ETHICS CODE OF CONDUCT

> Our Ethics code of conduct reflects **the Group's commitment** to integrity and responsibility.

As a global company and a major player in the energy transition, **ENGIE** must adhere to high ethical principles.

Our **Ethics code of conduct** reflects the Group's commitment to integrity and responsibility. These values must drive all our actions, wherever we operate, within our company and in our relationships with third parties.

We are therefore committed to acting with honesty, uprightness, ethics and transparency, to rejecting all forms of corruption and fraud, to respecting human rights and the laws and regulations in force in each country as well as our social and environmental policies.

These commitments are the foundation of our code of conduct, they are non-negotiable and underpin all of our actions and our reputation. Responsibility is of course a crucial value. Each of us must adhere to and comply fully with this code of conduct, contributing positively to our company and society as a whole in this way.

Jean-Pierre Clamadieu
Chairman

The Board of Director which relies on the work of its Committee for Ethics, Environment, and Sustainable Development, fully endorses this code of conduct and the actions taken by **Catheriner Mac Gregor** and the **Executive Management** to ensure observance of the highest ethics and compliance standards.

I count on the commitmen of all of us !

I have long held this conviction: a company can only create long-term value for itself, its employees, customers, shareholders, and partners if it places ethics at the top of its core values.

Refocused on its core businesses, serving the energy transition, **ENGIE** has adopted a purpose that guides its long-term development, reconciling economic performance with a positive impact on people and the planet.

This involves not only **acting in an exemplary manner** but also taking the initiative for positive, responsible, and sustainable changes for our ecosystem, our environment, and the communities we serve. The ethics principles set out in this code of conduct underpin our major strategic choices and form the common pillars of our **managerial, commercial and operational practices.**

Ethics is everyone's responsibility, I therefore expect all Group employees, whatever their function, location, culture or seniority, to make our ethics principles their own; to promote them; and to put them into practice on a daily basis, in every situation they encounter, calling upon the teams and resources made available to them by the Group.

It is also the responsibility of each of us to report in good faith any violations of the principles stated in this ethics code of conduct, either through our internal channels or through our reporting system, and to do everything possible to prevent such breaches.

It is this effective, day-to-day involvement on the part of each and every one of us that gives our company's ethics standards their full force. Such standards must become **an integral part of our corporate culture** and identity.

All over the world, our contacts must identify **ENGIE** as an exemplary company with unshakeable values.

There will be zero **tolerance** towards all forms of **fraud, corruption** and, more generally, any breach of the principles of probity. Any failure to comply with these rules will result in **disciplinary sanctions.**

In particular, no development or performance objective, whatever the tensions in the market may be, may lead us to deviate in any way from our ethical principles.

Ethical culture contributes to the operational excellence to which I am deeply committed. It will contribute to the long-term **success** and **unity** of our company.

I am counting on all of you!

Catherine MacGregor
Directrice Générale

> **Ethical culture** contributes to the **operational excellence** to which I am **deeply committed**.

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OUR PURPOSE

ENGIE's purpose is to act to accelerate the transition towards a carbon-neutral economy, through reduced energy consumption and more environmentally-friendly solutions.

This purpose brings together the company, its employees, its clients, and its shareholders and reconciles economic performance with a positive impact on people and the planet.

ENGIE's actions are assessed in their entirety and over time.

Our Ethics Code of Conduct is the expression of our purpose.

OUR CODE OF CONDUCT

Our Ethics Code of Conduct applies to **all Group employees** (permanent or temporary, seconded by a third-party company) as well as all **executives**, **managers** and **directors of Group companies**.

It also applies to relations with all our third parties such as our **suppliers**, **service providers**, **commercial**, **operational** and **financial partners**, **local communities** affected by our projects, **public authorities**, **NGOs**, etc.

Our Ethics Code of Conduct applies to everyone, everywhere in the world.

ONE ENGIE, ONE ETHICS: ALL ROLE MODELS

Since 2021, **ENGIE** has implemented a very clear strategic roadmap: becoming the champion of zero-carbon energies and achieving Net Zero Carbon by 2045. Guided by its purpose, **ENGIE** is now accelerating its growth in the energy transition with a firm wish to increasingly and more effectively align economic performance with a positive impact on the world.

