery" shall mean a promise or agreement to accept a bribe given directly or indirectly by the person or through an intermediary, or demand or provocation to give a bribe, or acceptance of a bribe for lawful action or failure to act in the exercise of authority;
- 4.2.1.4. "Corruption" shall mean abuse of authority to benefit oneself or other persons and thereby harming the interests of the state or individual natural or legal persons;
- 4.2.1.5. "Abuse of Office" shall mean act or omission in violation of the law in order to obtain an unreasonable reward for oneself or another natural or legal person;
- 4.2.1.6. "Trading in Influence" shall mean the promise, offer or giving to a public official or any other person, directly or indirectly, an unreasonable reward, so that this public official or person would abuse his/her perceived influence in order to obtain an unreasonable reward from a public institution for himself/herself or for any other person, as well as the direct or indirect request or acceptance of any unjustified reward for himself/herself or another person by a public official or any other person, so that this public official or this person, by abusing his/her perceived influence, obtains an unjustified reward from a public institution.

- 4.2.2. We do not tolerate Bribery, Abuse of Office, Trading in Influence and other forms of Corruption in the Company's activities.
- 4.2.3. We avoid situations that could lead to a Conflict of Interest. Upon becoming aware of a potential Conflict of Interest, employees must immediately notify their direct supervisor and refrain from taking appropriate actions/decisions until specific approval or other guidance has been received.
- 4.2.4. The Company does not accept Gifts or hospitality that could directly or indirectly be understood as a reward, influence or protectionism. The Company's employees are allowed to give and accept only symbolic business Gifts common in business practice, the value of which does not exceed EUR 100 (e.g. souvenirs representing the company or the country, stationery, delicacies, hospitality).
- 4.2.5. Gifts or hospitality may not be given or accepted during public procurement, other tenders or negotiations, which could lead to a Conflict of Interest. The Company shall not in any case provide Gifts or hospitality to politicians, state and municipal officials, other civil servants or persons equivalent to them and their close relatives, if such actions are related to the official position or official duties of the politician, official or employee.
- 4.2.6. The Company shall maintain a neutral attitude towards politics and does not show favouritism or provide support in any form to politicians, political parties, their representatives or their candidates, election campaigns, foundations or other organisations established by politicians or persons related to them.
- 4.2.7. The Company can provide support to non-governmental organisations and other recipients of support only based on the legal acts regulating the provision of support and after receiving approval for the provision of support in accordance with the procedure established by the Company.

4.3. **Prevention of money laundering**

- 4.3.1. The Company does not conduct financial transactions in cash. All payments shall be made by bank transfer only and on the basis of documents that form the legal basis for payment.
- 4.3.2. Before concluding contracts with new Business Partners, the Company shall carry out a mandatory company inspection procedure, which shall assess the scope and territory of the Business Partner's activities, operational risks and other information defining the reliability and mandatory accountability of a particular Business Partner to state institutions, which determines the Company's decision to cooperate with this Business Partner. In specific case the Company shall also assess the information on the Business Partner's structure, managers and beneficiaries, possible connections with other entities.
- 4.3.3. The Company shall also periodically carry out verification procedures of existing Business Partners, may present control questionnaires to Business Partners, require additional documents or information, etc.

4.4. International sanctions

4.4.1. We comply with the requirements specified in the legal acts of the European Union, the United Nations and other international organisations, in which the Republic of Lithuania is a member or participates, governing the implementation of international restrictive measures and sanctions (hereinafter – the **Sanctions**).

4.4.2. We do not have or enter into business relationships with Business Partners that are subject to the Sanctions or that are directly or indirectly controlled by persons subject to the Sanctions. Before entering into a business relationship, we evaluate each potential Business Partner and are entitled request additional information about business relationships and controlling persons of the latter from our existing Business Partners.

4.5. Fair competition

4.5.1. We do not carry out and do not tolerate actions that may threaten fair competition or are otherwise incompatible with honest business practices – we do not participate in any form of illegal agreements, transactions or meetings, we do not create market restrictions, we implement the necessary technical and organisational measures to protect confidential information learned during performance of our activities.

4.5.2. We strive for competitive advantage in the market by constantly improving, accumulating experience, investing in development, knowledge and innovation so that our services are always relevant and attractive to customers and partners. At the same time, we strive to make our work environment attractive, modern and helping to form innovative ideas and competences of employees based on experience and continuous improvement.

4.5.3. We respect our competitors and promote healthy and fair competition in our fields of activity.

4.6. Information security and personal data protection

4.6.1. Information security and personal data protection are an important part of the Company's business ethics. We manage these aspects in accordance with the requirements of the ISO 27001:2022/Amd1:2024 standard and the applicable legislation. The organizational and technical measures implemented by the Company ensure the confidentiality, integrity, and availability of information. The set of critical measures includes data protection systems, access control, and regular testing.

