

Ethics

A renewed zero tolerance requirement with regard to corruption



More than a concept, ethics is a compass that guides our behaviour, and must find its concrete application in the practices which are at the heart of our business and mobilise our employees.

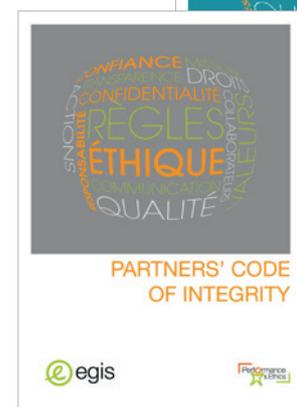
Nicolas Jachiet, Chairman & CEO of Egis.

EGIS, A CULTURE OF INTEGRITY AND RULES OF CONDUCT

Egis is a group built on values of ethics, transparency, quality, respect and integrity. These values are the basis of our reputation and represent our ethical capital. Over and above respecting the applicable laws and regulations in the countries where it operates, the Egis Group has defined standards of behaviour, applicable to all. Upholding our values in our business practices is a constant concern.

Egis's ethics policy is based on three main documents:

- > A **Code of Ethics**, in force for over 15 years, outlining the Group's values in terms of ethics. Covering four main topics (providing the best service for our customers, fostering a harmonious and rewarding workplace environment, communicating under the same banner, contributing to creating a responsible world), this code stipulates the principles to be observed with regard to quality, loyalty, integrity, respect for employees, and sustainable development.
- > A **Code of Integrity**, which aims to clarify the major rules that Egis has laid down for all issues of integrity and business ethics. It sets the standards of behaviour that Egis expects of each of its employees on issues including prevention of corruption, respect for competition, conflict of interest, integrity in our missions, and financial transparency. Employees are committed to complying with these principles and have a duty to raise the alarm in the event of any failures observed.
- > A Business **Partners' Code of Integrity**, which describes the values Egis wishes to share, and the rules with which its partners agree to comply when working with Egis on the project or service concerned. This Code addresses the issues of business ethics, conflict of interest, confidentiality and communication, as well as social and environmental responsibility. It introduces a phased process for managing possible non-conformities, that can result in action up to and including an audit of the partner concerned.



> In addition, **the Group's management system** lays down the rules to be observed for establishing business contracts, and the checks to be carried out regarding anti-money laundering and prevention of corruption before entering into a relationship with any partner or subcontractor. A clause guaranteeing our partners' commitment to complying with ethical rules is systematically included in our consortium agreements and sub-consultancy agreements.

Furthermore, all Group companies certified ISO 9001 as a minimum have established a system for assessing their sub-contractors.

THE EGIS ETHICS PROGRAMME



A DEDICATED ORGANISATION

Egis has set up a dedicated organisation which includes three committees overseen by the Director of Ethics and Compliance:

> **The Ethics Committee:** under the authority of the Chairman & CEO, this committee is responsible for the definition and implementation of the Egis ethics and compliance policy across all subsidiaries. It ensures compliance with Egis's ethical principles, including making sure that these principles are taken into account when developing Group strategy. The Ethics Committee is the highest ethical decision-making body, reporting to the

Chairman & CEO.

> **The Ethics and Compliance Approach Steering Committee:** this committee aims to guide and oversee the development of the prevention strategy. In particular, it validates the content of all planned actions (communication, training, procedures/tools, deployment, monitoring) and oversees the implementation of the strategy and its continuous improvement.

> **The network of Ethics Correspondents:** the Ethics Correspondents provide a relay between the Director of Ethics and Compliance and Egis subsidiaries. Their role is to participate in the development of the Ethics strategy at Group level, and to apply this strategy and ensure its implementation in their subsidiaries. They are the first port of call for employees in their entity.

THE EGIS ETHICS PROGRAMME

It is divided into six sections, forming a comprehensive and coherent system, inspired by international good practices.

- 1. Top Level Commitment:** top management commitment is critical to the success of the approach because it sets the tone ("tone from the top") and outlines the rules of conduct. It is expressed through various concrete actions (formal commitments such as **joining the Global Compact**, for example; assessment of actions in the company's activity reports). It is regularly reaffirmed in the speeches given by Egis managers.
- 2. Risk Assessment:** our prevention system must be tailored to our markets, our sectors of activity, and our risks. The purpose of assessment is to ascertain our exposure to risks and to identify improvement actions. It is conducted on a subsidiary-by-subsiary basis, and is renewed annually to measure the development of our exposure to risks and the progress of our prevention system.
- 3. Policies and Procedures:** the Code of Ethics and the Code of Integrity formalise our overall integrity policy. The procedures describe in detail the process to be followed for each area and the responsibilities of various stakeholders. They are regularly revised to take account of changing regulations and internal requirements.
- 4. Due Diligence:** this is an action for controlling operational risk. Whenever we plan to work for a private client or with a business partner, due diligence should be performed so as to assess its level of integrity and decide whether we should knowingly enter into the relationship.
- 5. Communication and Training:** writing rules is not enough; we need to disseminate them, explain them and show their purpose. This section is critical to the effectiveness of the programme. A training programme has been set up to allow everyone to better understand the challenges, risks, and rules to be observed in order to master them. It includes instructor-led courses for employees the most directly exposed to these risks (prevention of corruption; competition law), and e-learning modules intended to raise awareness among other employees, and to share best practices and rules of conduct (under preparation).
- 6. Monitoring and Review:** it is essential that we check the system is being properly applied and is effective. Ethics audits and inspections are therefore regularly carried out within the Group's various subsidiaries to ensure that the principles of ethics are being correctly applied. This inspection action is part of an improvement process aimed at consolidating the effectiveness of the Ethics approach. It also contributes to the development of operation and performance indicators in order to measure progress, particularly through annual assessments.



THE GLOBAL COMPACT

EGIS, A RESPONSIBLE AND COMMITTED COMPANY

Egis joined the Global Compact in November 2011.

In doing so, Egis has committed to ensuring its operations and its development strategy comply with these ten principles.



Network France
WE SUPPORT

Human rights

1. Support and respect human rights
2. Make sure to not be complicit in human rights abuses

Labour

3. Uphold the freedom of association and the right to collective bargaining
4. Eliminate forced labour
5. Abolish child labour
6. Eliminate discrimination

Environment

7. Support a precautionary approach
8. Promote greater environmental responsibility
9. Encourage environmentally friendly technologies

Anti-corruption

10. Work against corruption in all its forms

Each year, Egis reports on the actions taken and progress made.

www.egis-group.com

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