



Code of conduct for customers of MasterGrid

I. Introduction and aim of the Code

Aware of the major importance of ethics within companies and of their corporate social responsibility, MasterGrid is committed to promoting several major principles and values related to human rights, the environment and the fight against bribery.

The commitment to these principles and values is also manifested by their promotion to all customers of MasterGrid (hereinafter referred to as the "Customer") and by a request for a commitment on their part in this subject through the respect of this Code of Conduct.

II. Scope of application

This Code of Conduct for customers of MasterGrid (hereinafter referred to as the "Code of Conduct") defines their liabilities towards third parties and the environment, as well as the essential principles that they must respect.

MasterGrid reserves the right to change the principles of this Code of Conduct to the extent reasonably practicable in accordance with changes to its internal Compliance Program.

In such an event, Customer agrees to respect any change reasonably made and therefore ensures that, during its relationship with MasterGrid, Customer's conduct is consistent with this Code of Conduct.

Therefore, Customer agrees to adhere to this Code of Conduct and to promote and enforce it to its own business partners and intermediaries and to ensure that it is properly complied with.

III. Fundamental rules to be respected

Customer declares to respect and comply with the following fundamental rules.

1. Compliance with laws, regulations and conventions

1.1 Customer must always comply with the laws and regulations applicable to it. It also undertakes to comply with the contractual provisions agreed between MasterGrid and the Customer.

1.2 Customer acknowledges that it complies with the laws and regulations of the countries in which it carries out its activities, including the labor laws of those countries.

2. Fight against money laundering and terrorist financing

2.1 Customer must comply with applicable laws and regulations regarding the prevention and the fight against money laundering and terrorist financing and must refrain from any conduct that may be intended to support these activities.

Customer must take all necessary and appropriate measures to prevent its activities from being used as a vehicle for money laundering or terrorist financing.

2.2 Customer must ensure that its own business partners do not undertake any conduct or activity related to such financial offences.

3. Prohibition of engaging in bribery and influence peddling activities

3.1 Customer must fight against any form of bribery or influence peddling in its organization and must take appropriate measures to prevent such risks.

3.2 Customer must never engage, directly or indirectly, in any act of bribery or influence peddling and must never grant, offer or promise any advantage, gift or invitation to a MasterGrid employee, and more generally, to a public official or a person from the private sector, in order to influence an official action or decision or to obtain an undue advantage.

4. Fair competition, competition laws (anti-trust laws) and intellectual property rights

4.1 Customer must always act in accordance with national and international competition laws and not participate in price fixing, market or customer allocation, market sharing or tender's manipulation with competitors.

More broadly, Customer must refrain from any practice that has the effect of hindering free competition.

4.2 Customer must always respect the intellectual property rights of MasterGrid as well as those of third parties.

5. Conflicts of interest

Customer must avoid any conflict of interest that could negatively influence business relationships.

6. Compliance with fundamental rights of employees

6.1 Customer must promote equal opportunities and treatment of its employees regardless of any discriminatory criteria such as, without this list being exhaustive, skin color, race, nationality, social origin, disability, sexual orientation, political or religious beliefs, gender or age.

6.2 Customer must respect the principles of human dignity, privacy and the fundamental rights of each individual as recognized by international human rights instruments.

6.3 Customer must refuse to employ any person against his/her will. More broadly, Customer must fight against all forms of forced and compulsory labor or any form of modern slavery.

6.4 Customer must not tolerate any unacceptable treatment of employees, such as mental cruelty, sexual, coercive, threatening, abusive or exploitative harassment.

6.5 Customer must provide its employees with fair remuneration and must guarantee them a minimum income applicable under the national legislation in force.

6.6 Customer must comply with the maximum hours of work imposed by the national legislation in force.

6.7 Customer must recognize, in accordance with the national legislation in force, the right of free association of employees and the right of collective bargaining of workers and thus Customer must not promote or discriminate any workers' organizations or trade unions.

7. Prohibition of child labor

7.1 Child labor is strictly prohibited. The working age of underage workers is set by the national laws in force and/or by the international standards in this matter.

7.2 Customer must take all necessary preventive measures to ensure that no employee is under the legal age.

7.3 Underage workers must not work at night or in dangerous conditions to their health, safety or morals.

8. Employees health and safety in the workplace

8.1 Customer is responsible for the health and safety of its employees in the workplace.

8.2 Customer must control all risks and take all the most appropriate and reasonably foreseeable precautionary measures against any damage to the health and safety of employees, as well as against any occupational accident and work-related disease.

8.3 Customer must ensure effective training of employees and guarantee that they are capable of dealing with health and safety problems in the workplace.

8.4 Customer must implement or use an occupational health and safety management system in accordance with the ISO 45001 standard or equivalent.

9. Environmental protection

9.1 Customer must act in accordance with the applicable regulatory and international standards for environmental protection.

9.2 Customer must assess the environmental impacts related to its activity, especially energy consumption, greenhouse gas emissions, waste management and water resources and non-renewable resources management.

More broadly, Customer must minimize environmental pollution and make continuous improvements in its activity in terms of environmental protection.

9.3 Customer must implement or use an environmental management system in accordance with the ISO 14001 standard or equivalent.

10. Supply chain

10.1 Customer shall endeavor to promote compliance with this Code of Conduct to its own business partners.

10.2 Customer must comply with the principle of non-discrimination with respect to the choice and treatment of each business partner.

IV. Identification and prevention of risks

Customer must take necessary measures to identify, within its organization, the risks, including potential risks, of human rights violations, infringement of fundamental freedoms, money laundering and financing of terrorism, acts of bribery, violation of employees health and safety rights, as well as environmental damages from its activities.

Depending on the risks identified and its organization, Customer must take appropriate measures such as the adoption of internal procedures and policies and training, in order to prevent and limit the risks and violations mentioned above.

V. Access to MasterGrid's Compliance alert reporting system

The Customer has access to MasterGrid's Compliance Alert Reporting System to alert MasterGrid of any actual or suspected behavior or situation that may constitute a violation of compliance rules, particularly regarding anti-corruption, respect for human rights, or anti-competitive practices.

This system is accessible via the MasterGrid website at the following address:

<https://www.mastergrid.com/engagements/>

The Customer is expected to use this channel in good faith to report any situation of concern relating to compliance, in accordance with the principles set out in this Code of Conduct.

VI. Audit and control – Third party evaluation

MasterGrid reserves the right to evaluate and/or control Customer and to conduct unannounced audits on its premises in order to verify Customer's compliance with the provisions of the Code of Conduct.

Upon MasterGrid's request, Customer agrees to provide MasterGrid with a written self-assessment of its compliance with the Code of Conduct within 20 calendar days from MasterGrid's request, unless otherwise agreed.

Customer agrees to keep accurate and complete copies of any internal documents relating to its company's compliance with the Code of Conduct. Customer agrees to provide MasterGrid with such copies and with any reasonably relevant information that would enable MasterGrid to verify Customer's compliance with the Code of Conduct.

Customer agrees to improve or correct any deficiency detected.

VII. Statement of Customer

This document must be signed by an authorized representative of Customer and returned to MasterGrid within 20 business days from its receipt.

Customer hereby declares:

- To have received a copy of the " Code of conduct for customers of MasterGrid " and to undertake, in addition to its commitments set forth in the agreements entered into with MasterGrid, to comply with its principles and provisions.
- To agree that this declaration is governed by French law.

Place and date:

Name and address of Customer:

Name and position of Customer's representative:

Signature of Customer: