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Anti-cossuption code of conduct

# BLUELINK

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### PREFACE BY TOP MANAGEMENT

In line with our vision of doing business responsibly and sustainably, we focus our efforts on preventing corruption, because we believe that it helps in unlocking progress for societies, decreasing poverty and inequality and strengthening political stability.

Therefore, the BlueLink Group is committed to conducting its business with loyalty, fairness, transparency, honesty and integrity, and in strict compliance with applicable anti-corruption laws in all countries where its entities are present and carry out their activities.

For that purpose, the BlueLink Group is engaged in preventing any unlawful behaviour, notably concerning bribery and influence peddling that could have detrimental financial and operational consequences and damage its reputation towards the business partners, communities, and ultimately customers.

Although achieving this objective has been an integral part of the Top Management's motivation and priorities for years, the adoption of increasingly complex and stringent regulations and the need for greater business integrity have led us to strengthen our compliance program, update and improve our Anti-Corruption Code of Conduct and related training, and continue to communicate on our zero-tolerance policy towards corruption practices.

In addition, irrespective of the sanctions that may apply in the event of non-compliance with the regulations, we see these legal obligations as an opportunity to continue to spread and promote a strong ethical culture among the whole organization and with our business partners.

This updated version of the BlueLink Group Anti-Corruption Code of conduct (the «Anti-Corruption Code of conduct») is part of the AIR France-KLM Group's anti-corruption programme, which takes into account recognised international standards and applicable laws, such as the US Foreign Corrupt Practices Act, the UK Bribery Act or the French law n° 2016-1691 of 9 December 2016 known as the Sapin II law, as well as their



evolutions.

This Anti-Corruption Code of conduct, together with its annexed Policies, set out the rules to be respected by all employees of BlueLink Group entities and third parties with whom we do business. They reflect the values of respect, trust, transparency and confidentiality set out in the Appendices.

Each director, officer, member of staff or third party acting on behalf of a BlueLink Group entity is required to understand the rules and principles set out in this Anti-Corruption Code of Conduct and its Appendices, and to comply fully with them, as well as with all applicable anti-corruption laws, regardless of the country in which we operate.

This Anti-corruption Code of Conduct and the Policies provide for all definitions of offences, examples of prohibited behaviors and associated sanctions, recommendations to follow to avoid corruption risks based notably on our risk mapping and reported dilemmas; as well as useful contacts and reporting mechanisms to ensure that all deviations can be avoided and remedied.

We need everyone to make compliance a top priority and we thank you for your involvement and commitment.

CEO

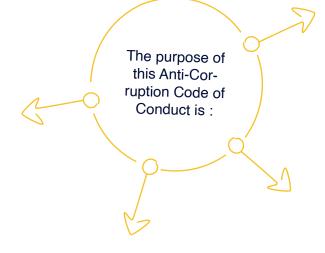
Frank Legre

# Anti-cossuption code of conduct

### 2. PURPOSE AND SCOPE

#### 2.1. Purpose

provide contact details of compliance teams and information on reporting mechanisms which may be used to report on any violation of this Anticorruption Code of Conduct and its Policies



characterize the prohibited practices and set forth the associated sanctions in case of violation of the rules and principles stated in this Anti-corruption Code of Conduct or any of its related Policies attached to it as an appendix provide guidance on how to identify the practices and situations, which could constitute corruption offences in order to mitigate the risks of committing any such offences

define the right behaviours to be adopted to avoid corruption risks This Anti-corruption Code of Conduct provides for practical examples, which for some of them, are derived from the performance of the corruption risk mapping or reported dilemmas or discussions during training sessions.

It will enable employees to clearly understand the which relate to or may be generated from their activities within the BlueLink Group.

This Anti-Corruption Code of Conduct also includes the attached Annexes (the «Policies»).

These Policies set out the specific rules and procedures to be followed for each of the topics covered by the anticorruption program.

Each Policy (Appendices 1 to 6) complements the general principles and examples mentioned in Articles 5 to 11 of this Anti-Corruption Code of conduct so that employees who are more concerned by these topics can refer to them.



The objective is to facilitate the understanding of the general principles applicable to everyone and deal with the specificities of some situations that may be applicable to fewer functions or positions but with higher risk exposure.



#### 2.2. Scope

This Anti-Corruption Code of Conduct and its Policies apply to all employees (of each entity) of the BlueLink Group as well as to their consultants, suppliers, or other persons acting on behalf of the BlueLink Group or with whom it has a business relationship, including operations conducted by or with (joint venture) partners

The Anti-corruption Code of Conduct is incorporated into the internal rules of procedure (such as "Règlement Intérieur" for French companies) in companies of the BlueLink Group where such rules are compulsory per local laws.

This Anti-Corruption Code of Conduct sets out the minimum rules that must be respected in all countries where the BlueLink Group operates.

In some situations, the BlueLink Group may have adopted more specific policies in relation to specific areas (e.g. data policy, competition law, ...). These specific rules must be followed in addition to those set out in the Anti-corruption Code of Conduct and the Policies, which addressed the topics from an anti-corruption standpoint only

It may be supplemented as follows:



BlueLink Group entities may have adopted additional policies in certain areas, setting out stricter rules than the minimum rules defined herein

In some countries, local laws and regulations may be stricter or more detailed than the principles set out in this Anti-Corruption Code of Conduct

In the above cases, the stricter and/or more detailed rules and policies shall apply. In case of doubt, please refer to your manager and/or the "compliance correspondent".

# **S.** EMPLOYEES

#### 3.1. Top Management commitments and obligations

According to certain regulations dedicated to the fight against corruption, the Top Management of companies subject to such regulations have specific responsibilities to reach the objectives stated by these regulations.

For clarification purpose, Top Management includes the persons at the head of the legal entities who are responsible for the management of such entities in accordance with corporate laws and the by-laws of such entities.

The Top Management is responsible for ensuring that the BlueLink Group implements an effective and efficient anticorruption program within the whole organization.

For that purpose, they commit to provide the necessary means and resources to (i) detect and prevent corruption offences through awareness campaigns and training for employees, risk assessment projects and reporting mechanisms and (ii) to fight against corruption by ensuring required internal investigations are conducted whenever necessary and sanctions are applied in case of violation of this Anti-corruption Code of Conduct or its Policies.

In particular, they entrust the persons in charge of compliance or legal managers as the case may be with the authority and resources required to enable them to ensure the effective implementation of the compliance program. The persons in charge of compliance and legal managers as the case may be have access to the management bodies in order to alert them or request new measures necessary to the effectiveness of the compliance program.

The Top Management commits to strictly abiding by the rules of this Anti-Corruption Code of Conduct and its Policies. They must show exemplary behaviors by act and conduct and will communicate on the BlueLink Group's rules and standards on anti-corruption matters to spread the ethical culture as much as possible internally and externally.

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#### 3.2. Employees' obligations

As an employee of the BlueLink Group, you must have knowledge of and fully comply with this Anti-corruption Code of Conduct and its Policies. If applicable to your activities, you must follow the internal procedures which are referred to in this Anti-corruption Code of Conduct and its Policies and which complement the anti-corruption program.

Members of staff who are managers or supervise others have an additional responsibility. They must lead by example and ensure that their staff have received the necessary information and training to respect this Anti-Corruption Code of Conduct. From time to time, there may be questions in actual practice that could not be anticipated by this Anti-Corruption Code of Conduct or for which you face uncertainty.

If you are uncertain of how to act under certain circumstances, you should contact your manager or the compliance correspondent, whose contact details can be found at the end of this Anti-Corruption Code of Conduct and on the Intranet.

If you believe that an applicable written law conflicts with the guidelines of this Anti-Corruption Code of Conduct or its Policies, you should contact the persons above-mentioned before taking any other action.

Even if local laws do not prohibit a specific behavior or if a local custom, practice or tradition conflicts with this Anti-corruption Code of Conduct or its Policies, you must comply with this Anti-corruption Code of Conduct and its Policies.

Claiming that the offering of a gift or making a payment or adopting a certain conduct is a common practice in a given country, or that you were unaware that a transaction is in contradiction with the rules of this Anti-Corruption Code of Conduct and its Policies will not be an acceptable line of defense in the event of a control by authorities or anti-corruption agencies or legal action by third parties which suffered from such actions. You may report violations of this Anti-Corruption Code of Conduct, its annexed Policies and/or other internal rules of your company by following the Whistleblowing Procedure (see article 12 below).

# 4. RISKS AND SANCTIONS

In several local and foreign regulations on anti-corruption applicable to our organization, **both companies and individuals** can be convicted of a criminal offence for corruption.

The sanctions may consist of significant fines, damages, prohibition to participate to future public tenders, inability to obtain or renew export licenses, imprisonment for legal representatives and/or the individual employee who committed the corruption offence, damage to reputation towards our customers, partners, shareholders, investors...

In addition to the sanctions applied by national authorities, the individuals and companies involved in prohibited activities can face legal actions and be held liable to compensate other third parties (individuals or companies) who may have suffered losses as a result of a prohibited act.

The future of the BlueLink Group depends on the trust it inspires in its customers, employees, shareholders and private or public partners. This is one of the reasons why the BlueLink Group strictly prohibits all conduct and acts that violate applicable anti-corruption laws, wherever it operates. These prohibitions therefore apply even if a particular type of conduct referred to in this Anti-Corruption Code of Conduct and its Policies is not sanctioned by the local legislation in force in a particular country.



In accordance with our zero-tolerance policy on corruption, any violation of this Anti-Corruption Code of Conduct and its Policies may lead to criminal, civil and/or disciplinary sanctions, including, as the case may be, termination of employment by the relevant employer from the BlueLink Group in accordance with the applicable laws and rules of such company. Please refer to the internal rules of your company if applicable (i.e. "Réglement Intérieur" for entities registered in France).

# 5. PROHIBITION OF BRIBERY AND IN-

Corruption can occur through bribery and influence peddling practices. Such practices are fundamentally opposed to the values of the BlueLink Group and are strictly prohibited by most countries in the world.

Therefore, it is strictly prohibited to:

**directly or indirectly** (through an intermediary) offer, promise or give an undue Advantage to someone, whether a Public official or a private person or entity (i.e supplier, customer or any business partner) to:

// persuade or reward them to act against their legal obligations (=> active bribery offence)

ow

**2.** persuade or reward them to use their influence towards another party to help in obtaining or retaining business or to direct business to anyone or to obtain any other advantage (=> active influence peddling offence)

directly or indirectly through an intermediary) request or accept to receive an undue Advantage to persuade you to or reward you for

**1.** acting against your legal, contractual and professional obligations (=> passive bribery offence)

on

**2.** using your influence towards another party in order to help in obtaining or retaining business or to direct business to anyone or to obtain any other advantage (=> passive influence peddling offence)

Anti-cossuption code of conduct For clarification purpose, a "Public official" means any individual, company, organization, as the case may be, in a position of public authority, entrusted with a public service mission, or chosen by the electorate to represent public interests, or holding or being candidate for a public office or performing public administration.

For example, Public official include but are not limited to:

- any official or agent of a public international organization (e.g. the United Nations, the World Bank, the European Commission, etc.);
- any person employed by a Government;
- any entity hired to review invitations to tender on behalf of a public agency;
- customs officers;
- State-owned companies.

An "Advantage" includes without limitation any advantage such as money, goods, services, favors, discounts, gifts, tickets, entertainment events, hospitality, such as dinners and accommodation. It basically covers any financial or other advantage which may be of an interest to the recipient.

The offenses of bribery and influence peddling are constituted even if:

- No undue Advantage or no payment have been granted following a promise or an offer (=> a "mere attempt" is enough to be liable for the corruption offence),
- there is no formal written agreement by the other party (=> oral acceptance or acceptance by conduct is enough),
- it is an intermediary who carries out the act of corruption,
- the promise or the offer was made without intent to violate the law,
- The proposed Advantage is not financial or the value seems low for the person who offers the Advantage (i.e. such as services or personal favor),
- the bribery practice is between private companies (=> it does not only apply to Public officials).

The BlueLink Group strongly prohibits all forms of bribery and influence peddling and offers clear guidance and rules to help you identify situations at risk and adopt a conduct in accordance with the rules or standards on all occasions.

Exemples



Question: After a meeting with your IT supplier to discuss certain aspects of a contract where no commercial decision is at stake, the supplier invites you to lunch in his company's restaurant. Can you accept the invitation?

Answer: Yes, it is an usual business situation and a modest expense for a meal at the cafeteria, not an attempt to bribe you into changing your position on the contract terms.

The timing of the "decision-making process" is critical: please remain careful when invitations – even modest ones - are made when you discuss performance of a contract, payment issues, disputes in interpretation of some terms or obligations in the contract for instance. In such cases, invitations may be construed as an attempt to soften your position in the discussions with this supplier.

For more information on gifts and hospitality, see the Gift and Hospitality section below and the appendix on this topic attached to this Anti-corruption Code of Conduct.

Question: You are negotiating a contract with a customer for the provision of services. The customer informs you that he is willing to select you to carry out these activities, but only if you agree to offer some of its employees business class plane tickets each year so that they can go on vacation. Can you accept such request?

Answer: No, because the customer is clearly trying to obtain an undue advantage from you in a tender process situation, which constitutes an act of passive bribery.

Question: You want an entity of the BlueLink Group to be selected to carry out activities with a customer, but the customer informs you that your offer is not the best one. A consultant approaches you and claims that if you choose him/her to assist you with this negotiation, he/she will help you win the contract as he/she knows very well the CEO of your (future) customer. Can you accept this offer?

Answer: No, because the consultant is acting as an intermediary who will use his/her influence with the partner to get a business that you would not have obtained on the sole merits of your offer.



#### 6. PR

#### PRINCIPLES RELATING TO GIFTS AND HOSPITALITY

Gifts and hospitality (such as meals, travel or entertainment events, as defined in the Policy on Gifts and Hospitality attached to this Anti-Corruption Code of Conduct) are often viewed as ways to show politeness towards business partners.

Although such practice is not unlawful, gifts and hospitality are also one of the most common forms of corruption, as they may constitute the "undue" Advantage, as referred to in the offence of bribery and influence peddling defined in Article 5 above.

Therefore, you must be careful when offering or receiving gifts or invitations and ensure that they are in line with the principles stated in the Gift and Hospitality Policy attached to this Anti-Corruption Code of Conduct and report them to your manager.

#### As a summary of such principles:

You shall never acceptor request an advantage in exchange for a favorable treatment or that might create a sense of obligation for the recipient; Gifts and hospitality must always occur for **legitimate business reasons** 

You may only accept or offer reasonable and proportionate gifts and/or hospitality in a transparent manner and in line with frequency and threshold value mentioned in the Policy. Gifts above 100 euros (or equivalent) and hospitality above 200 euros per person and per event (or equivalent) are exceptional and subject to a specific reporting and approval mechanism. The same rules apply for Public officials

Political charitable donations or political contributions are prohibited

You shall check the value of the gift and hospitality to apply the relevant **reporting and approval mechanism** stated in the Gifts and Hospitality Policy and **keep records and supporting documentation** 

In case of doubt, decline or refrain from offering the gift or hospitality and/or contact the compliance correspondent.





Question: During contractual negotiations with a customer, you have invited the procurement manager to visit your offices in Sydney. The procurement manager has asked you whether he/ she could bring his/her spouse. Are you allowed to arrange for travel and entertainment for the customer's spouse?

Answer: No, because the spouse's visit is not linked to legitimate business reasons.

Question: An IT supplier is offering you and your spouse dinner in a luxurious restaurant following the renewal of a five-year contract. The supplier will not attend the dinner. Can you accept such invitation to celebrate the extension of your commercial relationship with this supplier?

Answer: No. A dinner in a luxurious restaurant offered by a business relation without a legitimate business purpose and without the supplier attending it is considered inappropriate and unreasonable. You should politely decline the offer.

Question: After signing a major contract for IT services, are you allowed to send to your business partner's team a bottle of champagne and a fruit basket to the attention of the team who negotiated the contract?

Yes, but only after confirmation from your manager based on the value. This is an acceptable gift, addressed after negotiations and to the team involved in the project at their office in a transparent matter

For more examples and details, please refer to the Gift and Hospitality Policy.

# 7. PRINCIPLES RELATING TO CONFLICTS OF INTEREST

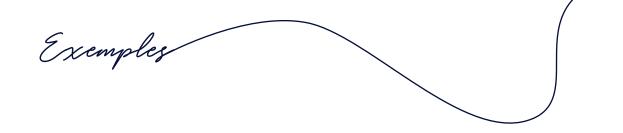
Conflicts of interest may be defined as a situation where your private interests are against or may appear to oppose the interests of the BlueLink Group and therefore impact the impartial and objective exercise of your functions.

For example, a conflict of interest could arise

from your direct involvement if you have a mandate in a company which is a competitor or customer or supplier of the BlueLink Group entity for which you are working indirectly if one of your relatives (family / friend) is working for a business partner of a BlueLink Group entity with which you are in charge of setting or maintaining business relationships

When finding yourself in this situation whether real or potential, you must report it without delay to your manager or HR manager to discuss the matter and resolve the situation in accordance with the rules stated in the Policy on Conflict of interests attached as an Appendix to this Anti-corruption Code of Conduct.

Although a conflict of interests situation is not unlawful, the impact it may have can create detrimental consequences to the BlueLink Group and can sometimes lead to corruption offences, notably through influence peddling.





Question: You are in charge of selecting a partner to help your company develop its offering to customers. Your brother works for a company that you consider can properly carry out this activity with necessary skills and experience. Can you decide to select this company?

Answer: this personal connection with a partner could appear to influence your decision and incur the risk of the contract being awarded on an unfair terms. All conflicts of interest, real or potential, must be reported to your manager or HR manager or to any other person in observance of the internal policies applicable within your company. Depending on the circumstances and the applicable procedure, your manager may decide to appoint another person to manage the situation on your behalf.

Question: You are a human resources manager and you are allowed to decide on the recruitment of your staff. One of your relatives is seeking employment. Can you offer him the job without any selection process with other candidates?

Answer: You are not allowed to do that. The recruitment of a relative is not forbidden, but similar conditions for selection and by a competitive approach should apply as for any other candidate. You should have your relative participate with other candidates in the selection process for the job.

Question: One of your friends has set up a start-up specialized in semantic analysis. Your friend offers to conclude a free of charge «Proof-Of-Concept» (POC) for a few months, which may then lead to a long-term contract with the BlueLink Group if the solution is suitable. Do you need to report your connection with this entity at the POC stage?

Answer: Yes, this information must be reported so that measures can be taken for the management of the relationship with this start up and the potential future contract.

For more information, see the Policy on conflicts of interests attached as the Appendix relating to this topic.



#### PRINCIPLES RELATING TO FACILITATION PAYMENTS

Facilitation payments are unofficial small payments made to secure or speed up routine governmental administrative formalities or business transactions that should normally be obtained through normal legal channels. They can occur in the following situations: issuance of permits, immigration controls, loading and unloading of cargo and releasing goods held in customs.

Most countries prohibit making or requesting these payments under anticorruption laws.

Therefore, acceptance or offer to make facilitation payments are strictly prohibited, regardless of the country where you are doing business. Facilitation payments are considered bribes since they consist of giving unofficial money or goods to perform a duty, or refrain from performing a duty, or to perform a duty improperly.

The prohibition of facilitation payments extends to all our business transactions. Therefore, you must ensure that anyone you are engaged with (i.e. supplier, intermediary) does not make facilitation payments on your behalf.

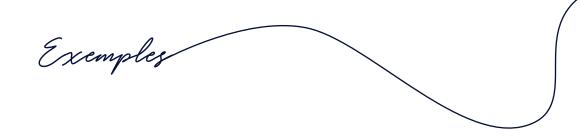
In exceptional cases, where verbal and psychological pressure is accompanied by an explicit threat to your life or freedom (i.e. threat to be sent to jail), you are exceptionally authorized to make the payment, but you must report the incident to your manager and the compliance correspondent when in safety, to allow BlueLink Group to file appropriate complaint.

From a general perspective, special care must be taken in relationships with Public officials, with regard to persons who are known or suspected to be family members of Public officials or companies who are controlled by family members of Public officials.

Anti-corruption laws and BlueLink Group expressly forbid the direct or indirect offer or promise of a financial payment or any other advantage to a Public official for the purpose of:

- influencing any act or decision;
- persuading the Public official to act against his/her legal obligations;
- obtaining an improper advantage from the Public official;
- persuading such a person to use his/her influence with a governmental agency, in order to assist in obtaining or retaining business or to direct business to anyone. The mention of 'obtaining or retaining business' must be understood in its widest sense including business advantages such as obtaining a permit or a tax break (a lower tax rate allowed by government).

Should you be requested to offer something by a Public official, report the incident immediately to your manager and/or the compliance correspondent designated within your entity.





Question: A Public official asks you to invite him and his wife to a business conference abroad in exchange for securing an operating license in a given country. Is it acceptable?

Answer: You cannot accept to extend the advantage that would constitute a bribe and could lead to disciplinary and / or criminal. sanctions. You must firmly refuse to give the requested advantage and should report the incident to your manager as soon as possible.

Question: You have been contacted by the customs office in a foreign country to inform you that a cargo shipment containing urgently needed IT equipment has been detained at customs. Even though the paperwork is in order, the customs officer has informed you that government regulations require the cargo to remain in the customs warehouse for at least another two weeks. He says that if you agree to pay USD 100 in cash, he will immediately release the items. Should you pay?

Answer: No. The customs officer is offering you a special treatment in exchange for money. Such payment is a facilitation payment, considered a bribe and is prohibited. Firmly refuse to make the payment and report to management.

For more information, see the Policy on facilitation payments attached as the appendix relating to this topic.

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#### $\mathcal{I}_{\cdot}$ PRINCIPLES RELATING TO PATRONAGE AND SPONSORSHIP

Patronage may be defined as providing support to a project, person or individual who performs public interest activities, without receiving anything in return from the beneficiary.

Sponsoring may be defined as providing support to a project, person or individual in exchange of a benefit from such action (in terms of marketing or publicity for instance).

Local laws set up specific regulations and prohibitions relating to certain forms of donations, patronage and sponsoring. Considering the diverse legal frameworks and the compliance risks such actions may involve, the BlueLink Group prohibits **any political charitable donations or political contributions.** 

The other types of Patronage or sponsorship may only be done in accordance with the procedure set up in the Policy on Patronage and Sponsorship attached as appendix to this Anti-corruption Code of Conduct since the advantage granted in the course of patronage or sponsoring can be used to obtained something else unduly from your business partner (for instance a customer accepting to select you for a business for the sole reason that you have accepted to provide money to a charitable or sponsored event).

For more information, see the Policy on Patronage and Sponsorship attached as the appendix relating to this topic.

### 10. PRINCIPLES RELATING TO LOBBYING

Lobbying can be defined as an activity aimed at influencing public decision-making.

It may relate to the content of a law or regulation and establishing contacts with various Public officials, administrative authorities, members of the Government or a cabinet office, or members of Parliament.

Therefore, it may sometimes lead to the risk of influence peddling situations which are strictly prohibited.

Certain local laws set forth specific obligations and prohibitions relating to lobbying activities.

Such obligations may, for instance, involve declaratory obligations for the BlueLink Group entities under the applicable laws and you may occasionally be requested to provide information about relevant activities so as to allow the concerned the BlueLink Group entities to meet their legal obligations.

You must consult your manager or compliance correspondent if in doubt as to whether your activity may qualify as lobbying and consult any applicable local rules and policies relating to such activities.

Lobbying may only be done in accordance with the procedure set up in the Policy on Lobbying attached as appendix to this Anticorruption Code of Conduct.

# 11.

#### PRINCIPLES GOVERNING RELATIONS WITH THIRD PARTIES

An entity of the BlueLink Group can be held accountable for the actions of third parties, such as suppliers, (joint venture) partners, subsidiaries, etc.

All third parties acting on behalf of an entity of the BlueLink Group are required to comply with anti-corruption laws at all times.

The following non-limitative measures must apply to reduce any risk of non-compliance: The BlueLink Group entities participate in various calls for tenders in order to supply goods and/or services to public or private players. It is essential that

- perform due diligence in order to check that the contemplated contractual relation does not raise compliance risks;
- ask the third party about its own anti-corruption policies and inform the third party of our commitment to comply with all anti-corruption laws and of our related policies and that they also apply to our contracting partners;
- clearly define the nature of the third party's services to be provided, and associated costs and remuneration which shall be adequate to the performance of such services, not the benefit expected from them;
- define the remuneration of the third party on the most objective elements possible;
- perform regular review or audit to check that the third party comply with the requirements stated in this list;
- include contractual terms requiring the third party not to offer bribes, allowing for audits, requiring the third party to report any requests for bribes and giving the BlueLink Group the right to audit compliance and terminate the contract if the third party's actions are suspicious.
- proceed to a third-party assessment by an independent auditor for high risks third parties before entering in the relationship and during the term of the relationship;
- refer to the third parties evaluation procedures made by the persons in charge of compliance within your entity.

tender procedures and the award of contracts comply with all applicable laws and rules. It is important to proceed with caution in our contacts with any related individuals and entities to ensure total transparency concerning the exchanges or interactions we have with such third parties.

Local decisions on the award of contracts and the conclusion of contracts with entities of the BlueLink Group must be taken on the basis of merit alone and not because of improper influence exercised on others. The selection of a supplier or subcontractor of goods or services must be based on transparency and exclusively objective criteria. Procurement regulations usually contain specific rules about the timing of, and process for, securing tender information and documents. You should ensure that you act in accordance with these rules. You should never seek non-public confidential information in opposition to such regulations.

During a public tender process, strict regulations usually exist concerning the bid process, including possible conflicts of interest and interactions and communications with officials involved in the tender process.

If you have a relationship with third parties while performing your activity, please refer to the rules stated in the Policy on Third Parties attached as appendix to this Anti-Corruption Code of Conduct, as well as the specific rules applicable to your domain activity or entity.

# Anti-cossuption code of conduct

# 12. REPORTING MECHANISMS

The BlueLink Group has set up a whistleblowing system that allows members of staff to report situations or behaviour that they consider to be in breach of this Anti-Corruption Code of Conduct and its Policies or relating to other areas of compliance.

Management of reported incidents will help the BlueLink Group in (i) adopting corrective measures, (ii) improving procedures or tools, (iii) adapting the communication and training materials based on these real-life scenarios and (iv) ensuring that we maintain our operational performance and that our values are respected. In this respect, we will always promote and encourage this «speaking culture» within our entities.

This is why we urge you to report any issue or incident to enable the BlueLink Group to remedy any issue which is not in line with its standards and applicable regulations.

The reporting mechanisms implemented by the BlueLink Group are secure and access rights are restricted to those staff members authorized and trained to receive and process the incident reports to ensure independent analysis, strict confidentiality and no retaliation measures can apply to the whistleblower in accordance with our values and applicable laws.

For further information on this subject, please consult the whislteblowing procedure available on your company's intranet site and the Group website.

# 13. WHAT IF I HAVE FURTHER QUESTIONS?

The Anti-Corruption Code of Conduct and the Policies attached as appendixes aim at providing you with clear guidelines on how to identify and prevent acts of bribery or influence peddling. General guidance and all awareness campaigns and trainings may not be sufficient in certain situations where you have doubt on how to behave.

In such cases, you can raise your questions to your manager, or to the «compliance correspondent» designated within your entity. They will give you recommendations on how to interpret the provisions of this Anti-Corruption Code of Conduct and its attached Policies and on application of the relevant rules to the issue you are facing.

The contact details for the compliance correspondent are as follows:

compliance@bluelinkservices.com

**POLICY ON GIFTS AND HOSPITALITY Appendix 1 to the Anti-corruption Code of Conduct** of the BlueLink Group



#### **PREAMBLE**

This Gift and Hospitality policy (the "Policy") describes the rules relating to the receipt or granting of gifts and hospitalities while performing your professional activity within the BlueLink Group. It helps you to understand the difference between forbidden bribes and authorized casual gifts or hospitality during the normal course of a business relationship.

This Policy complements BlueLink's Anti-Corruption Code of Conduct (the «Anti-Corruption Code») and is part of the anti-corruption compliance program implemented to take into account recognized international standards and regulatory requirements such as the Foreign Corrupt Practices Act in the USA, the UK Bribery Act, and the French Sapin II Law as amended and complemented from time to time.

As an employee of the BlueLink Group, you must comply with the Anti-Corruption Code of Conduct and its Policies and refer to these documents whenever necessary.

Violations of this Policy may lead to criminal, civil and/or disciplinary sanctions in accordance with the applicable laws and rules of the relevant company of the BlueLink Group you belong to.

### 1. SCOPE AND PURPOSE

The principles stated in this Policy apply to all employees of any entity of the BlueLink Group entity and to its agents, consultants, suppliers, service providers and other third parties acting on behalf of an entity of the BlueLink Group or with which it does business, including operations for joint-venture or partnerships.

Employees of all BlueLink Group entities shall familiarize themselves with, understand and fully comply with this Policy. Those who manage or supervise others have an additional responsibility: they must lead by example and ensure that their staff have received the necessary information and resources to comply with this Policy.

The purpose of this Policy is to set forth the rules relating to the offering and receiving of gifts and hospitalities. It explains the prohibited practices and behaviors with illustrations derived from the BlueLink Group's activities, notably through reporting and risk mapping, and describes the rules to follow for validation and record keeping.

# 2. DEFINITIONS

For the purposes of this Policy:

Advantage includes Gifts and Hospitality.

