

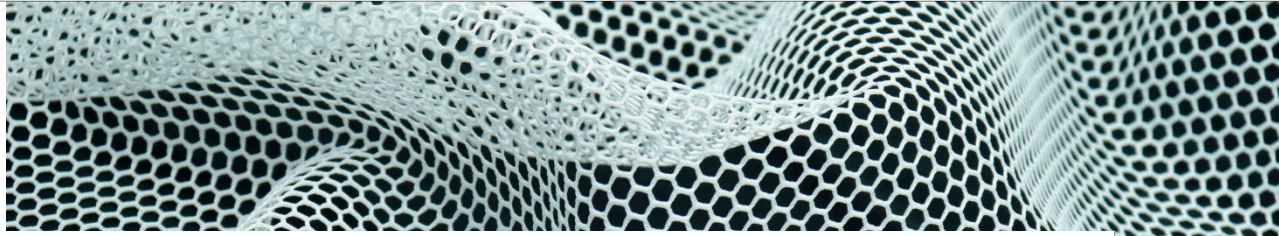


Reliability  
Passion  
Boldness  
Commitment

# Code of conduct







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# Message from the Chairman and Chief Executive Officer

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For over 150 years, Chargeurs has been serving its customers by constantly improving its industrial, environmental and societal performance. Our Group's outstanding longevity is based on the solidity of its business model, the permanence of its values and its distinctive entrepreneurial DNA.

The cornerstone of our culture and integrity, the Chargeurs Group's Code of conduct, formalizes the principles and ethics standards that unite us around an ambitious, sustainable and constantly innovative project. It sets out the rights and responsibilities that are essential to our collective success. The collective and daily embodiment of these commitments is reflected in the responsibility of all our employees and our principles of integrity.

Our Code of conduct takes changing laws and regulations into account, in particular in the fight against corruption. However, beyond the framework of standards that we must respect wherever we operate, it reflects a deep conviction: the most rigorous respect for ethics is the fundamental respect that we owe our employees, our customers, our shareholders and all of our stakeholders. This is also our best protection in a particularly complex world.

We are all actors in this ethics approach. We have thus set out the foundations for our compliance approach, including a whistleblowing system, open to our employees and our business partners, allowing everyone to report any breach of our principles and to adopt the necessary measures. This system should be used in good faith, in a discerning manner and without any direct financial counterpart, so that it may be a positive tool in our approach.

Protecting our Group and its future developments is our joint responsibility. I am counting on each and every one of you to make the commitments in this Code yours and apply them daily.



**Michaël Fribourg**  
Chairman and  
Chief Executive Officer

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# Introduction

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# Chargeurs, a global leader, its DNA marked by excellence

With a constantly changing portfolio of assets, Chargeurs is a global leader in high value-added technological industrial services, present in niche markets and providing its BtoB and BtoC customers with integrated and customized solutions.

Enriched by over 150 years of history, the Chargeurs Group has nearly 2,500 employees on five continents working in our three activity segments:

## Technologies

Solutions for high-end materials and technical textiles for the luxury and fashion markets.



## Luxury

Emblematic brands in accessories and leather goods, high-end personal care products, as well as expertise in design and visitor experience for world-renowned cultural sites.



## Diversification

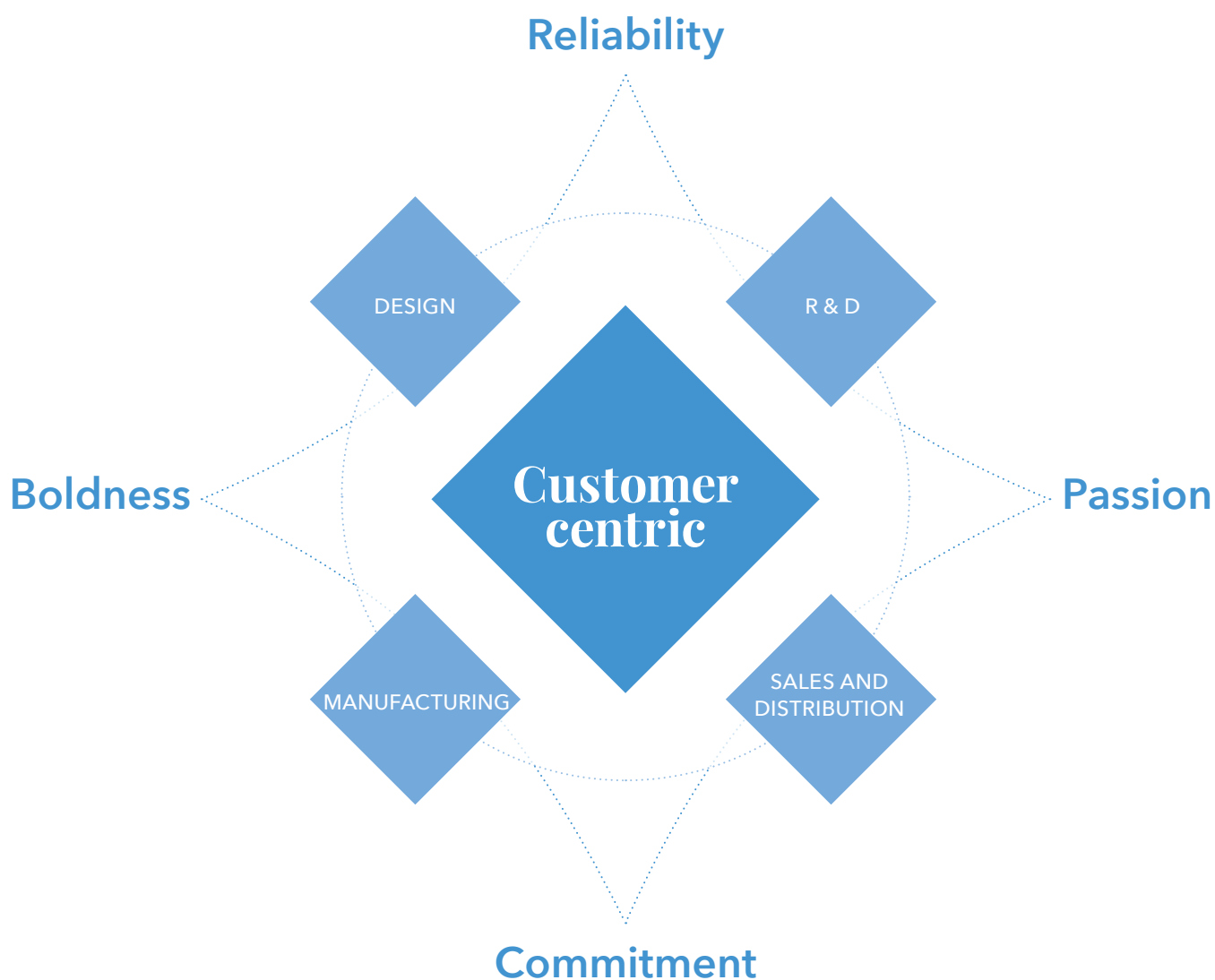
Potential for additional value, complementary to the Group's other activities.



# Our foundation

In its 150-year history, the Group has developed a DNA marked by excellence, which has created its distinctive culture. It is based on four core values:

**Reliability, Passion, Boldness and Commitment.**



# A Code of conduct that serves our sustainable model

This Code of conduct is the foundation of our ethics approach. Since its first edition in 2017, it formalizes all the values, principles and rules in place in the Chargeurs Group.