4.6.2. The company has a clear incident reporting mechanism in place, allowing both employees and Business Partners to report information security, data security breaches or other incidents, and reports are thoroughly investigated to eliminate the possibility of recurrence.

4.7. Transparency and reporting

4.7.1. We ensure that the financial accounting maintained by the Company is accurate, carried out in compliance with the requirements of valid legal acts and Lithuanian financial reporting standards, correctly recording all economic operations and events of the Company. The Company's annual financial statements are audited by independent auditors.

4.7.2. We ensure that transactions entered into by the Company are properly formalised in accordance with the best practices and standards of document preparation, accounting and archiving.

4.7.3. We ensure the opportunity for state institutions, and if there is a need and legal basis, also for customers and Business Partners, to carry out inspections and audits of the Company's activities, and we cooperate in good faith.

4.7.4. The Company maintains responsible, transparent, and ongoing communication with customers, employees, Business Partners, institutions, and other interested parties. Customer feedback is actively collected and used to improve service quality and strengthen trust.

4.8. We ensure that the quality of our operations is managed in accordance with the requirements of the ISO 9001:2015/Amd 1:2024 standard, which covers the satisfaction of customer requirements, needs, and expectations, process management, and continuous improvement of operations.

4.9. The Company applies sustainable procurement practices. Supply chain management is based on systematic evaluation and monitoring of the Business Partners in terms of their compliance with environmental, operational quality, information security, and personal data protection requirements. Business Partners undertake to carry out their activities in accordance with the principles and requirements established by the Company, which are set out in the signed contractual documents.

- 4.10. When choosing Business Partners, renewing and continuing cooperation with them, we follow the requirements of applicable legal acts and the Company's internal regulations, as well as the provisions of this Code, the principles of equality, non-discrimination, mutual recognition, proportionality and transparency. We recommend that the Business Partners implement and apply the ISO/IEC 27001:2022/Amd1:2024 information security management standard or apply equivalent methods to ensure information security and ISO 9001:2015/ Amd 1:2024 or other methods to ensure a consistent level of operational quality.
- 4.11. We refuse to cooperate and be associated with Business Partners whose activities do not comply with this Code, our values and principles of organisation of activities.

5. MONITORING AND CONTROL OF COMPLIANCE WITH THE CODE. REPORTING VIOLATIONS

- 5.1. The Company's top-level managers and heads of structural departments form the standard of conduct provided for in this Code by their own conduct and ensure that activities in their areas of responsibility are carried out in accordance with the provisions of this Code.
- 5.2. The Company's Chief Human Resource Manager shall be responsible for ensuring that employees are properly introduced to the Code and the Company's internal regulations implementing it, and that their content is clearly and comprehensibly disclosed (for example, during internal training, etc.).
- 5.3. The Company's Chief Operations Officer and heads of structural divisions shall be responsible for presenting the Code for the introduction and approval of Business Partners.
- 5.4. The Company employees and Business Partners are encouraged to report any observed, suspected and/or potential violations of this Code. Notifications can be sent by e-mail to pranesk@balticamadeus.com; the anonymity of whistleblowers shall be ensured.
- 5.5. The employees may also report violations of this Code to their direct supervisor or the Chief Human Resource Manager.
- 5.6. The Company shall ensure that all possible violations of the Code are properly registered, examined by competent persons, and the decisions made are implemented immediately.
- 5.7. Upon identification of signs of a criminal act or violation of legal acts, the Company shall inform the responsible authorities about it.

6. FINAL PROVISIONS

- 6.1. All employees of the Company shall be familiarised with this Code under signature in accordance with the procedure established by the Company.
- 6.2. The Business Partners shall confirm their familiarity with this Code and their commitment to comply therewith by signing contracts that refer to the Code, or by signing separate agreements or annexes to contracts.
- 6.3. This Code and its amendments shall be approved by order of the Chief Executive Officer of the Company.
- 6.4. This Code shall be openly published on the Company's website and on the Company's information and knowledge exchange system/intranet page Confluence.

7. SOURCES

- 7.1. [UN Global Compact](#)
- 7.2. [The UN Universal Declaration of Human Rights](#)
- 7.3. [Conventions of the International Labour Organisation](#)

- 7.4. [The UN Convention Against Corruption](#)
 - 7.5. ISO 9001:2015/Amd 1:2024 – Quality management systems — Requirements — Amendment 1: Climate action changes.
 - 7.6. ISO 14001:2015/Amd 1:2024 – Environmental management systems — Requirements — Amendment 1: Climate action changes.
 - 7.7. ISO/IEC 27001:2022/Amd 1:2024 – *Information safety management systems — Requirements — Amendment 1: Climate action changes.*
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