**BlueLink Group** means all the entities being part of the group directly or indirectly controlled by BlueLink.

**Business Partner** means any individual (including Politically Exposed Persons), company, partnership, association, foundation, trust or other entity interacting with the BlueLink Group as part of a business relationship including, without limitation, sales agents, consultants, partners, customers, suppliers, service providers, or other entity buying from or selling to the BlueLink Group some products and/or services.

**Gift** means any present, contribution of economic, social or personal value, which is promised, given or received in connection with a potential or existing relationship with a Business Partner.

**Hospitality** means any form of social event, meal or show or any other item of value promised, offered or accepted as part of a potential or existing business relationship with a Business Partner.

Politically Exposed Person or PEP means a Public Official who has been entrusted with a high level public function. It may include Heads of State or of Government (i.e President, Prime Minister, State Secretary), senior government, judicial or military officials, senior executives of state owned corporations, leaders of political party etc... Sanctions for corruption of PEPs are usually significant, this is why particular attention shall be paid when a PEP is involved in a business relationship due to his/her position and the influence that he/she may hold.

**Public official** means any individual, company, enterprise, as the case may be, in a position of public authority, entrusted with a public service mission, or chosen by the electorate to represent public interests, or holding or being candidate for a public office or performing public administration. For example, Public Officials include but are not limited to:

- any officials or agents of a public international organization (e.g. the United Nations, the World Bank, the European Commission, etc.).
- any person employed by a Government,
- any entity hired to review invitations to tender on behalf of a public agency,
- customs officers,
- State owned companies.

#### 3. PRINCIPLES APPLICABLE TO ALL GIFTS AND HOSPITALITY

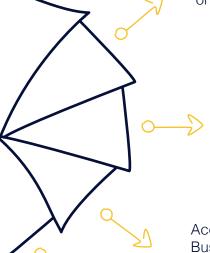
It is not prohibited to occasionally receive or offer a small Gift to a Business Partner or to invite a Business Partner to a restaurant or to a cultural event.

These practices can be viewed as commercial courtesy between Business Partners and the BlueLink Group.

However, these Gifts or Hospitality may become an issue when they restrain your or third party's impartiality in doing business for the BlueLink Group or if their nature leads to suspicion of a hidden compensation or clear expectation to get something in return.

#### 3.1. The following rules apply in all circumstances:

Gifts must always be of a reasonable value (as defined below), including drinks, food, cultural gifts, corporate gifts featuring the BlueLink Group logo, and be given or received in connection with a potential or existing business relationship, and/or during special events or occasions to be celebrated.



Gifts and Hospitality are only permitted within the scope of applicable law. Before granting or accepting a Gift or Hospitality, make sure that you comply with this Policy and the Anti-corruption Code of Conduct and applicable law by taking advice from your manager or the compliance correspondent if necessary.

Accept a "NO" for an answer when granting a Gift or Hospitality and never insist. The internal rules of your Business Partner may differ from this Policy.

No Advantage may be granted to Public Officials or PEPs without following the procedure set out in point II of paragraph A of Article 4.1 for Gifts and in Article 4.2 for Hospitality, **regardless of their amounts.** 

**Intention:** Gifts or Hospitalities aims at showing normal courtesy. They must never be used to influence the recipient's objectivity in making a decision in any way.

**Frequency:** the Advantage must remain exceptional. Offering Gifts and Hospitality to the same Business Partner more than once a year must be avoided or duly justified to your manager, especially if the value equals or exceeds the threshold mentioned above (see criteria of appropriateness).

Appropriateness: they shall reasonable (no more than 100 euros for Gifts and 200 euros for Hospitality, unless prior approval, in accordance with article 4 below).



**Adequacy:** the Advantage granted is strictly offered to or accepted by the Business Partner himself/herself and not extended to the benefit of their family, and/or friends). Whenever possible, Hospitalities must take place during weekdays and working hours. You must attend the event with your Business Partner.

Transparency: make sure that you have all necessary approvals to offer or receive the Gift or Hospitality on behalf of the BlueLink Group in accordance with this Policy. All Gift or Hospitality must be sent to the professional address of the recipient and a record shall be kept.

#### 3.2. Advantages prohibited in all circumstances / prohibited practices

You shall never accept or offer the following, or give an approval as manager to accept or offer the following:

- Gifts or Hospitality of an inappropriate nature (offensive, improper, insulting or unprofessional) or which could reasonably be expected to have any potential adverse effect on the BlueLink Group's reputation;
- Cash or cash equivalents such as gift vouchers, shopping cards, stocks, loans or options;
- Personal services (such as a service proposed by a Business Partner outside the scope of its professional mission. For example, if an employee of a translation agency to be selected by an employee of an entity of the BlueLink Group offers to give free foreign language lessons to this employee or to his/her relatives if the agency is selected to work with the entity of the BlueLink Group);
- Gifts or Hospitality during a tender phase or during periods when important business decisions are being made;
- Gifts given contrary to any local law / to this Policy / to the Business Partner's policy.
- Advantages provided as part of Political charitable donations and political contributions.

Exemples



A. Case: After signing a major IT supply contract, you send to your Business Partner's team a bottle of champagne and fruit basket.

Answer: This is an acceptable gift, since it remains reasonable, is addressed after negotiations and to the whole team at professional address. It cannot be construed as having been done to influence any decision on the supply contract execution.

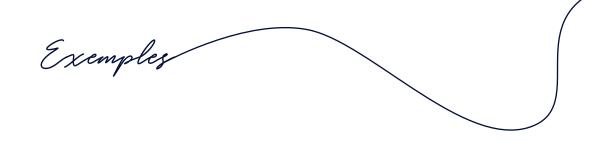
B. Case: the CEO of a customer is on a business trip in Paris and calls you to visit the BlueLink site. During the tour, he/she mentions a future call for tender for engine maintenance and suggests that you invite him/her to discuss it during a boat-dinner on the Seine River.

Answer: This situation might put you in a difficult situation due to the timing (future tender). You should decline the offer.

C. Case: For the past two years, you have been invited for a yearly customer dinner by a Business Partner. The invitation was not renewed for this current year and the contract with this Business partner is coming to an end.

Answer: The fact that you are no longer invited should not affect in any way your upcoming decision to renew or not the contract. Besides, always keep in mind that your Business Partner may also implement its own compliance program by limiting Advantages. This example is indeed a good illustration of a Business Partner willing to comply with regulations by avoiding compliance risks in the context of an upcoming new bid process resulting from the expiry of the contract coming soon. The trend for increasingly stringent

regulations for the fight against corruption has an impact on companies' policies, which can decide that certain gestures or practices previously acceptable cannot be done anymore.





D. Case: You have been invited for 2 days of all-inclusive ski event by a Business Partner in a 5-star-luxury hotel in the famous ski resort Gstaad in Switzerland while the contract with this Business Partner is still in force for a few years left.

Answer: The Hospitality seems to be very expensive based on its duration (i.e. 2 days), its nature (i.e., ski) location (luxurious ski resort) and the fact that it is all-inclusive (i.e. it may cover travel, food and accommodation). Therefore, even if the contract was already signed when the invitations were made compliance risks are present since such invitations could have been made in an attempt to influence a decision in the contract management, notably concerning an upcoming payment milestone

E. Case: After completing time consuming negotiations, your Business Partner mentions that he/she will go on holidays with his/her family, starting with a long Air France or KLM international flight. He/she asks you if there is "anything" you can do to make this flight more enjoyable.

Answer: Although the contract is now signed, requesting a gift, like upgrades or special attention on board is not acceptable.

#### Use your common sense:

When granting or receiving an Advantage, always ask yourself: would I be comfortable to publicly disclose this Gift or Hospitality even if it is in line with this Policy? When in doubt, refer to your manager and compliance correspondent. Note that you remain personally responsible for offering or accepting any Advantage.

# 4. PROCEDURE

#### 4.1. Procedure for offering or accepting a Gift

If the Gift is valued 100 euros or less (or the equivalent in another currency), you can grant it after (i) checking that it complies with this Policy and (ii) informing your manager, who will accept or deny such request via the expense reimbursement tool.

# Offering a gift



Gifts exceeding the threshold above should only be offered on an exceptional basis and must be approved in advance by your (i) manager, (ii) CEO or a member of the Top Managment. The CEO must give his authorisation if the applicant is a member of Top Managment.

The individual responsible for granting or denying approval will maintain a record of the decisions made. To facilitate reporting and evidence keeping record, employees and

managers may use the template for approval requests and validation attached as appendix 2 to this Policy or other written means or registry from a digital tool implemented

for compliance monitoring purpose. If and once a digital tool with a register for Gifts and Hospitalities is implemented in your entity, all requests for Gifts and Hospitality must be

issued and managed through such tool.

If prior approval for a Gift is impossible, you must refrain from offering the Gift.

The receipt of a Gift of 100 euros or less (or the equivalent in another currency) must be reported to your manager.

If the Gift exceeds (or seems to exceed) the value of 100 euros (or equivalent in other currency), you must ask for prior approval according to the same validation process mentioned in § A of this Article 4.1 ("Offering a Gift").

# Receiving a gift



If refusing a Gift could put you in an awkward position with your Business Partner, you must declare the Gift by following the process described in I or II above no later than 48 hours after receipt. If you are not authorised to keep the Gift, management will decide on the appropriate action to be taken (e.g. returning it, sharing it between employees not concerned or destroying it). To avoid this situation, this Policy will be communicated to your Business Partners.

Those responsible for approving or declining applications will keep a record of the decisions taken.

To facilitate declarations and the retention of supporting documents, employees and managers may use the model request for authorisation and validation attached in Appendix 2 of this Policy or any other written means or digital register set up for compliance monitoring purposes. If a compliance monitoring tool with a Gifts and Hospitality register is implemented within your entity, this tool must be used to make and process requests.

### 4.2. 2. Procedure for offering or accepting Hospitality

If the Hospitality is valued 200 euros or less (or equivalent in other currency) per person per event, you can grant it after (i) checking that it is in adequacy with this Policy and (ii) informing your manager, who will accept or decline your request via the expense reimbursement tool.