## SHARING A COMMON ETHICS FRAMEWORK

The adoption and promotion of ethical behavior is of prime importance to the Chargeurs Group.

The Chargeurs Group's Code of conduct aims to:

- ◆ promote ethical behavior;
- ◆ define the Group's rules, usages and principles in terms of ethics, social responsibility and respect for the environment;
- ◆ ensure that all our employees are aware of these and respect them in their actions and their relations with our partners.

This Code is supplemented by policies and procedures, which are available on the Group's website and indicated in this Code. They specify the guidelines to be adopted in certain situations.

This new version was presented to the Group's Audit Committee and validated by the Board of Directors on 12/14/2022. It was also presented to the Group's Ethics Committee.

## A Code integrated into our organizations

This Code applies in addition to local regulations in force. The activities of the Group's subsidiaries are organized in compliance with the laws and regulations of the countries in which they are located, which employees must respect in the same way as the principles of the Code.

## A Code based on international benchmarks

This Code is notably based on:

the Universal Declaration of Human Rights

the United Nations Global Compact

the United Nations Guiding Principles on Business and Human Rights

the principles of the United Nations Global Compact, of which the Group has renewed its membership every year since 2017

the OECD Guidelines for Multinational Enterprises

the International Labour Organization conventions



# A Code that engages and protects our stakeholders

The principles of conduct defined in this Code of conduct are applicable to all Chargeurs' employees in the various companies.

The Chargeurs Group distributes its Code of conduct, signed by all the Managing Directors of the business lines, to its employees and partners. The Code of conduct is available on the Group's website, as well as on its intranet in French - reference document for France - and English - reference document other than for France. The Code of conduct is expected to be translated more widely to enable as many of our employees and partners as possible to read it in their mother tongue.

## EMPLOYEES OF THE CHARGEURS GROUP

All employees in the Chargeurs Group and its entities are required to respect the principles of conduct defined in this Code.

In order that they fully understand and implement the principles defined in this Code, we train our teams regularly, in particular exposed staff, in:

- ◆ ethics and anti-corruption, through a presentation of the regulatory framework and role-play simulations;
- ◆ human rights risk prevention and detection in our value chain.

Each Chargeurs Group entity is required to:

- ◆ establish exemplary relations with its employees;
- ◆ encourage its employees to act, in all circumstances, with integrity, in a serious, fair, responsible and sustainable manner;
- ◆ promote the Group's ethics commitments with its partners (suppliers, distributors, subcontractors, etc.).

## PARTNERS OF THE CHARGEURS GROUP

Chargeurs distributes its Code of conduct to its partners. The Group expects them to share the same demanding standards in terms of ethics and compliance.

# A collective ethics approach

Chargeurs has put in place a governance that is adapted to its operational realities in order to ensure compliance with the principles and values presented in this Code of conduct.



## Compliance Officers and Correspondents

*trusted third party in each of the Group's business lines*



**All Group employees**



# Missions

## Chief Executive Officer and Board of Directors

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- ◆ define and underwrite the Group's ethics approach.

## Ethics Committee

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- ◆ define and recommend best governance and ethics practices to the Board of Directors;
- ◆ supervise and control the proper application of the Code of conduct;
- ◆ give a consultative opinion on the procedures adopted by the Group;
- ◆ express its position on critical cases, submitted to it by the Chief Compliance Officer or Chairman and Chief Executive Officer;
- ◆ investigate and determine the follow-up to be provided in the event of whistleblowing.

### Chief Compliance Officer Groupe

- ◆ ensures compliance with the principles defined in this Code;
- ◆ supervises the compliance systems;
- ◆ acts as the link with the Board of Directors, the Audit Committee and the Ethics Committee.

## Compliance Officers and Correspondents

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- ◆ distributing the Code of conduct and the compliance and ethics culture;
- ◆ rolling out and implementing the ethics and compliance programs;
- ◆ ensuring coordination of stakeholders.

The Compliance Officers are responsible for coordinating the network of correspondents, while the Correspondents are the first point of contact with employees.

## All Group employees

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- ◆ familiarize themselves with and implement the principles defined in this Code of conduct.



# Principles of action that match our convictions

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# Cultivating excellence for our customers

The Chargeurs Group develops niche products and services with high value-added to improve the satisfaction, performance and success of its customers.

## ENSURING THE RELIABILITY AND QUALITY OF OUR PRODUCTS AND SERVICES

Chargeurs' brands and know-how are recognized for their reliability and quality. They constitute standards of excellence in their respective fields. The Group has adopted an approach involving constant innovation and improvement. We strive to offer excellence in products and services and the best performance at a competitive price, while respecting our environmental commitments.

In our customer relations, we also attach great importance to respecting our legal and contractual obligations. Furthermore, we provide accurate and clear information about our products, their manufacture and distribution.

## GUARANTEEING THE CONFIDENTIALITY OF DATA

Chargeurs ensures, in all circumstances, that its customers' sensitive and confidential information is protected, in particular our customer list, their contact details, and details of commercial relationships.

### FURTHER INFORMATION

IT  
Charter



GDPR  
Training



# Supporting our talent and providing a work environment in which people flourish

One of the keys to Chargeurs' success lies in its ability to attract and retain talent. The Group therefore works hard to provide a safe, respectful, stimulating and supportive working environment for all employees, with its approach based on reciprocal commitments.

## DEVELOPING TALENT MANAGEMENT

Chargeurs ensures that it provides its employees with professional development opportunities appropriate to their skills and abilities. Employees are aware of the challenges that these opportunities may bring and accept them knowingly.

The people working at Chargeurs are frequently passionate about their activities. Their dedication is invaluable in maintaining the quality of our products and services. Chargeurs therefore makes training and development of its talent one of its priorities. The Group also aims to provide its employees with a stimulating professional environment.

We place particular importance on spreading a Group culture and invest in talent at all stages of the collaboration process: recruitment, training, career development, etc. Developing young talent is one of the main priorities of our human resources policy.

We pay particular attention to integrating staff from newly-acquired companies, notably by communicating clearly about the corporate project and vision.

We ensure that we give each person the means to adapt to the challenges, constraints and changes in the company. In return, each person undertakes to respect the right to disconnect by being reasonable in their use of the tools at their disposal.

## COMPLIANCE AND TRAINING

All Group employees uphold, in accordance with local regulations, formally or tacitly, the provisions of this Code, which brings together the Group's values and commitments.

The guidelines set out in this Code are applied in accordance with the following three principles:

- ◆ good faith;
- ◆ judgment;
- ◆ a spirit of responsibility.

Without being a condition for the effective operation of this Code, the community of managers promotes the provisions of the Code and ensures that training on its provisions is periodically organized. Training on this Code reinforces employees' understanding of how to respond in various situations.

## Supporting our talent and providing a work environment in which people flourish

### PROMOTING A WORKING ENVIRONMENT IN WHICH EVERYONE IS RESPECTED

Each person is the primary controller of their own work-life balance, according to their responsibilities and arrangements. Any difficulties encountered by employees in maintaining this balance should be mentioned in annual appraisals.

Conversely, managers empower employees to ensure that their work life is properly organized in order to protect their personal space; each person is expected to pay attention to and respect this for their own personal development.