To ensure that our Group continues to create even more value, all employees must exhibit impeccable ethical behavior.

By all acting as role models, in an exemplary manner, we contribute to making **ENGIE** *a reliable and trustworthy company, ensuring its success. Alongside safety, ethics is the cornerstone of our performance.*

What is Ethics?

Ethics refers to the set of rules and procedures assisting us in making the right decision in a given situation, employing discernment, pragmatism, and a strong sense of responsibility. Ethics binds us all, as employees, regardless of our roles, positions, or country of operation.

ENGIE's ethics code of conduct is a guide for all of us to act in compliance with the laws and regulations applicable in each country where we conduct our activities, in line with our values and commitments in the social, societal, and environmental domains.

TOGETHER, let's protect our Group and make no compromises with the fundamental rules of ethics.

A Code of Conduct for zero-tolerance

Because ethics and compliance are of utmost importance at **ENGIE** and because no compromise in this matter can be tolerated, an ethics code of conduct has been created for all of us, regardless of hierarchical level, function, or location. It is based on 5 founding principles.

1. Corruption and fraud are strictly prohibited.

No form of corruption or influence peddling, no matter how minor, will be tolerated.

This includes : payments made to a public authority to expedite an action, involvement in political financing, issuing unjustified invoices, professional opportunities (including internships) outside HR procedures.

2. Human rights must be respected.

In line with our Diversity, Equity and Inclusion Policy, the Group condemns all forms of discrimination.

Forced or child labor is prohibited. Freedom of association is respected. Local communities must be systematically taken into consideration.

3. Environmental protection is a commitment that binds us.

Environmental protection is at the core of the Group's concerns and of its CSR commitments.

Failing to conduct an impact assessment, whether environmental or societal, only doing so partially, or accepting suppliers' practices that compromise our sustainability commitments, all breach our commitments.

4. Laws and regulations apply to each of us.

Respecting international sanctions and export control rules, fairness in our business practices and respecting competition are fundamental principles, regardless where we operate.

Any agreement that restricts, favors, or penalizes competition (with or without resorting to defamation) is prohibited. Protecting the company, its employees, and its assets (personal data, sensitive information, or intellectual property, etc.) is imperative.

5. Integrity and loyalty guide our relationships with third parties.

In continuous interaction with public and semi-public authorities, **ENGIE**'s standards towards the quality of the projects it supports, the beneficiaries of its actions and the honest and transparent relationships it has with its stakeholders are very high.

Any unethical attempt to influence a third party, any sponsorship activity undertaken in the context of a competitive bidding process or contract renewal, is a violation of the transparency rules that bind us.

Our Daily Roadmap

For everyone to become familiar with this ethics code of conduct and implement it, we identified four action priorities:

1. Commit at all levels

ENGIE's ethical commitment and its exemplarity principle apply to all employees without exception. Executives and managers have a key role to play, through their own conduct and by ensuring that their teams comply with **ENGIE**'s ethics code of conduct.

2. Inform, educate and prevent

To combat corruption, all employees, especially those particularly exposed to this risk, must be aware of and trained on the overall «due diligence» policy (knowledge and assessment of third parties) to prevent unethical situations.
The use of business consultants, service providers and suppliers is governed by strict rules and is subject to verifications prior to any involvement.

3. Report and seek support

All employees facing an unethical situation should not stay isolated and should report the incident to their hierarchy. If it is not possible to report such incident to the hierarchy or to the entity's Ethics & Compliance Officer, a whistleblowing system is available at Group level.

4. Sanction

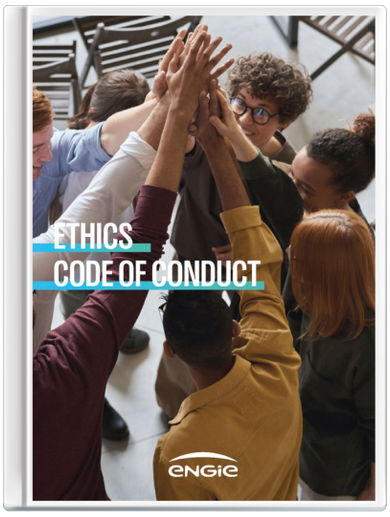
Our zero-tolerance principle requires that any violation of our ethics code of conduct results in sanctions. These sanctions will be applied by the manager of the concerned employee's entity. Any act of corruption will result in dismissal.

Any question? Any doubt? Need more information?

The Ethics, Compliance & Privacy Department can help you:

ethics-communication@engie.com

Whistleblowing system: ethics@engie.com



The ethical principles of our Group are based on the highest international standards that we promote in all our projects:

◇ The United Nations Convention against Corruption.
◇ The Convention of the Organization for Economic Co-operation and Development (OECD) on Combating Bribery of Foreign Public Officials in International Business Transactions.
◇ The OECD Guidelines for Multinational Enterprises.
◇ The International Bill of Human Rights, including the Universal Declaration of Human Rights, the International Covenant on Civil and Political Rights, and the International Covenant on Economic, Social and Cultural Rights.
◇ The Conventions of the International Labour Organization (ILO).

OUR PRINCIPLES

Corruption and fraud: zero-tolerance

ENGIE prohibits all forms of corruption and fraud, regardless of their nature, timing, location, circumstances, or amount.

Corruption destroys value and wealth. It deprives communities of part of the services provided, diverting resources and benefits towards a select few. It undermines efforts in development, research, and competitiveness.

It harms individuals and society who unwillingly bear its consequences.

There is no acceptable form of corruption, and «facilitation payments» are entirely prohibited by the Group.

Facilitation payments refer to small commissions or small gifts given to officials or individuals with decision-making power to obtain a service to which the person is entitled.

Any violation is subject to sanctions under locally applicable law and disciplinary sanctions regardless of the Group entity and its location.

DID YOU KNOW?

__ENGIE__'s Integrity Referential is the Group's anti-corruption code, federating all the policies and procedures involved in preventing and combating corruption.

__ENGIE__'s Integrity Referential is available on the Ethics & Compliance pages of the Group's website and, for __ENGIE__ staff, on the Ethics & Compliance pages of the Group's intranet.

ENGIE has committed:

- **To the United Nations Global Compact, with its 10th principle focusing on combating corruption.**
- **To the French section of the NGO Transparency International.**

TO DO

- **Follow ENGIE**'s mandatory Ethics & Compliance training courses.
- **Familiarize** yourself with **ENGIE**'s Policy on gifts, invitations, and technical trip, which governs the possibility of offering or receiving a gift, invitation or technical trip.
- **Refuse** to engage in actions contrary to the Group's ethics principles, including payments for any activity that goes against the Group's principles.
- **Immediately** inform the Ethics & Compliance Officer or the Ethics, Compliance & Privacy Department if a customer, client, a supplier, or a partner requests or solicits a bribe in any form whatsoever.

NOT TO DO

- **Make** an unjustified payment to a public authority, regardless of the amount, **even when requested, to facilitate an action** (e.g., rights of way, customs clearance, visa, etc.).
- **Participe** in political financing.
- **Issue** or **pay** an invoice that does not correspond to services actually performed.
- **Offer** an internship to a family member of a supplier, customer or partner, outside HR recruitment procedures.

The fight against fraud includes refraining from forging or falsifying a document.

GOOD TO KNOW

- **Kickbacks** are undue payments requested or paid to buyers in exchange for awarding a contract to a supplier or service provider. Part of the contract fee is passed on to the buyer or customer. They are acts of corruption. The Group is opposed to all acts of fraud and corruption.
- **Extortion** consists of making the granting of a contract or authorization conditional on the achievement of an undue quid pro quo, by exerting pressure ranging from a one-off or daily demand for money, to administrative obstacles, or even physical threats on individuals and their families.

Compliance with laws and regulations

At all times and in all places, **ENGIE** complies with applicable laws and regulations.

◆ Compliance with international sanctions and export control regulations

The Group pays the utmost attention to compliance with legislation relating to international and national sanctions, and to export controls, in all its activities.

Each employee must ensure, within the framework of the Group's policy and procedures, strict compliance with these regulations, and prevent any transaction involving a country or persons subject to prohibition measures.

The same applies to restrictive measures and export control rules.

Checking the countries, counterparties and activities involved in Group transactions is essential to ensure compliance with applicable national and international rules on sanctions.

◆ Fair commercial practices and competition

ENGIE places the utmost importance on complying with competition rules. Adhering to these rules is a top priority for the Group: zero-tolerance.

Competition law **prohibits any agreement between companies that has the purpose or effect of limiting competition in a market**. Each company must independently define its industrial and commercial strategy and independently act in the market.

All employees, regardless of their role and position in the organization, are required to behave irreproachably towards competitors, customers, partners, suppliers, service providers, subcontractors and prospective customers.

The following in particular are prohibited: unlawful agreement,exchange of sensitive commercial information,abuse of a dominant position which can take the form of discriminatory, excessive or predatory pricing, etc.

Are therefore systematically prohibited, between competitors, all practices or agreements which have as their object or effect, in particular, to:

- submit concerted bids to calls for tenders (public or private);
- jointly set a purchase price, a sale price, or margins;
- agree to limit production, investment, innovation and the use made of them;
- agree to share geographic markets or customers, outlets or sources of supply, eliminate a competitor, boycott a supplier or a new market entrant, etc;
- exchange commercially sensitive information, which could not have been found on the market and which is likely to have an impact on the commercial behavior of the company which obtains it, including within the framework of professional associations.

Each Group employee is authorized to carry out competitive intelligence on the basis of publicly available information, without consultation with a competitor, and using exclusively legal and ethical means for the search for information. Impersonation and concealment of identity are unlawful, as well as defamation, denigration of competitors and the use of inaccurate, falsified or distorted documents.

Failure to comply with these rules can lead to very serious financial, criminal (fines and prison sentences) and reputational sanctions, both for the Group and for the individuals concerned.

TO DO

- **Set** your commercial and industrial policies independently, without coordinating with competitors.
- **Immediately terminate** any discussion with competitors when it involves sensitive or confidential commercial information, and promptly inform your entity's legal department and the Competition & Regulation Department of the Group Legal Department.
- **Communicate** with competitors with the utmost caution, and only after receiving approval from your legal team.
- **Always have** a specific agenda before agreeing to attend a meeting with competitors, ensure an accurate summary is prepared and shared with everyone after the meeting, and retain these documents.
- **Get regularly** trained on these matters through available e-learning and in-person training sessions.

NOT TO DO

- **Enter** into any agreement (written or verbal) or establish a practice with a competitor that has the purpose or effect of restricting competition among operators (e.g., market-sharing, price-fixing, agreeing with other companies to boycott a supplier, restricting operations to a specific territory, lot, or certain customers, etc.).
- **Sharing** sensitive information with competitors that has an impact on our commercial strategy and falls under our trade secrets and/or know-how (e.g., commercial terms applied to customers, the nature of our services and offerings, our services and technologies, our developments and strategy, production capabilities, customer names, purchasing conditions, etc.).
- **Establish** commercial practices that could constitute an abuse of dominant position/market power without legal validation (e.g., imposing exclusive purchasing obligations, imposing non-competition obligations, setting excessively high prices, unreasonably denying access or refusing to sell without a legitimate reason, etc.), if our market share is significant (i.e., more than 30% in the relevant market).
- **Participate** in a professional association whose mode of operation does not respect competition law.
- **Defaming** or slandering competitors, particularly regarding their skills and performance.

◆ Personal Data Protection

ENGIE gives the highest importance to respecting privacy and protecting personal data, whether it pertains to the data of its customers, employees, partners, service providers, subcontractors, suppliers, etc.

ENGIE complies with data protection laws and regulations, including the General Data Protection Regulation (GDPR) and national legislations.

In alignment with its ethics values, **ENGIE** has established a Group policy for the protection of personal data. All employees must ensure compliance with this policy.

I accidentally received a copy of a colleague's ID card by e-mail. It was intended for HR, but was sent to me by mistake.

What should you do?

FAQ

Personal data is any information relating to an identified or identifiable natural person.
For example: first and last names, photos and identity details, as well as personal data (medical information).

If you receive this information by mistake, you must inform your Data Privacy manager, who will ask you to delete it and not to keep any copies.

ENGIE is committed to collecting and managing personal data in a lawful, fair, legitimate and ethical manner and to always respecting the privacy of its customers, employees and all third parties.