Offering Hospitality exceeding the threshold above is exceptional and must be approved in advance by (i) your manager (ii) the CEO or a member of the Top Managment. CEO must give his or her authorisation if the applicant is a member of the Top Managment.

### Offering Hospitality



The individual responsible for granting or denying approval will maintain a record of the decisions made.

To facilitate reporting and evidence keeping record, employees and managers may use the template for approval requests and validation attached as appendix 2 to this Policy or other written means or registry from a digital tool implemented for compliance monitoring purpose. If and once a digital tool with a register for Gifts and Hospitalities is implemented in your entity, all requests for Gifts and Hospitality must be issued and managed through such tool.

If prior approval for a Hospitality is impossible, you must refrain from offering the Hospitality.

Hospitality amounting to 200 euros or less (or equivalent in other currency) is reported to your manager who will give or not his/her approval on the basis of the principles stated in this Policy. Your Business Partner must attend the event with you.

If the Hospitality exceeds (or seems to exceed) the value of 200 euros (or equivalent in other currency), you must ask for prior approval according to the same validation process mentioned in § A of this article 4.2. («Offering Hospitality»).

### Receiving Hospitality



If refusing the Hospitality might put you in a difficult situation towards your Business Partner, you must report the Hospitality according to the process in § I and II above without undue delay before the scheduled date so that appropriate action can be decided. If not possible to report the hospitality before it occurs, you should decline it. In order to avoid such situation, communication of this Policy shall be done towards our Business Partners.

The individual responsible for granting or denying approval will maintain a record of the decisions made. To facilitate reporting and evidence keeping record, employees and managers may use the template for approval requests and validation attached as appendix 2 to this Policy or other written means or registry from a digital tool implemented for compliance monitoring purpose. If and once a digital tool with a register for Gifts and Hospitalities

is implemented in your entity, all requests for Gifts and Hospitality must be issued and managed through such tool.

### 5. EXCEPTION

The principles of this Policy do not apply to Advantages offered to Business Partners in the context of scheduled and budgeted patronage or sponsorship (including marketing) events complying with applicable laws and approved in accordance with internal rules and the Policy on "Patronage and Sponsorship" which is an appendix to the Anti-corruption Code of Conduct dedicated to this specific topic.

### 6. SOLICITATION AND EXTORTION

This category of Advantages relates to any action intended to influence decision-making or get something by force.

Solicitation is a request for money, information or help. Extortion is a practice of obtaining something, especially money, through force or threats.

You are not allowed to actively solicit or extort payments or Advantages from others, and you may face criminal liability exposure for doing so.

In the event that a third party solicits a payment or attempts to extort money or an Advantage, consider your own safety first if there is an imminent danger, including by accepting the payment if necessary. When you find yourself safe, you must immediately inform your manager and the compliance correspondent.

For more information on this subject, please refer to the appendix entitled "Policy on facilitation payments" in the Anti-Corruption Code of Conduct.

Any further questions?

compliance@bluelinkservices.com



### Speak up!

Where appropriate, use the internal whistleblowing mechanism by clicking on the link on your entity's intranet or using your business email address, as applicable, to report any violation of this Policy (please refer to the section entitled "Reporting Mechanism" in the BlueLink Group Anti-Corruption Code of Conduct).

### **APPENDIX 1 - OVERVIEW OF GIFT AND HOSPITALITY CATEGORIES**

Subject to (i) the criteria set out in section 3 of this Policy, (ii) exercising sound judgement and (iii) acting responsibly, the following guidelines apply:

Category	Examples	Offer - active corruption	Accept - passive bribery
Gifts	Presents, corporate goodies, promotional items, etc.	Up to 100 euros: information of your manager for validation or refusal.	Estimated value is less than 100 euros: to be reported to your manager for approval or denial
		More than 100 euros and for Public Officials and PEP irrespective of the value (exceptional): prior authorisation from your manager, the CEO or a member of the Top Managment.	Estimated value exceeds 100 euros: same validation process as for offering Gifts
Hospitality	Meals, entertainement, etc.	Up to 200 euros per person and event: information of your manager for validation or refusal.  More than 200 euros and for Public Officials and PEP irrespective of the value (exceptional): prior authorisation from your manager, the Managing Director or a member of the management team.	Hospitality which, in your opinion, cost less than 200 euros: you must inform your manager so that he or she can approve or decline your request.  Hospitality costing more than €200: you must follow the same validation process as for the Hospitality offer.
Political charitable donations and political contributions	Payments to government charities, politicians or government officials. Political sponsorships.	Not allowed	Not applicable
Solicitation and extortion	Any action intended to influence decision making or obtain something by force	Not allowed	In the event of imminent danger, move to a safe place and contact your manager and the compliance correspondent as soon as possible.

### APPENDIX 2 - APPROVAL REQUEST OF GIFT OR HOSPITALITY - TEMPLATE

When requesting a prior approval related to an Advantage, send an email to your manager, using the following template:

Name, title and service of the validator of this request:

Name, title and service of the requester:

Nature and value of the contemplated Gift or Hospitality:

### If the Advantage is granted:

Details on the receiver(s):

- Name(s):
- Job title of the receiver(s)
- Name of the Company(ies):

Is / are the receiver(s) considered Public official(s) or Politically Exposed Persons?

Has/have the receiver(s) already been offered an Advantage in the past 12 months? If yes, please justify why there is a recurring need for the Advantage

What is the reason for offering the Advantage?

Confirm that there is no tender or selection process or contract renewal phase with the receiver:

### If the Advantage is accepted:

Information about the Business Partner:

- Name(s):
- Name of the Company(ies):

What is the reason or circumstance for receiving the Advantage?

Confirm that there is no tender or selection process or contract renewal phase with the Business Partner:

Date:

Signature of the requester Signature of the validator

### **POLICY ON CONFLICTS OF INTEREST Appendix 2 to the Anti-corruption Code of Conduct** of the BlueLink Group



### **PREAMBLE**

This policy on conflicts of interest (the "Policy") describes the rules for management of conflicts of interests, which may arise during your professional activity within the BlueLink Group.

A conflict of interests occurs when your personal interests may compete with the ones of an entity of the BlueLink Group directly or through people with whom you have a close relationship (such as family, relatives or friends). Such situations create interferences between private and professional lives and may trigger biased choices or distorted judgements, which may put you and your employer at risk.

This Policy complements the BlueLink Group anti-corruption Code of Conduct (the "Anti-corruption Code of Conduct") and is part of the anticorruption compliance program implemented to take into account recognized international standards and regulatory requirements such as the Foreign Corrupt Practices Act in the USA, the UK Bribery Act, and the French Sapin II Law as amended and complemented from time to time.

As an employee of an entity of the BlueLink Group, you must comply with the anti-corruption Code of Conduct and its Policies, and refer to these documents whenever necessary.

Violations of this Policy may lead to criminal, civil and/or disciplinary sanctions in accordance with the applicable laws and rules of the relevant company of the BlueLink Group you belong to.

# Delicy on conflicts of interest

### SCOPE AND PURPOSE

The principles stated in this Policy apply to all employees of the BlueLink Group and to its agents, consultants, suppliers, service providers or other third parties acting on behalf of an entity of the BlueLink Group or with which it does business, including operations for joint-venture or partnerships.

Employees of all BlueLink Group entities shall familiarize themselves with, understand and fully comply with this Policy. Those who manage or supervise others have an additional responsibility: they must lead by example and ensure that their staff have received the necessary information and resources to respect this Policy.

The purpose of this Policy is to provide guidance to identify and manage situations of conflicts of interests. It explains the prohibited practices and behaviors with illustrations derived from the BlueLink Group activities, notably through reporting and risk mapping, and describes the rules to follow.

# Doling on conflicts of interest

### 2. DEFINITION OF CONFLICT OF INTEREST

responsibilities are influenced by a private interest, directly or indirectly. In such cases, the conflict of interests impacts the impartial and independent performance of such employee's mission or one of his/her tasks or projects or decision-making capacity, and this can be detrimental to the interests of the BlueLink Group.

### A conflict of interests can arise:

from your direct or indirect involvement in business activities that compete with an entity of the BlueLink Group.

For example, there is a conflict of interests if you (i) accept a mandate as member of the Board of Directors of a company competing with the BlueLink Group (e.g. a call center) or (ii) if you are the (co-) founder of a company which provides same products or services as the BlueLink Group (e.g. semantic analysis solutions).

### from activities of your relatives, close friends or family members.

For example, there is a conflict of interests if you decide to (i) hire your business partner's nephew when you are in charge of recruiting an employee for the BlueLink Group or (ii) select your friend's company as a new supplier without following the request for tenders process or if such company is not the one with the most competitive offer after completion of the request for tenders process.

# Doling on conflicts of interest

### 3. APPLICABLE PRINCIPLES AND PROHIBITED BEHAVIOURS

Conflicts of interests can expose the BlueLink Group and its employees to charges of unfairness, partiality or deceit. Such situations can also raise issues of fraud, violation of confidential information, insider trading, breach of trust and misuse of company assets, which are legally prohibited and sanctioned.

In accordance with the terms of your employment contract and/or internal rules as applicable, you must always adopt a loyal and honest behavior towards the BlueLink Group when performing your mission.

You must avoid conflicts of interests situations, whether real or potential, and never put your own personal interests ahead of the ones of the BlueLink Group when performing your duties and responsibilities.

You must also refrain from carrying out a competing activity for own account or for a third party, unless expressly authorized by your CEO or Human Resources Manager. In such case, you must inform your manager or Human Resources manager and provide adequate justifications to explain the rationale of the request, so that such request can be processed in accordance with article 4 below.

Examples - which are subject to other internal corporate rules of prohibited behaviors to prevent conflicts of interests unless they are cleared in accordance with article 4 below:

To get a second job for a customer, supplier or subcontractor of the BlueLink Group, which enables the holder of such second job to have an influence on the business relationship with the BlueLink Group;

To hold a directorship in a customer, supplier or subcontractor of the BlueLink Group, which enables the employee of the BlueLink Group to have an influence on the business relationship with the said customer, supplier or subcontractor;

To take (or have relatives taking) a personal financial interest in a transaction in which it is known that the BlueLink Group may be involved;

To hold a position in a charitable organization which has a relationship the BlueLink Group and which the employee of the BlueLink Group can take benefit from.