Each employee thus accordingly adapts the time devoted to professional commitments, including domestic and international travel, in line with the nature and level of responsibility exercised. Thus, major responsibilities require a high and coherent level of commitment, for which appropriate compensation is agreed upon hiring and as careers develop. Employees take vacation leave at times chosen with care, in accordance with the service constraints and challenges and taking the specific context of their duties into account.

Each employee has the right for their privacy to be respected and may freely express the constraints, whether temporary or long term, that may be obstacles to the successful completion of their duties. They must consider in a responsible manner their ability to consistently meet their professional commitments in accordance with service obligations.

Work relationships are living and human relationships. Consequently, when circumstances allow and in a mutual relationship of good faith, the Group adapts the framework of employees' professional activities to new constraints they may express as part of their contractual relationship.

The Group recommends appropriate use of electronic communication tools, in accordance with the general and specific professional context. It promotes the right for everyone to disconnect, in accordance with service obligations. The use of email and instant messaging follows the general, commonly agreed rule without any explicit mention being necessary in each message, in which, other than for emergencies, receipt of a message outside normal working or business hours does not require an immediate response from the recipient, nor should any judgment be made in such event by peers or managers, either positive, negative or neutral, concerning the speed of response.

### PROMOTING A FAIR AND DEDICATED WORK MODEL

Chargeurs expects its employees to apply themselves seriously and loyally within their work community. We act responsibly and in a discerning manner to ensure the best level of collective effectiveness.

Loyalty is based on shared understanding of each person's responsibilities in the organization. Managers engage in regular dialogue with their employees, allowing them to assess each person's ability to achieve the targets set. This dialogue, adapted to each employee, ensures mutual understanding of collective and individual challenges. It is designed in particular to anticipate any difficulties.



## Supporting our talent and providing a work environment in which people flourish

All employees agree to abide by the general principle that, in respect of the company and any other employee, no person may benefit from misconduct committed by himself or herself or in which he or she knowingly participated. It is understood that no person may benefit from his or her own wrongdoing.

### RESPECTING PEOPLE AND COMBATING HARASSMENT AND DISCRIMINATION

Diversity is a factor in creativity, richness and success. The diversity of Chargeurs' employees is one of its strengths. We are committed to adopting an inclusive approach, in which all talents have a place.

Keen to maintain well-balanced diversity within its teams, the Group favors a gender-balanced workforce and equal opportunities for women and men.

We fight against all forms of harassment, moral or sexual, as well as discrimination, direct or indirect, and more generally, against all abusive practices linked to working relations which have not been prevented by our existing work model.

Harassment corresponds to any repetitive and deliberate pattern of hostile, abusive or humiliating behavior, whether verbal comments or gestures, affecting the dignity or psychological well-being of a person and leading to a deterioration in the work environment.

### ENSURING HEALTH AND SAFETY

Chargeurs pays special attention to the working conditions of its employees, in particular in terms of health and safety. Health and safety at work require everyone to play their part to safeguard the entire workforce. Each employee is expected to know and respect the measures in place at their workplace and when on trips elsewhere.

### RESPECTING FREEDOM OF ASSOCIATION AND ENCOURAGING SOCIAL DIALOGUE

Chargeurs respects freedom of association. Each worker is free to join the labor union of their choice and participate in collective negotiation, without discrimination or recrimination.

As a leader and actor in socially responsible practices, Chargeurs is committed to encouraging dialogue with all its stakeholders, whether internal (our employees) or external (our suppliers, partners, etc.).



## What should I do if one of my colleagues is being harassed?

Chargeurs does not tolerate any form of harassment. You should initially approach your Human Resources Director (Manager).

If no solution is found, you may also approach the Chief Compliance Officer through the whistleblowing procedure, so that they may take appropriate action and protect your colleague.

### FURTHER INFORMATION

**Charter promoting diversity and the combating of discrimination**



**Modern Slavery Statement**



## Acting positively with local communities

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Chargeurs ensures respect for human rights and the rights of local communities wherever the Group is located.

### RESPECTING HUMAN RIGHTS AND FUNDAMENTAL FREEDOMS

Chargeurs respects and promotes the highest standards of protection for human rights, in accordance with the principles of the United Nations Global Compact. We encourage our commercial partners, subcontractors and suppliers to share these high standards.

Chargeurs undertakes to apply, wherever it operates, the International Labour Organization (ILO) standards, in particular in terms of the fight against forced labor and child labor. Where local legislation is more stringent, we apply these standards.

Chargeurs undertakes to fight against all forms of forced labor and signed the Modern Slavery Statement in 2021.

### ENSURING FAIR COMPENSATION FOR EVERYONE

Chargeurs ensures that its employees, as well as those of its commercial partners, subcontractors and suppliers, benefit from a fair level of compensation. Their salaries must allow them a decent standard of living in terms of food, medical care, housing, clothing, etc.

The principle of fair compensation necessarily implies the principle of equality of compensation for men and women, in line with the responsibilities exercised by each person.

No employee should receive compensation below the minimum level applicable locally.

### SUPPORTING LOCAL COMMUNITIES

Chargeurs supports the development of local communities by favoring, whenever possible, local employment and supplies. We regularly talk to our stakeholders and make sure that we take their concerns into account. We place particular importance on respect for the cultural heritage and customs of local communities.

Chargeurs contributes to the economies in which the Group is located and acts in solidarity with them.

# Acting responsibly with our commercial partners

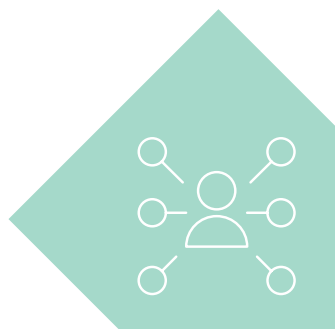
In its relations with its commercial partners, Chargeurs ensures first and foremost that it respects its legal obligations and fairly negotiated contractual clauses.

## ENSURING OUR SUPPLIERS AND SUBCONTRACTORS MEET OUR STANDARDS

In selecting its suppliers, Chargeurs uses objective criteria relating to performance and compliance with the Group’s principles and ethical values. These selection criteria are included in contracts signed between the Group and its suppliers. Chargeurs reserves the right to verify compliance with these criteria and, in the event of a serious breach or refusal to comply with them, to immediately suspend contractual relations.

## COMPLIANCE WITH COMPETITION LAW

Chargeurs ensures that it fights against all forms of anti-competitive behavior in all countries in which the Group operates.



## One of my entity’s subcontractors does not appear to share Chargeurs’ standards in terms of human rights. What should I do?

In selecting its suppliers, Chargeurs uses objective criteria relating to performance and compliance with its principles and ethical values. We regularly check that they respect its principles and can terminate the contractual relationship if they fail to do so.

I should discuss the situation with the person in charge of the contract in order to define the best approach to be adopted with this subcontractor. I should check that the latter has received the Code of conduct and base my questions to the subcontractor on the third-party assessment procedure.

Depending on his or her response, **I should adjust my position.**

### FURTHER INFORMATION

Questionnaire on compliance with competition law



Responsible Purchasing Charter



Third-party assessment procedure



## Preserving the environment

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As a global group with operations on five continents, Chargeurs is fully aware of its responsibilities towards the ecological transition. The Group strives to implement the most environmentally respectful solutions.

### ENSURING THE PRESERVATION OF RESOURCES

Chargeurs adopts the principle of prudence to all its environmental challenges. We identify and measure our environmental impacts for each of our facilities. We endeavor to manage natural resources and biodiversity systems in a proactive manner. We regularly monitor our environmental policy and report its results, notably on our website. We have undertaken to reduce water consumption.

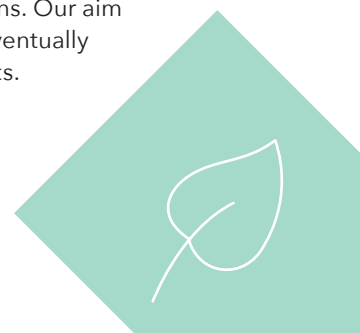
### ACTING TO REDUCE WASTE AND EMISSIONS

We have put procedures and controls in place to ensure the proper handling, transfer, storage and recycling of waste. Testing is carried out prior to releasing substances into the air, water or soil. Where applicable laws and regulations are less rigorous than our own standards, we apply the strictest standards.

Chargeurs has been monitoring its carbon footprint since 2019. We are working to define a low-CO<sub>2</sub> emissions trajectory.

### PROMOTING VIRTUOUS PRODUCTS

We are constantly developing our virtuous product offering, notably in response to our customers' expectations. Our aim is that all our ranges will eventually comprise virtuous products.



**A Quality and After-sales service technician visits a customer, as part of a claims procedure. He notices that the customer has intentionally released or discharged hazardous products into a river near the plant.**

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Chargeurs maintains a zero tolerance policy towards environmental damage. I should report this risk to my managers and/or the Group's Chief Compliance Officer.

# Preventing and fighting against corruption

Chargeurs ensures that it carries out its activities in an ethical and transparent manner, and that it complies with all applicable national and international laws relating to the fight against corruption and influence peddling.

## FIGHTING AGAINST BRIBERY AND INFLUENCE PEDDLING

Bribery involves proposing, offering or promising (active corruption), as well as soliciting or accepting (passive corruption), any undue advantage (money, gifts, favorable decisions, etc.) in order to facilitate an act or decision, for oneself or another person.

Bribery may be private, when it involves a representative of the private sector, or public, when it involves a public officer.

Influence peddling consists of proposing, soliciting or accepting any advantage in return for a contact person using their influence over an authority or administration in order to obtain a favorable decision.

Chargeurs adopts a zero tolerance policy towards bribery and influence peddling, in all countries in which it operates.

## PREVENTING AND MANAGING CONFLICTS OF INTEREST

The personal interests (family, friends, financial, etc.) of Chargeurs' employees may not conflict with those of the Group. A conflict of interest may impair the objectiveness of our decisions and affect our professional assignments. We are required to declare to our line management any relationships that are liable to create a conflict of interest.

## ADOPTING A REASONABLE AND PROPORTIONATE APPROACH TO GIFTS AND ENTERTAINMENT

Gifts and entertainment may constitute gestures of courtesy that are acceptable in the course of established business relationships if:

- ◆ their scope and value are limited;
- ◆ they are offered openly and transparently;
- ◆ local laws and regulations or the country's customary practices authorize this;
- ◆ their purpose is to reflect considerations and recognition;
- ◆ no counterpart is expected in return.

Chargeurs therefore authorizes the offering or receipt of small gifts or entertainment if:

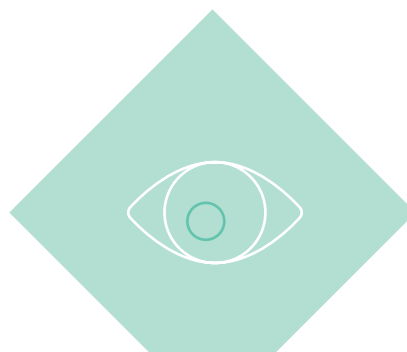
- ◆ they are authorized under local law;
- ◆ they are for business purposes;
- ◆ their value is reasonable.

Each employee must report to their line manager any gifts or advantages received or given, irrespective of the value.

## Preventing and fighting against corruption

### SUPPORTING WORTHY PROJECTS THROUGH DONATIONS AND/OR SPONSORSHIP

As a responsible group, Chargeurs supports worthy causes, organizations or projects. We select our beneficiaries with vigilance and ensure that a donation is not such as to facilitate the obtaining of any undue advantage. We do not make donations in cash or to individuals.



**At a business dinner, a customer tells me that if I hire their son-in-law, who is looking for a job, it will facilitate the renewal of their contract with Chargeurs.**

I cannot guarantee a job to my customer's son-in-law, and certainly not to win a contract. There is a risk of corruption. I have to advise him that he may upload his resume online and follow the traditional recruitment process.

**One of our suppliers offers to lend some money to a purchasing manager if he or she ensures that Chargeurs will continue to use their services.**

This is bribery. The purchasing manager must refuse and inform Management, the Legal Department or Chargeurs' Chief Compliance Officer as soon as possible.

### FURTHER INFORMATION

**Gifts procedure**



**Third-party assessment procedure**



# Protecting the Group's assets

The value of the Chargeurs Group lies in the quality of its assets, both tangible (production line, products, etc.) and intangible (intellectual property, patents, trade secrets, etc.).

## PROTECTING INTELLECTUAL PROPERTY

Chargeurs' intellectual property and its internationally-recognized know-how in each of its business lines constitute a strong competitive advantage and one of its most precious assets.

We therefore take care to ensure the strongest legal protection for the innovative solutions developed in order to meet the demands of our customers. Our employees must exercise the utmost discretion under all circumstances. They must also respect the intellectual property rights of third parties.

## VALUING THE INVENTIONS OF GROUP EMPLOYEES

All work, studies or research carried out on behalf of Chargeurs under an employment contract are the sole property of the Group. Each employee shall inform the Group of any invention relating to their activities, even if developed outside the performance of their employment contract. The Group will decide on the next steps in relation to this invention.

## ENSURING DATA PROTECTION

Group data protection is a shared responsibility. We must scrupulously respect the Group's IT Charter and internal control procedures. We must also systematically take note of any IT security alerts.

Chargeurs expects its employees to exercise the greatest vigilance so that any type of malicious attack against the Group, notably via email, Internet or telephone calls designed to obtain information about the Group, can be detected and thwarted.

Employees are committed to fair and secure use of the physical and electronic data and information in their knowledge or possession as a result of their duties or presence in the company. They may not carry out or facilitate the copying, transfer or storage, in any form, of this data and information, on any medium, except with the prior and explicit approval of the company, in particular their line manager. This shall be on a case-by-case basis and not by virtue of a general authorization, which shall be deemed null and void.

## Protecting the Group's assets

Without prejudice to the additional legal provisions applicable to each country, all employees are aware that breaches of such security rules, for any reason, would constitute a breach of trade secrets and the company's security rules. In this case, they may be held liable under the conditions laid down by the laws and regulations of each country. Where applicable, the bad faith of the perpetrator of such a breach may constitute an aggravating factor.

### ENSURING CONFIDENTIALITY

Group employees may have access to confidential information about its activities: know-how linked to projects, manufacturing processes, customer lists, concepts, etc.

They must act with discretion and undertake to respect the confidentiality of this information, irrespective of the format through which the information was provided. This undertaking remains in effect for an unlimited period, including after termination of an employment contract.