There may be situations where a conflict of interests occurs although there was no specific action from you to trigger such conflict of interests. An example would be if the sister of a purchasing manager of the BlueLink Group is appointed CEO of a supplier belonging to the portfolio of suppliers managed by the said purchasing manager of the BlueLink Group. While there was no specific action from the BlueLink Group employee to trigger such conflict of interests, this situation nevertheless requires disclosure requirements as stated in article 4 below.

### Use your common sense

When performing your duties and responsibilities for the BlueLink Group, Would you be comfortable explaining the situation publicly?

When in doubts about the application of this Policy, refer to your manager, your human resources manager or the compliance correspondent in your entity.

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### 4. PROCEDURE

To prevent the detrimental consequences of conflicts of interests you must:

- Refrain from adopting any prohibited practices or behaviors listed in Article 3 above unless they are approved in accordance with this Article 4 or prohibited practices that are also applicable within your entity or domain,
- Refrain from using, for personal purchase or sale, the suppliers or customers with which you have a business relationship for the BlueLink Group.

### When a conflict of interests occurs:

- You must immediately report the situation of conflict to your manager. He/she may liaise internally with relevant internal stakeholders such as the HR Manager and/or compliance correspondent in order to take an enlightened decision.
- Your Manager will assess the situation based on the elements and make a report for the legal representative or its delegate in order to take the appropriate decision in the interest of the Your Manager will assess the situation based on the elements and make a report for the legal representative or its delegate in order to take the appropriate decision in the interest of the BlueLink Group, in accordance with the applicable internal company rules or or internal procedures as applicable in your entity. This decision may consist in asking the employee involved in the conflict of interests not to participate in a project, transaction or negotiation and to take appropriate measures to ensure that the confidentiality required in such a business relationship is preserved.
- You must refrain from acting and intervening as a representative of the BlueLink Group in the said project, transaction or negotiation until your manager has given you clear instructions on this matter.
- You must refrain from participating in the decision-making process in which the conflict of interest arises if your manager has not given you clear instructions of the matter.



### Speak up!

Where appropriate, use the internal whistleblowing mechanism by clicking on the link on your entity's intranet or using your business email address, as applicable, to report any violation of this Policy (please refer to the section entitled "Reporting Mechanism" in the BlueLink Group Anti-Corruption Code of Conduct).

Any further questions?

compliance@bluelinkservices.com

### Appendix 3

### **POLICY ON FACILITATION PAYMENTS**

**Appendix 3 to the Anti-corruption Code of Conduct of the BlueLink Group** 

### **PREAMBLE**

This policy on facilitation payments (the "Policy") describes the rules for management of requests of facilitation payments from public agents as defined in Article 2 below, which may arise during your professional activity within the BlueLink Group. Such facilitation payments can be construed as bribes and therefore put you and your employer at risk.

This Policy complements the BlueLink Group's Anti-Corruption Code of Conduct (the «Anti-Corruption Code») and is part of the anti-corruption compliance program implemented to take into account recognized international standards and regulatory requirements such as the Foreign Corrupt Practices Act in the USA, the UK Bribery Act, and the French Sapin II Law as amended and complemented from time to time.

As an employee of an entity of the BlueLink Group, you must comply with the Anti-corruption Code of Conduct and its Policies and refer to these documents whenever necessary.

Violations of this Policy may lead to criminal, civil and/or disciplinary sanctions in accordance with the applicable laws and rules of the relevant company of the BlueLink Group company you belong to.

### 1. SCOPE AND PURPOSE

The principles set out in this Policy apply to all employees of BlueLink Group and to its agents, consultants, suppliers, service providers and other persons or entities acting on behalf of a BlueLink Group entity or with which it carries out activities, including operations carried out through our joint ventures (i.e. companies held jointly with one or more partners) and/or in collaboration with our partners.

Employees of all BlueLink Group entities shall familiarize themselves with, understand and fully comply with this Policy. Those who manage or supervise others have an additional responsibility: they must lead by example and ensure that their staff have received the necessary information and resources to respect this Policy.

The purpose of this Policy is to define facilitation payments and explain how to deal with such requests when facing them. It sets forth the prohibited practices and behaviors with illustrations derived from the BlueLink Group activities, notably through reporting and risk mapping, and describes the rules to follow.

### 2. DEFINITION OF FACILITATION PAYMENT

Facilitation payments are unofficial payments of small amounts made to secure or speed up routine governmental administrative formalities or business transactions. They are usually made in cash but can also be small gifts (tobacco, perfume, alcoholic beverages...).

Such unofficial payments are made to a public agent (i.e. someone entrusted with a public service task, or who represents public interests, or holding or being candidate for a public office or performing public administration) for the performance of administrative formalities, which should be obtained through normal legal channels.

Facilitation payments often serve as an incentive to encourage the public agent to complete or unblock a process or perform an action more quickly, which is why they are also known as "expediting payments", "grease payments" or "speed payments". Most countries prohibit making or requesting these payments under anti-corruption laws.

Examples of situations where facilitation payments may be requested by a public agent to a BlueLink Group employee are as follows:

- During procedures to obtain permits, licenses or other official documents to qualify an entity to do business in a foreign country;
- For processing governmental papers, such as visas and work orders, or customs clearance;
- To provide police protection, mail pick-up and delivery, or scheduling inspections to deliver certificates or related to transit of goods across countries.

### 3. APPLICABLE PRINCIPLES AND PROHIBITED BEHAVIOURS

You are strictly forbidden from offering facilitation payments or accepting solicitations to make such payments, regardless of the country you are doing business with. Facilitation payments create criminal liability exposure.

If a public agent asks you to make a facilitation payment, you must refuse.

The prohibition of facilitation payments extends to all our business transactions. It means that our business partners or other third parties engaged by or representing the BlueLink Group must not make facilitation payments or accept such requests. Facilitation payments in such circumstances are a form of indirect corruption, which has similar detrimental consequences as direct corruption.

Contractual or commercial pressures, such as avoiding the consequences of a delay, releasing a customsclearance or solving any other similar difficult situation, often create the risk of paying facilitation payments. However, the BlueLink Group will always refuse to engage in facilitation payments.



The BlueLink Group undertakes to ensure that its employees, business partners or any other person will not be subject to reprisals for refusing to make a facilitation payment.

### 4. PROCEDURE

To prevent facilitation payments, you must:

- Inform all contracting partners of this Policy;
- If applicable to your work, identify administrative procedures and formalities that are required in the country of execution of the operations you need to perform and ensure that they are carefully implemented to properly meet all the administrative requirements.

If a request for facilitation payment arises, you shall act as follows:

- remain calm;
- if possible take note of the name and function of the public agent making the request;
- firmly refuse to make the payment;
- solicit a written document explaining the legal justification of payment requested and request to have it signed by the public agent;
- explain BlueLink Group's policy on facilitation payments which are considered as bribery;
- ask to make a call and contact your direct manager, or security manager, or compliance correspondent, or local contact;
- ask to meet with the agent's supervisor,
- after exiting the situation (whichever the circumstances, see below) you must report the incident to your management and compliance correspondent.

### 5. EMPLOYEE SAFETY / FACILITATION PAYMENTS UNDER THREAT

Notwithstanding the above in Article 4, your security is our top priority.

In exceptional cases, where you not only face pressure but also explicit threat to life or freedom (e.g. threat to be sent to jail), you may have no choice but to make what is effectively a payment under physical duress in order to preserve physical safety.

Actual threats can be accepted by prosecution authorities as a legitimate defense against conviction for corruption.

If you are asked to make a facilitation payment under such kind of threat, you may make the payment and must report the incident at the earliest opportunity to your manager and compliance correspondent. They will then decide which decisions and/or actions should be undertaken towards authorities, such as filing a claim and may request your help to do so.



### Speak up!

Where appropriate, use the internal whistleblowing mechanism by clicking on the link on your entity's intranet or using your business email address, as applicable, to report any violation of this Policy (please refer to the section entitled "Reporting Mechanism" in the BlueLink Group Anti-Corruption Code of Conduct).

Any further questions?

compliance@bluelinkservices.com

### Appendix 4

### **POLICY ON PATRONAGE AND SPONSORSHIP**

**Appendix 4 to the Anti-corruption Code of Conduct of the BlueLink Group** 



### **PREAMBLE**

The BlueLink Group wishes to continue to contribute to the sustainable economic and social development of the countries in which it operates and can achieve this objective through sponsorship or patronage.

When sponsoring an event or offering a patronage support, BlueLink must ensure that it is authorised to do so in compliance with applicable laws and regulations and solely within the framework of the BlueLink Group's marketing and communications policy and strategy and purpose.

This policy describes the rules according to which sponsorship or patronage are to be handled which apply without prejudice to any specific procedure on this subject matter which could be adopted by an entity of the BlueLink Group, notably for the purpose of the internal validation process for such kind of projects or events.

This Policy complements the BlueLink Group anti-corruption Code of Conduct (the "Anti-corruption Code of Conduct") and is part of the anticorruption compliance program implemented to take into account recognized international standards and regulatory requirements such as the Foreign Corrupt Practices Act in the USA, the UK Bribery Act, and the French Sapin II Law as amended and complemented from time to time.

As an employee of an entity of the BlueLink Group, you must comply with the anti-corruption Code of Conduct and its Policies, and refer to these documents whenever necessary.

Violations of this Policy may lead to criminal, civil and/or disciplinary sanctions in accordance with the applicable laws and rules of the relevant company of the BlueLink Group you belong to.

### 1. SCOPE AND PURPOSE

The principles stated in this Policy apply to all employees of the BlueLink Group and to its agents, consultants, suppliers, service providers and other third parties acting on behalf of an entity of the BlueLink Group or with which it does business, including operations for joint-venture or partnerships.