### LOOKING AFTER THE GROUP'S REPUTATION

Any public communication through any media of any kind must first be agreed with Chargeurs SA. When we talk in a public arena, and in particular, on social networks, we must act with integrity and sound professional judgment in order to preserve the Group's image and reputation.

We never make derogatory or defamatory remarks about the activities of Group companies.

### SECURING THE COLLECTIVE COMMITMENT OF EMPLOYEES

The company brings together talented employees, stakeholders and partners committed in good faith to making every effort in the performance of their duties for the long-term development of the Group's assets of all kinds. All employees hereby acknowledge that they are aware of the potential adverse effects, on all members of the workplace community as well as their close and distant colleagues, of negative actions, comments or judgments in respect of the company and its components. Consequently, and in all circumstances, including after the end of the contractual relationship, employees may not make any comments or engage in any behavior constituting disparagement, insinuation or judgment that may adversely affect the intangible assets, reputation or image of the company or its well-known and recognized stakeholders.

### FURTHER INFORMATION

[Training modules on data protection and cybersecurity](#)





# Building a relationship of trust with our shareholders

The presence of a majority family shareholder provides Chargeurs with a long-term perspective and an active commitment in its governance.

## RESPECTING SHAREHOLDER RIGHTS

The Chargeurs Group ensures that shareholders are able to exercise their rights freely as part of their role. We are continually improving our governance rules.

## ENSURING QUALITY AND TRANSPARENCY OF FINANCIAL INFORMATION

Financial communication is provided by the Group's sole governance bodies. Chargeurs undertakes to communicate transparently about its financial and non-financial performance. We provide information that is accurate, fair and up-to-date. Our internal control system aims in particular to ensure the reliability of this information.

## ADAPTING COMMUNICATION IN A CRISIS SITUATION

In the event of a crisis situation, the governance bodies determine the communication using the crisis management plan.

## PREVENTING INSIDER TRADING

As a listed company, our employees are forbidden from taking advantage of inside information.

Inside information corresponds to information that is not publicly known and that is liable to influence the share price of a Group company once made public. This may be confidential information about agreements or transactions that are being negotiated.

Our employees must therefore abstain from communicating or using such information to make one or more transactions on Chargeurs' securities, either directly or through a third-party.

## FURTHER INFORMATION

[Explanatory guide to the prevention of insider trading offenses and rule breaches](#)



# Complying with international trade rules

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Chargeurs complies with all laws and legislation governing international commercial trade.

## COMBATING MONEY LAUNDERING

Money laundering concerns investing capital from criminal activity in the legitimate economy in order to mask the illegal source of the funds.

Chargeurs takes appropriate measures to prevent its operations being used as a vehicle for money laundering. We are therefore particularly vigilant when we receive suspicious requests: payments in cash, payments to new accounts in high-risk countries, etc.

## RESPECTING SANCTIONS AND EMBARGOES

Chargeurs ensures that it respects international decisions and treaties as well as laws and regulations relating to export controls, financial sanctions and restrictions on international trade, taking changes thereto into account.

We do not therefore operate in countries subject to international sanctions issued in particular by the Office of Foreign Assets Control (OFAC), the US State Department, the United Nations Security Council, the European Union, the French or UK governments or any other authority of the aforementioned States competent in this matter.

By "sanction", we mean any economic, financial or commercial sanctions and any measures relating to any type of embargo or freezing of funds and economic resources.

# Respecting the Code of conduct

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## In the event of doubt, what should I do?

The golden rule in the event of doubt is to share your questions with colleagues, your line manager, your entity's Compliance Officer or the Chief Compliance Officer.



When we are confronted with a situation and are unsure how to act or react, we can use the following questions to guide our decision-making:

**Is this decision legal?**

**Does it respect the commitments and guidelines set out in this Code and our procedures?**

**Is it in the best interests of the Chargeurs Group?**

**Would I be comfortable if it made the newspaper headlines?**

**Would I be comfortable at being held responsible for this decision?**

### The whistleblowing system

It is also possible to use the whistleblowing system put in place by the Chargeurs Group by sending an email to

**[alertes@chargeurs.com](mailto:alertes@chargeurs.com)**.

This whistleblowing system does not replace the traditional channels, in particular, discussion with your manager within the normal and regular framework of business relations.

If the answer to any of these questions is "No", then I should seek advice. In this case, you should talk to your line manager, your entity's Compliance Officer or the Chief Compliance Officer.

You can also refer to the training modules (Code of conduct, Anti-corruption, GDPR, Cybersecurity, etc.) available on the 360 Learning e-platform.

# Using the whistleblowing system

The whistleblowing system is designed to identify any violations of laws and regulations, as well as breaches of the principles set out in this Code of conduct.

## WHO IS CONCERNED?

The whistleblowing system is open to:

- ◆ employees, former employees and recruitment candidates of the Chargeurs Group;
- ◆ shareholders, associates and holders of voting rights at General Meetings;
- ◆ members of administrative, management or supervisory bodies;
- ◆ external or occasional staff;
- ◆ the company's cocontractors, our subcontractors and their members of staff or administrative, management or supervisory bodies.

Information reported within the framework of this system must:

- ◆ be obtained as part of a person's professional activities;
- ◆ relate to facts that have happened or are very likely to happen in the company;
- ◆ relate to facts that can be effectively corrected.

## HOW SHOULD A WHISTLEBLOWING REPORT BE MADE?

You can file a whistleblowing report by sending an email to:

[alertes@chargeurs.com](mailto:alertes@chargeurs.com),

including all the information you have on the subject. No-one else should be copied in to this email.

In order to be admissible, your whistleblowing report must be made in good faith and with no direct financial counterpart. You must have personal knowledge of the facts when the information has not been obtained as part of a person's professional activities.

The Chief Compliance Officer receives and analyzes the admissibility of whistleblowing reports. He or she then passes them to a Business Line Compliance Officer, who handles them with the help of the Business Line and Human Resources Directors. If one of the people implicated in the whistleblowing report is part of these teams, the Chief Compliance Officer or the Ethics Committee handle the whistleblowing report directly.

## Using the whistleblowing system

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### AM I PROTECTED IF I MAKE A WHISTLEBLOWING REPORT?

The Chargeurs Group does not tolerate any form of retaliation against the author of a whistleblowing report filed in good faith and with no direct financial counterpart, also known as the whistleblower.

The Group undertakes to protect whistleblowers, as well as people who have helped them to file a whistleblowing report (facilitators), against all forms of retaliation.

The identity of whistleblowers, the facts and the identities of any people implicated remain strictly confidential.

### FURTHER INFORMATION

Internal whistleblowing procedure



## The whistleblowing system

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Abuse of the whistleblowing system may result in disciplinary sanctions and legal action.

## What happens if the Code is not followed?

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This Code applies to all Chargeurs Group subsidiaries and their employees. The latter are expected to familiarize themselves with it and comply with it.

Depending on its severity, any breach may result in:

- ◆ appropriate disciplinary procedures;
- ◆ disciplinary sanctions that may include dismissal.

The Group may also take legal action.

Chargeurs has a number of tools in place to ensure the proper functioning of the Group and compliance with its ethics rules and principles. These tools constitute a first line of defense against abuse of any type.

Examples of this include:

- ◆ audits and due diligence procedures carried out when selecting our suppliers and partners;
- ◆ regular risk mapping;
- ◆ delegations of powers that pass responsibility to the hierarchical line;
- ◆ the internal control system;
- ◆ employee training.