Employees of all BlueLink Group entities shall familiarize themselves with, understand and fully comply with this Policy. Those who manage or supervise others have an additional responsibility: they must lead by example and ensure that their staff have received the necessary information and resources to comply with this Policy.

The purpose of this Policy is to define the principles relating to sponsorship and patronage projects and to describe prohibited practices and behaviors and the rules to follow.

### 2. DEFINITION OF PATRONAGE AND SPONSORSHIP

Sponsorship is the support provided to a person or organization through funding or services or participating to a (marketing event) that pay in whole or in part an activity, action or project of such person or, organization for which the involved entity from the BlueLink Group may find some interests (for instance in terms of visibility, reputation and promotion of BlueLink Group, or obtaining feedback or reports). For clarification purpose, marketing events can fall under the definition of sponsoring.

Sponsorship can be part of a marketing or communication strategy.

Patronage is a material or financial support provided by a person or an organization, which can be an entity of the BlueLink Group to a beneficiary for the performance of a project or activities of general interest without receiving valuable counterpart from the beneficiary.

### 3. APPLICABLE PRINCIPLES AND PROHIBITED BEHAVIOURS

Decisions to engage the BlueLink Group in any sponsorship or patronage is subject to prior approval from the Top Management in accordance with internal procedure of the relevant entity. They will check the purpose of the project, assess the reasonableness of contemplated funding or support, their proportionality to approved budgets and their finality in the context of the marketing and communications strategy.

For the reasons mentioned above, patronage and sponsorship serve a legitimate purpose. However, there might be some situations where sponsorship or patronage could be used to disguise an improper advantage, where the aim of the sponsorship or patronage is diverted from its purpose for which it has been made and is used for private gain. This risk is greater when sponsored events, or an institution benefiting from a patronage activity, are controlled by public officials or their relatives, or when these public officials or their relatives benefit directly or indirectly from the sponsorship or patronage.

To prevent unlawful practices, you must keep in mind that sponsorship or patronage cannot:

be made for the sole purpose of convincing specifically targeted customers to remain in a business relationship

be a compensation for a service or deal be made upon request or suggestion of a public official or for the purpose of influencing a public official. is any individual, company, enterprise, as the case may be, in a position of public authority, entrusted with a public service mission, or chosen by the electorate to represent public interests, or holding or being candidate for a public office or performing public administration. The BlueLink Group expressly forbids the direct or indirect offer or promise of a financial payment or any other advantage to a public official for the purpose of:

- influencing any act or decision;
- persuading the public official to act against his/her legal obligations;;
- obtaining an improper advantage from the public official;
- persuading such a person to use his/her influence with a governmental agency, in order to assist in obtaining or retaining business or to direct business to anyone. The mention of 'obtaining or retaining business' must be understood in its widest sense including business advantages such as obtaining a permit or a tax break (a lower tax rate allowed by government); or
- That would otherwise breach the applicable anti-corruption laws.

Sponsorship or patronage must be made with respect of laws, regulations and other mandatory requirements that apply to the conduct of business in all countries in which it is made.

### 4. PROCEDURE

Before submitting an approval request for sponsorship or for patronage to the top management (if applicable) via the department in charge of partnerships within your organization and in accordance with the relevant procedure of your organization, the following items have to be checked:

- the identity of the sponsored organization management or of the recipient of the patronage activity: they shall be selected carefully based on their experience and reputation;
- Connection of public officials or their relatives with the organization or individuals benefiting from the sponsorship or patronage activity since it may be an issue. The BlueLink Group does not engage in political sponsorship, political contributions nor political charitable donations;
- the relevant organization or individuals with whom sponsorship or patronage activities are contemplated need to be compliant with anticorruption laws and the BlueLink Anti-corruption Code of Conduct; If relevant, ask for the organization's own anti-corruption code of conduct or manual and contact the compliance correspondent to check for the need of due diligence once the project is approved.

You cannot offer sponsoring or patronage to an organization or individual that might cause a conflict between your personal interests and your professional duties (see the Policy on conflict of interests). As an example, you must not initiate or validate sponsoring for a project of an association for which your brother is the President.

In all cases of sponsorship or patronage:

- The commitment must be recorded by a written agreement duly signed by the entity of the BlueLink Group and the beneficiary;
- The amount committed should be reasonable considering the local environment and be in line with the sustainability, marketing and strategy budget of the relevant entity of the BlueLink Group;
- Whenever possible, payment shall be made in instalments, thereby allowing to check that each instalment is being properly used:
- The funds granted and conditions of payment must be clearly indicated in the agreement;
- The duration of the agreement must be limited and with no automatic renewal;
- The relevant contracting entity of the BlueLink Group must be able to stop payments or terminate the agreement, if there is a misuse of funds:
- Specific provisions shall be inserted in the agreement for the compliance with all applicable anti-corruption laws, the BlueLink Anti-corruption Code of Conduct and this Policy, and the granting of audit rights to the BlueLink Group.

Once the sponsoring or patronage project is approved, all expenses and funding must be properly documented and recorded in the relevant books according to accounting rules. In addition, a monitoring report shall be requested and provided (at least once a year or upon request) and to be provided to Top Management.

During sponsorship or patronage related events, all principles regarding Gifts and Hospitalities apply (see the relevant policy on gifts and hospitalities).



### Speak up!

Where appropriate, use the internal whistleblowing mechanism by clicking on the link on your entity's intranet or using your business email address, as applicable, to report any violation of this Policy (please refer to the section entitled "Whistleblowing Mechanism" in the BlueLink Group Anti-Corruption Code of Conduct).

Any further questions?

compliance@bluelinkservices.com

### **POLICY ON LOBBYING Appendix 5 to the Anti-corruption Code of Conduct** of the BlueLink Group



### **PREAMBLE**

Lobbying is a specific privilege of companies allowing them to establish contacts with various public officials in order to, lawfully, influence public decision-making. The BlueLink Group is openly and transparently contributing to public issues and is engaged in public discussions in various countries.

The BlueLink Group is a member of several national and international bodies representing the Customer Relation sector.

With these participations, the BlueLink Group aims at providing political decision makers with the information necessary to understand the issues faced by the Customer Relation sector to drive the changes that it believes are crucial, and to advocate the effective implementation and application of national, European and international regulation to legitimately defend its interests.

In doing so, the BlueLink Group must ensure that all lobbying actions are performed in compliance with the laws, as specific regulations may apply depending on the country in which they take place. Certain regulations may impose declaratory obligations and/or the holding of specific registers to trace contacts established with public authorities in a lobbying context.

This policy on lobbying (the "Policy") describes the rules according to which lobbying is to be handled from compliance standpoint only.

This Policy complements the BlueLink Group's Anti-Corruption Code of Conduct (the «Anti-Corruption Code») and is part of the anti-corruption compliance program implemented to take into account recognized international standards and regulatory requirements such as the Foreign Corrupt Practices Act in the USA, the UK Bribery Act, and the French Sapin II Law as amended and complemented from time to time.

As an employee of an entity of the BlueLink Group, you must comply with the Anti-corruption Code of Conduct and its Policies and refer to these documents whenever necessary.

Violations of this Policy may lead to criminal, civil and/or disciplinary sanctions in accordance with the applicable laws and rules of the relevant company of the BlueLink Group you belong to.

### SCOPE AND PURPOSE

The principles stated in this Policy apply to all employees of any entity of the BlueLink Group entity and to its agents, consultants, suppliers, service providers and other third parties acting on behalf of an entity of the BlueLink Group or with which it does business, including operations for joint-venture or partnerships.

Employees of all BlueLink Group entities shall familiarize themselves with, understand and fully comply with this Policy. Those who manage or supervise others have an additional responsibility: they must lead by example and ensure that their staff have received the necessary information and resources to comply with this Policy.

The purpose of this Policy is to define the rules relating to performance of lobbying actions or activity from compliance standpoint only. It sets forth the prohibited practices and behaviors and describes the rules to follow.

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### 2. DEFINITION OF LOBBYING

Lobbying may be defined as an activity aimed at encouraging some public decision-making through lawful and positive influence.

It might relate to the content of a law or regulation and establishing contacts with various public officials or public organizations (such as national or regional air transport regulations), administrative authorities (such as EU Commission, transport ministries), members of the Government or a cabinet office, or members of Parliament.

Since lobbying implies relationships with public officials and/or politically exposed persons, these actions shall also be performed in accordance with the Policy on Gift and Hospitality, which is another appendix of the Anti-corruption Code of Conduct to avoid any offense of bribes or influence peddling.

As a reminder, a public official is any individual, company, enterprise, as the case may be, in a position of public authority, entrusted with a public service mission, or chosen by the electorate to represent public interests, or holding or being candidate for a public office or performing public administration.

A politically exposed person is a public official who has been entrusted with a high-level public function and, therefore, presents a higher risk for potential involvement in bribery and corruption by virtue of his/her position and the influence that he/she may hold.

The BlueLink Group expressly forbids the direct or indirect offer or promise of a financial payment or any other advantage to a public official for the purpose of:

- influencing any act or decision;
- persuading the public official to act against his/her legal obligations;
- obtaining an improper advantage from the public official;
- persuading such a person to use his/her influence with a governmental agency, in order to assist in obtaining or retaining business or to direct business to anyone.
   The mention of 'obtaining or retaining business' must be understood in its widest sense including business advantages such as obtaining a permit or a tax break (a lower tax rate allowed by government); or
- that would otherwise break the applicable anti-corruption laws.

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### 3. APPLICABLE PRINCIPLES AND PROHIBITED BEHAVIOURS

In accordance with relevant internal rules of the BlueLink Group entities, decisions to engage in lobbying activities must remain the prerogative of the Top Management acting with approval of the CEO.

Lobbying activities can be made on regulations and other mandatory requirements that apply to the conduct of business in all countries in which the BlueLink Group operates. Lobbying is lawful but strictly regulated. Lobbying activities are always guided by transparency, fairness, integrity as well as fact-based information.

There may be situations in certain countries where an entity of the BlueLink Group may be approached directly by lobbyists who may offer their services to defend a legitimate company's interest in connection with public policy issues.