Compliance system governance ensures that all useful information is communicated and that the means are available to protect the common interest. The internal whistleblowing system forms part of this array of tools when the other tools' limitations are reached.





# Appendices

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# Charter promoting diversity and the combating of discrimination

## INTRODUCTION: DRAWING ON DIVERSITY TO INNOVATE AND IMPROVE PERFORMANCE

The Chargeurs Group is convinced that the diversity of its employees is a source of richness, performance and innovation. It therefore operates a long-standing policy of promoting cultural, ethnic and social diversity.

There are many benefits to this approach: optimization of HR practices, strengthening of social dialogue, and increased creativity through diversified points of view and experiences.

This approach also strengthens the Group's image with its customers, partners and external service providers throughout the world.

The purpose of this Charter is to contribute to combating all forms of discrimination, continuing the actions undertaken for several years:

- ◆ membership of the United Nations Global Challenge and its 10 universal principles;
- ◆ adoption of a Code of conduct;
- ◆ signature of the Modern Slavery Statement.

## DISCRIMINATING: WHAT DOES THAT MEAN?

Discrimination means treating one person less favorably than another in a comparable situation, on prohibited grounds.

Chargeurs prohibits all distinction, exclusion or preference based in particular on origin, belonging or otherwise to an ethnicity, nation or race, or to a religion, gender, sexual orientation, morals, age, pregnancy, family situation, state of health, disability, physical appearance, political opinions or labor union activities.

Chargeurs complies strictly with the various applicable national legislation, which constitute the minimum standards that must be respected under all circumstances.

Combating discrimination is a priority at every stage of professional life: hiring, as well as during career development, compensation, access to training, mobility, etc.

## TYPES OF DISCRIMINATION

Discrimination may be direct or indirect. Indirect discrimination is a practice that may appear neutral, but which is liable to lead to particular disadvantage for certain people compared to others.

It is therefore important to consider the result of a provision or conduct: is there a risk of disadvantage to a person or group of persons presenting characteristics liable to lead to discrimination?

## DISCRIMINATION AND HARASSMENT

Harassment leads to a person's dignity being compromised and the creation of an intimidating, hostile, degrading, humiliating or offensive environment. It may be deemed discriminatory behavior when it is directly related to one of the prohibited criteria.

## CHARGEURS GROUP'S COMMITMENTS TO PROMOTING DIVERSITY AND COMBATING DISCRIMINATION

In this Charter, Chargeurs undertakes to:

- ◆ promote the representation of its employees' cultural, ethnic and social diversity in the workforce and at all levels of responsibility;
- ◆ ensure equal opportunities for equal skills;
- ◆ promote the application of the principle of non-discrimination in all its forms in all management acts and decisions by the Group or its subsidiaries and, in particular, at all stages of human resources management;
- ◆ ensure gender pay fairness and correct any wage gaps between women and men for equivalent jobs;
- ◆ favor the proportional representation of women and men in the Group's various bodies or those of its subsidiaries;
- ◆ raise awareness in and train those of its executives and managers involved in recruitment, training and career management, on the issues of non-discrimination and diversity;
- ◆ communicate its commitments to all its employees as well as its customers, partners and suppliers, in order to encourage them to respect and implement these same principles;
- ◆ regularly assess the progress made in implementing the above commitments.

## PROTECTING THE VICTIMS OF AND/OR WITNESSES TO DISCRIMINATION

In order to ensure the effectiveness of this Charter, Chargeurs has set up a whistleblowing system accessible to everyone with whom the Group has a contractual relationship.

Protection is provided to any person who, in good faith, reports discrimination using this system or any other manner.

Accordingly, no person may be excluded from a recruitment procedure, sanctioned, dismissed or be the subject of any measures whatsoever that may affect their professional situation, on account of having alleged discrimination or having been witness to such a practice.

# Gifts procedure

Gifts and entertainment must be considered in a discerning manner so as not to amount to corruption. Although they play an important role in establishing and maintaining commercial relationships, they expose employees who either offer or receive them, to risks. It is therefore essential to understand these risks, and to have clear rules to avoid them.

## SOME QUESTIONS TO CONSIDER IN ESTABLISHING THE RIGHT GUIDELINES

It is always useful to consider the context in assessing the opportunity for a gift:

- ◆ Is it a time when calls for tender, voting or negotiations are taking place?
- ◆ What framework is provided by local laws?
- ◆ Is it really a business setting?  
This is not the case if:
  - ◆ an invitation includes family or friends or people not directly working on the project;
  - ◆ leisure time exceeds the time devoted to professional exchanges in a seminar.
- ◆ What is the value of the gift?  
Is the invitation reasonable?

Reciprocity test:

- ◆ Am I able to offer the same level of gift or invitation as part of my job?
- ◆ Is the value compatible with local laws and the local standard of life?
- ◆ Have I already received gifts previously?

## Best practice

Favor promotional gifts or those with a symbolic value

Request authorization from a manager if you are in any doubt about the value of an invitation or gift

## Do not:

Accept any sum of money, even as a loan or deposit, or as the provision free of charge of moveable or immovable property, equipment, trips or other services by a company for yourself, a member of your family, or members of your personal or professional circle

Accept an invitation or gift that would put you in a difficult position

Accept a gift or an invitation at a strategic time (call for tender)

## Points of vigilance

Avoid any gifts or invitations for which an outside observer may doubt the integrity of the donor or beneficiary

Avoid any gifts that would affect the impartiality of your decisions

Avoid gifts in cash

# Internal whistleblowing procedure

## A. REPORTING A BREACH OF THE CODE OF CONDUCT

Any employee may alert the Group's ethics bodies to a breach of the Code of conduct, a violation of a legitimate interest and, more generally, a serious breach of a legal obligation that they have personally observed.

A procedure for reporting such alerts has been set up for this purpose. The aim of this procedure, designed as a tool to regulate alerts for the Group, is to secure the proper application of the practices set out in the Code of conduct.

The proper functioning of this system hinges on each person exercising their responsibility.

## B. SCOPE OF APPLICATION OF THE SYSTEM

### Who can make a whistleblowing report?

When information relating to the subject of the whistleblowing alert has been obtained as part of a person's professional activities and relates to facts that have happened or are very likely to happen in the company, the following people may file an internal whistleblowing report, notably when they believe that it is possible to effectively remedy the violation using this channel and that they are not exposing themselves to risk of retaliation (Act 2016-1691 Article 8, I-A amended):

- ◆ employees, former employees and recruitment candidates;
- ◆ shareholders, associates and holders of voting rights at General Meetings;
- ◆ members of administrative, management or supervisory bodies;
- ◆ external or occasional staff;
- ◆ the company in question's cocontractors, their subcontractors or members of staff and the administrative, management or supervisory bodies of these cocontractors and subcontractors.

Whatever their position, whistleblowers must:

- ◆ be acting with no direct financial counterpart;
- ◆ be acting in good faith, i.e. while unaware of the false nature of the alleged facts;
- ◆ have personal knowledge of the facts when the information has not been obtained as part of a person's professional activities.

If these conditions are not respected, the whistleblower will lose the benefit of the protection provided under this system

## Internal whistleblowing procedure

### What facts are liable to be the subject of a whistleblowing alert?

Whistleblowing alerts can be made for the following:

- ◆ a crime or an offense;
- ◆ a serious and clear violation of laws or regulations;
- ◆ a threat or harm to the public interest;
- ◆ a violation or attempt to conceal a violation of an international commitment that has been duly ratified or approved by France, of a unilateral act by an international organization made on the basis of such a commitment, European Union law, other laws or regulations.

Any violation of the Code of conduct in force within the Chargeurs Group is liable to be considered, if not a crime or an offense, a threat or harm to the public interest.

Whatever the nature of the facts observed, there is never any obligation to make a whistleblowing report.

Whistleblowing is always merely an option, so that the employee cannot suffer any consequences if they do not use the whistleblowing system.

### C. REPORTING PROCEDURE

#### The ethics organization at the Chargeurs Group is as follows:

The ethics functions at the Chargeurs Group are carried out by a number of bodies:

#### The Compliance Officer

This is the sole recipient of each whistleblowing alert.

The Compliance Officer divides the whistleblowing alerts between the divisional Points of Contact for more effective handling.

He or she deals directly with alerts that implicate an employee who falls within their area of responsibility.

#### The Compliance Points of Contact in each business line, in cooperation with the Business Line Managers

They deal with alerts concerning allegations within the division for which they manage human resources.

#### The Ethics Committee

This contributes to the definition and implementation of the Chargeurs Group's ethics policy. It also ensures the proper application and development of the Group's ethics rules.

It is informed of alerts received and their progress.

In the most serious cases, it may take over the alert and deal with it directly.

## Internal whistleblowing procedure

### Internal whistleblowing

The alert is transmitted by email to the following address:

[alertes@chargeurs.com](mailto:alertes@chargeurs.com)

It is strictly forbidden to include another recipient in copy to this email address. This is to keep the identity of the whistleblower confidential.

The whistleblower is required to identify themselves, in return for a firm confidentiality commitment by the Chargeurs Group (see “Confidentiality” below).

They should provide any facts, information or documents, in any form or format, that may help substantiate the alert, where they possess such elements.

Whistleblowing alerts are received solely by the Chief Compliance Officer, currently Ms. Joëlle Fabre-Hoffmeister.

They are then passed to the business line Compliance Officer or the Human Resources Manager of the business line in question, who investigates the file.

If the whistleblower is an employee and believes that certain information might create difficulties in the event that managers in the business line in which they work are implicated, they may ask for the alert to be investigated directly by the Compliance Officer.

Similarly, the Chief Compliance Officer may decide it is expedient to investigate the alert directly.

In the event that the alert involves the Chief Compliance Officer, it will be addressed directly to the Ethics Committee. This committee is informed of alerts received and their progress.

In the most serious cases, it may take over the alert and deal with it directly.

Obstructing the transfer of an alert, in any way whatsoever, is a criminal offence.

The whistleblower is informed, within 7 working days:

- ◆ that their alert has been safely received;
- ◆ of the time needed to assess its admissibility, which may not exceed 30 working days;
- ◆ of the fact that they will be informed by confidential letter of the follow-up given to the alert, after preliminary assessment of its admissibility.

### Cases where public disclosure may be made directly:

Public disclosure is a disclosure made outside any internal or external whistleblowing procedure. Internal company whistleblowing relates to the system described in this procedure. External whistleblowing relates to alerts made to an authority mentioned in an annex to Decree no. 2022-1284 of October 3, 2022.

Public disclosure of an alert remains possible as a last resort, after the whistleblower has raised an internal alert and if no appropriate measures have been taken in response within 3 months.

## Internal whistleblowing procedure

Furthermore, as it concerns information obtained as part of a person's professional activities, the alert may directly be made public if there is imminent or clear danger to the public interest, notably where there is an urgent situation or a risk of irreversible harm.

A person who raises an alert and makes a disclosure public other than in the above cases, loses the benefit of the status of "whistleblower".

### D. HANDLING REPORTS

#### Preliminary assessment

Each whistleblowing alert is followed by a preliminary assessment of its admissibility, either by the Chief Compliance Officer, where she is investigating the file directly, or by her Officers in all other cases.

This preliminary assessment is designed to ensure that the alerts are serious in nature. In particular, checks are conducted to ensure that the alert falls within the scope of application of the procedure.

The preliminary assessment of admissibility should not exceed 30 working days from receipt of the alert.

Following this assessment, the whistleblower is informed of the next stages for the alert: classification, if the alert is not serious in nature, otherwise an internal investigation.

In the event of classification, the whistleblower is informed of the reasons why their alert does not qualify under the admissibility criteria. All data provided are then immediately destroyed.

#### Storage and processing of data

Only the following data may be stored and processed:

- ◆ identity, position and contact details for the whistleblower;
- ◆ identities, positions and contact details for the people implicated by an alert;
- ◆ identities, positions and contact details for people involved in collecting or processing an alert;
- ◆ facts reported and any elements collected in verifying the facts reported;
- ◆ report of the verifications carried out;
- ◆ next stages for the alert.

#### Confidentiality

People in charge of collecting and processing alerts are subject to a heightened confidentiality undertaking. In particular, the identities of whistleblowers, the facts that are the subject of the alert and the identities of any people implicated must be kept strictly confidential.

In the event that, strictly for the purposes of handling the alert, these elements need to be communicated to a third party, such third party will also be subject to the same heightened confidentiality undertaking. In this case, any elements that might identify the whistleblower may only be disclosed with the whistleblower's consent, except for disclosure to a legal authority. In any event, the identity of the whistleblower may not be disclosed to any person implicated in the alert.



## Internal whistleblowing procedure

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The whistleblower is also subject to a heightened confidentiality undertaking, concerning both the reporting and the contents of the alert. This undertaking is applicable without any time limitation, except for legal proceedings and only for information that is strictly necessary for the exercise of the rights of defense.

Any breach of the aforementioned confidentiality undertaking could lead to sanctions for the person breaching the undertaking, which could involve dismissal, where applicable, in the event of serious misconduct or equivalent. Any such breach could also result in criminal sanctions.

Furthermore, the whistleblower would lose the benefit of the protection provided by this system.

### **Information about people implicated by a whistleblowing alert**

When an alert appears admissible and an internal investigation is launched, the person(s) implicated are informed by the Chief Compliance Officer.

However, when precautionary measures are necessary, in particular to prevent evidence from being destroyed, this information is not provided until after such measures have been adopted.

### **Investigation process**

If the person in charge of handling the alert finds that behavior that violates the ethics rules is likely to have taken place, they report this to the Ethics Committee, which adopts all measures that it believes useful (additional verifications, notice for the purpose of initiating disciplinary and/or legal proceedings);

The process of conducting verifications closes with classification of the alert as unfounded, the adoption of appropriate corrective measures, or the initiation of disciplinary and/or legal proceedings. All of these should be completed within a maximum of 3 months from receipt of the whistleblowing alert, unless the verifications are particularly complex.

During this period, the author of the report is bound by a heightened confidentiality undertaking and may not report the facts they have reported to any authority, whatever their nature, or to a third party.

## Internal whistleblowing procedure

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### Storing collected data

The collected data is liable to be the subject of automated processing.

In this event, the person implicated is informed of their right to rectify and delete data on legitimate grounds, but may not obtain the identity of the whistleblower.