To prevent unlawful practices, you must keep in mind that lobbying must not be used:

to retain business or as a compensation for a service

as a disguised way of bribery or influence peddling



### If you are approached by a lobbyist:

- Check the identity of the person approaching you, and ask for its registration number as lobbyist, and all the business's interests it represents;
- Inform (i) your manager and (ii) the relevant department in charge of lobbying in your organization or the compliance correspondent;
- Do not answer to any question unless you have been duly authorized to do so by the compliance correspondent

### If you are a designated lobbyist on behalf of the Group:

Without prejudice to the internal rules of your entity that you shall comply with:

- Always introduce yourself as acting as a lobbyist on behalf of the BlueLink Group and openly declare the company's business interests you are in charge of as part of your activity;
- do not exceed the scope of your mission when organizing meetings with a public official;
- be transparent and honest when obtaining or trying to obtain information about the purpose of the request;
- Never induce staff of public authorities to contravene rules and standards of behavior applicable to them.

### In any case, keep in mind:

- Never approach a public official or entertain contacts with a lobbyist that might cause a conflict between your personal interests and your professional duties (see the relevant policy on conflict of interests);
- Lobbying activities must be properly documented and recorded. All expenses and receipts related to the lobbying activities, if any, must be properly recorded in the books according to accounting rules;
- The nature and contents of contracts with lobbyists are heavily influenced by the legal environment and regulatory requirements on the country where the lobbyist is to perform activities, therefore these contracts must be reviewed by the legal departments or the compliance correspondent;;
- During lobbying activities, all principles regarding Gifts and Hospitalities apply (see the relevant policy on gifts and hospitalities);
- Lobbying should never be understood as allowing any donations to political parties, politicians or candidates for a political office.



### Speak up!

Where appropriate, use the internal whistleblowing mechanism by clicking on the link on your entity's intranet or using your business email address, as applicable, to report any violation of this Policy (please refer to the section entitled «Whistleblowing Mechanism» in the BlueLink Group Anti-Corruption Code of Conduct).

Any further questions?

compliance@bluelinkservices.com

### POLICY ON RELATIONS WITH THIRD PARTIES

**Appendix 6 of the Anti-corruption Code of Conduct of the BlueLink Group** 

### **PREAMBLE**

The BlueLink Group expects from third Parties, which become its contractual partners, to comply with all applicable international, national and local laws and regulations, to strive to adhere to international and industry compliance standards and to uphold high standards of integrity, transparency and governance ("the Purpose").

This Policy describes the rules according to which third parties must be evaluated before entering into contractual relationships and during the performance of such business relationships to ensure they reach the Purpose mentioned above.

This Policy complements the BlueLink Group's Anti-Corruption Code of Conduct (the «Anti-Corruption Code») and is part of the anti-corruption compliance program implemented to take into account recognized international standards and regulatory requirements such as the Foreign Corrupt Practices Act in the USA, the UK Bribery Act, and the French Sapin II Law as amended and complemented from time to time. In particular, it takes into account the French Anti-corruption Agency (AFA) guidelines for compliance programs as they relate to evaluation procedures for third parties.

As an employee of an entity of the BlueLink Group, you must comply with the anti-corruption Code of Conduct and its Policies and refer to these documents whenever necessary.

Violations of this Policy may lead to criminal, civil and/or disciplinary sanctions in accordance with the applicable laws and rules of the relevant company of the BlueLink Group you belong to.

### 1. SCOPE AND PURPOSE

The principles stated in this Policy apply to all employees of the BlueLink Group.

They shall familiarize themselves with, understand and fully comply with this Policy. Those who manage or supervise others have an additional responsibility: they must lead by example and ensure that their staff have received the necessary information and resources to respect this Policy.

The purpose of this Policy is to describe the existing practices and procedures to perform third parties' integrity assessments before entering into or to maintain commercial relationships based on the type of third parties and associated risks, notably through performance of risk mapping.

### 2. DÉFINITIONS

For the purposes of this Policy:

"BlueLink Group" means any and all entities being part of the group directly or indirectly controlled by BlueLink.

**"Customer»** includes any individual, company, enterprise, partnership, association, foundation, trust or other entity buying products and/or services from the BlueLink Group.

"Joint-Venture Partners" includes any individual, company, enterprise, partnership, or other entity with which the BlueLink Group enters into an agreement to participate jointly as shareholders in a legal entity usually established in view of a long-term business partnership or a strategic alliance.

"Politically Exposed Person» ("PEP") is a Public Official who has been entrusted with a prominent public function and, therefore, generally presents a higher risk for potential involvement in bribery and corruption by virtue of their position and the influence that they may hold.

**"Public official»** refers to any individual, company, agency or organization, as the case may be, in a position of public authority, entrusted with a public service task, chosen by the electorate to represent public interests, or holding or being candidate for a public office or performing public administration.

"Suppliers" include any individual, company, enterprise, partnership, association, or other entity to which the BlueLink Group purchases products or services and/or subcontracts activities for the purpose of executing a project or supporting the BlueLink Group's operating needs.

**"Third Party»** refers broadly to individuals, companies, enterprises, partnerships, associations, foundations, trusts or other entities, with which the BlueLink Group contemplates to set up formal relations by entering into a contract. Third Parties therefore include, but are not limited to Customers, JV Partners and Suppliers.

### 3. APPLICABLE PRINCIPLES AND RULES TO FOLLOW

### 3.1 General

It is of upmost importance that Third Parties with which the BlueLink Group engages in contractual relationships act with integrity and in compliance with all applicable laws and regulations, have a good reputation, and do not have nor create any conflict of interests with the BlueLink Group employees, other Third Parties or Public Officials.

When non-compliant with this Policy or other applicable internal procedures on Third Party selection and validation, the Third Parties selection process can expose the BlueLink Group or its management and employees to accusations of unfairness, partiality or deceit and, in the worst cases, to negligence in preventing corruption or complicity in acts of corruption.

To avoid these situations and ensure compliance at all times, you must follow the rules stated in this Policy. In case of doubt about some situations, you can contact your compliance correspondent.

### 3.2 Dealing with Suppliers

The purchase of goods and services is based on objective criteria based on the merits of price, quality, performance, delivery lead-time and ability to comply with requirements of the specifications, including sustainability and ethics. The BlueLink Group endeavours to work with reputable Suppliers.

Working with Suppliers can raise compliance issues. When non-compliant with the BlueLink Group's internal rules and procedure, the Supplier selection process can expose the BlueLink Group and its management and employees to accusations of unfairness, partiality or deceit. Working with Suppliers can also raise the issues of conflicts of interest, of fraud, of misuse of company property, and of money laundering.

The following situations can increase the bribery risk exposure when:

- a Customer of the BlueLink Group requires the BlueLink Group to select a designated Supplier (so-called "designated" or "imposed" Supplier),
- the Supplier services will imply interactions with Public Officials (for instance services aiming at obtaining permits or administrative authorizations for customs clearance, technical or work permits from public or administrative authorities),
- the Supplier is owned, controlled by or closely linked to a Public Official or administrative entity or authority,
- the Supplier's management is holding shares or is employed by an entity linked to the Customer.

In order to mitigate bribery risks, the BlueLink Group employees shall comply with the selection and evaluation process effective in the BlueLink Group.

### 3.2.1 Selection and qualification

The choice of Suppliers must be based on objective criteria including but not limited to price, quality, performance, delivery, safety, sustainability and ethics and compliance.

Within the course of requests for tenders the BlueLink Group will perform the evaluation process based on risk level profile of Suppliers (linked in particular to the Supplier's sector of activity and country), which may imply collection of information, questionnaire and due diligence by an external auditor which analyses the Suppliers on four main pillars (environment, labor and human rights, ethics and sustainable procurement) and grades the suppliers on each pillar, with an average ponderation on three topics (policies, actions, results) within each pillar.

### 3.2.2 Knowing your Suppliers

Special attention is required when:

- The Supplier refuses to take commitment for preventing corruption by refusing to sign the BlueLink Supplier Sustainability Code of Conduct and/or other similar ethics and compliance commitments,
- The Supplier disagrees with clauses granting the right for BlueLink to suspend or terminate the agreement in case there has been a violation of any applicable anti-corruption law or regulation or any ethics and compliance provisions of the contract,;
- There is a conflict of interest between the Supplier's management and/or shareholders and Public Officials.
- The Supplier is subject to a criminal investigation for bribery and corruption, money laundering or any form of fraud.
- The Supplier has no Code of Ethics or other similar compliance Policy,
- The Supplier has a monopolistic position on the relevant market of goods or services that the BlueLink Group needs to purchase,
- The Supplier requests a payment scheme to be structured with a view to evade normal record keeping and/or reporting requirements or to be structured in a way that appears to have no legitimate business purpose,
- The Supplier requests that the payment is made in a country other than the one in which it is registered,
- The payment involves several individuals and companies where there is no apparent relationship.

### 3.2.3 Guidance regarding Suppliers payments to avoid compliance risks

- Payments must be made against a detailed invoice,
- Payments must be done in accordance with payment terms and conditions of the contract only,
- Payments must be made to the bank as stipulated in the contract, and in no other location,
- Payments to accounts located in tax heavens are prohibited,
- Cash and/or cash-like payments are prohibited,
- Payments to private or anonymous accounts are prohibited.

### 3.3 Dealing with Joint-Venture Partners

Dealing with JV Partners may generate certain compliance risks, which are increased by the fact that relationships with JV Partners are expected to be on long-term basis and imply financial investment by the respective parties to the JV project.

Under certain applicable law, a company can also be held responsible for breach or violations of law by the acquired company.

Therefore, it is crucial to perform due diligence at the earliest stage of the discussions for such a project.



### Speak up!

Where appropriate, use the internal whistleblowing mechanism by clicking on the link on your entity's intranet or using your business email address, as applicable, to report any violation of this Policy (please refer to the section entitled "Whistleblowing Mechanism" in the BlueLink Group Anti-Corruption Code of Conduct).

Any further questions?

compliance@bluelinkservices.com