Data relating to whistleblowing alerts will be destroyed:

- ◆ immediately following the preliminary assessment of admissibility, in the event that the alert is not deemed serious;
- ◆ within 2 months of the closing of the process of conducting verifications, when the alert is not followed by disciplinary or legal proceedings.

At the end of disciplinary or legal proceedings, when such proceedings are conducted. In the event that the person implicated launches legal proceedings to contest the disciplinary proceedings opened against them, the data will be kept until the end of the legal proceedings.

### E. RESPONSIBILITY OF THE ISSUER OF A WHISTLEBLOWING ALERT

Abusive use of this system may be the subject of disciplinary sanctions, which could involve dismissal, where applicable, in the event of serious misconduct or equivalent.

Any abusive use may also be the subject of legal proceedings on charges of defamation, in accordance with locally applicable law.

### F. PROTECTION OF THE ISSUER OF A WHISTLEBLOWING ALERT

Whistleblowers may not be excluded from a recruitment procedure, sanctioned, dismissed or discriminated against in any manner, whether direct or indirect, on account of having made an internal whistleblowing report in good faith and in accordance with this procedure, in application of Article L. 1121-2 of the French Labor Code (Code du travail).

In addition, they may not be subject to threats or attempts to make use of such measures.

Any act or decision that contravenes the above provisions shall automatically be null and void.

Any unfavorable treatment, any retaliation, direct or indirect, by any of the Chargeurs Group employees against an employee who has issued a whistleblowing alert under this system, will give rise to disciplinary sanctions, which could involve dismissal, where applicable, in the event of serious misconduct or equivalent.

Any proceedings directed against a whistleblower on account of information reported or disclosed may, if it is deemed abusive or dilatory, be sanctioned by a civil fine of €60,000, without prejudice to damages and interest which may be granted to the whistleblower.

## Internal whistleblowing procedure

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### **G. PROTECTION OF PEOPLE CONNECTED WITH THE ISSUER OF A WHISTLEBLOWING ALERT**

The provisions relating to the protection of the issuer of a whistleblowing alert are applicable to the following people:

- ◆ Facilitators, meaning any individual person or non-profit private law legal entity that assists a whistleblower to issue an alert or disclosure;
- ◆ Individual persons connected with a whistleblower who, in their professional activities, are at risk of being the subject of retaliatory measures by their employer, customer or a recipient of their services;
- ◆ Legal entities audited by the whistleblower, for which he or she works or with which he or she is connected in a professional context.

# Conflicts of interest

The Chargeurs conflicts of interest policy and its related ethics principles apply to all managers, members of the Board of Directors and employees of all Group entities (collectively the **"Employees"**).

Chargeurs fully respects its Employees' privacy and recognizes that they may be members of non-profit organizations, charities or, more generally, legitimate financial, business, civic or community networks outside of work. In this respect, a conflict of interest may arise between their personal interests and those of the company.

Conflicts of interest may expose Chargeurs and its Employees to reputational risk and potentially lead to a risk of corruption and sanctions.

Chargeurs therefore expects its Employees to pay particular attention to conflicts of interest in order to avoid any situation where their personal interests could conflict with those of the Chargeurs Group.

The Chargeurs policy set out below is intended to help its Employees identify high-risk situations and adopt the right approach, with transparency being the golden rule in regard to conflicts of interest.

## A. WHAT IS A CONFLICT OF INTEREST?

A conflict of interest is any situation where the personal interest of a manager, director or employee actually or potentially influences the [impartial](#), [objective](#) and [independent](#) performance of his or her professional duties and responsibilities, or is perceived as having an influence.

The French Anti-Corruption Agency defines a conflict of interest as 'any situation where there is conflict between the duties carried out within an organization and a personal interest, in such a way that this conflict influences or appears to influence the independent, impartial and objective performance of duties on behalf of this organization' (French Anti-Corruption Agency guidelines on preventing conflicts of interest in companies).

The existence of personal interests does not, in and of itself, constitute a [conflict](#) of interest. It is only conflict between personal interests and the interests of the Chargeurs Group that leads to a conflict of interest and the risk of the person in question prioritizing their personal interests.

## B. TYPES OF CONFLICTS OF INTEREST

The interests involved can take many forms (business, financial or personal benefits) and may be direct or indirect, i.e. may affect either the person themselves or their friends and family.

## Conflicts of interest

The conflict of interest may be:

- ◆ **Proven:** where the personal interest of an Employee conflicts with that of Chargeurs.
- ◆ **Potential:** where the personal interest of an Employee may, through his or her actions or those of a third party, conflict with that of Chargeurs.
- ◆ **Perceived:** where a third party suspects or perceives a conflict of interest.

### EXAMPLES OF HIGH-RISK SITUATIONS IN THE WORKPLACE

Various types of conflicts of interest are possible and may arise inadvertently.

The examples below give an overview of the range of situations and behaviors that constitute or may constitute conflicts of interest.

This list is not exhaustive and you are recommended to seek advice if in doubt:

- ◆ A Chargeurs Employee responsible for recruiting someone to a job has a personal connection (e.g. is related to) to an applicant for this job.
- ◆ An Employee has as his or her line manager a relative or close friend influencing his or her professional responsibilities, salary and performance evaluation.

For example, an Employee must request approval from the Group for any decision relating to the recruitment or career of a person with whom he or she has a personal connection. He or she cannot be the sole decision-maker on such recruitment, responsibilities, compensation, benefits, targets or evaluations for himself or herself or any person with whom he or she has a personal connection.

- ◆ An Employee intervenes or takes action to ensure that the company procures goods or services provided by a third-party company within which he or she or a close family member or friend has responsibilities that may influence the performance of the contract in question.
- ◆ Being involved in the selection of an external supplier in which the Employee, or a close family member or friend of said Employee, holds shares, holds an office or has a personal financial interest.
- ◆ An Employee's spouse is a shareholder or officer in a competitor of the Group.
- ◆ Holding a position, role or financial interest within any organization that is a competitor, client, supplier or business partner of the Chargeurs Group wherever the duties carried out at Chargeurs enable him or her to influence the relationship.
- ◆ A director accepting fees from and providing advice to a competitor of the Chargeurs Group.

## Conflicts of interest

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### C. WHAT TO DO IN THE EVENT OF A PROVEN, POTENTIAL OR PERCEIVED CONFLICT OF INTEREST

All Chargeurs Group managers, directors and employees must be particularly vigilant to conflicts of interest and avoid any situation where their personal interests could conflict with those of Chargeurs.



### Best practice

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Any Employee who has a conflict of interest or identifies a conflict of interest involving another Employee must:

Promptly notify his or her line manager, the Human Resources Manager of his or her entity, the Ethics & Compliance Point of Contact of his or her entity and/or the Group Chief Compliance Officer to seek advice. This duty of transparency is aimed at enabling an in-depth analysis of the facts and managing the situation in a manner that complies with the Group's ethics principles and respects Employees' privacy.

Refrain from taking part in any action or remove himself or herself from the decision-making process pending an in-depth analysis of the situation and/or corrective measures.

### Do not:

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Conceal the existence of a conflict of interest.





Reliability  
Passion  
Boldness  
Commitment

# Code of conduct



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COMMUNICATION  
ON PROGRESS



This is our **Communication on Progress** in implementing the Ten Principles of the **United Nations Global Compact** and supporting broader UN goals.

We welcome feedback on its contents.