◆ Protection of the company and its assets

• *The protection of information*

Each employee is responsible for maintaining the confidentiality of the information entrusted to him or her.

ENGIE considers that any information that has not been made public must be considered internal to the company and protected as such.

Information that constitutes commercially sensitive information, business or industrial secrets, or personal data, needs to be particularly protected.

All employees must respect the principles of confidentiality and comply with the Group's policies on personal protection and the protection of tangible and intangible assets.

Much of the confidential information to which employees have access is computerized, which is why the Group has defined specific information system rules to which everyone must adhere.

TO DO

- **Identify** the sensitive information to be protected and apply the Group's document classification rules.
- **Use** paper shredders to destroy confidential documents I don't want to keep.
- **Be responsible** for the visitors I receive and never leave them alone on company premises.
- **Ensure** that the confidential information we consult in public spaces remains private.
- **Be aware** that the confidential information we need to protect may also concern customers, suppliers and other third parties.

NOT TO DO

- **Leaving** confidential documents on printers or in meeting rooms.
- **Leave** my computer open when I'm not at my workstation,on travel or on a convention.
- **Using** the information shared for purposes other than those necessary for carrying out duties for the company.
- **Sending** information outside without paying proper attention to the documents sent and their correct recipient.

Reference documents

■ The Group's Policy for the Protection of Individuals and Tangible and Intangible Assets is available, for **ENGIE** Staff, on the pages of the Group intranet dedicated to the Group **Security and Business Intelligence Department.**

• *Compliance with rules on insider information and insider trading*

In the course of their duties, employees may have access to insider information, the violation of which could lead to an offence and/or insider misconduct.

A person in possession of inside information is de facto an insider.

Any person in possession of insider information concerning a listed company must refrain from disclosing such information, from buying or selling (directly or indirectly) the company's securities, or even from recommending or suggesting that a third party buy, sell or hold such securities, either during the periods determined by local regulations or for as long as the person holds the insider information.

This prohibition concerns the securities of the company of which the person is an employee, as well as those of any other listed company about which this person holds inside information.

Failure to comply with this prohibition may, depending on the context, constitute a criminal offence, known as insider trading, and/or a financial penalty imposed in France by the Autorité des marchés financiers, known as insider misconduct.

• *Use of the company's digital tools*

IT - hardware, software, networks and the information they contain - is a key factor in our company's success.

Company IT resources must be used responsibly and only for legitimate purposes.

To this end, all employees must familiarize themselves with their entity's IT charter governing the proper use of the IT resources made available to them, and comply with it.

TO DO

- **Lock** my session as soon as I leave my computer.
- **Keep up-to-date** with the latest information and training provided by my company, particularly in the field of cyber-protection.
- **Use** only the hardware, software and applications provided or recommended by my IT department.
- **Update** my access passwords to my company's IT systems in accordance with my IT department's instructions.

NOT TO DO

- **Open** an attachment or link contained in a suspicious or unsolicited e-mail.
- **Send** business files or documents to your personal computer or phone.
- **Share** your passwords for logging on to your company's digital tools with other people.
- **Open**, or do so by mistake, a contaminated file and not report it to the IT department.

• *Protecting and respecting intellectual property*

The Group's intellectual property assets include inventions, know-how, designs, software, trademarks, patents, copyrights, applications and any information provided exclusively to **ENGIE** by a third party or created by **ENGIE** employees in the course of their duties for the Group.

These assets and their protection contribute to our ability to conduct our business effectively and achieve our commercial objectives.

• *Protecting company assets*

The assets of Group entities must be used solely for business purposes, under legitimate conditions and within the scope of the authorizations to obtain or use them.

Each employee is responsible for protecting and enhancing these assets, avoiding damage to them and ensuring that they are not used fraudulently.

This rule applies to material assets (property, premises, equipment, supplies, etc.). as well as intangible assets (patents, information, image, software, brands, reputation, trade secrets, etc.).

If an employee notices that protective measures are inadequate, this employee must alert his or her manager.

This person must act in the same way in the event of theft or attempted theft, piracy, espionage, sabotage or deterioration.

TO DO

- **Ensure** contractual clauses exist to protect the Group's assets and/or to acquire the necessary property and operating rights in our contracts.
- **Make sure** you have the necessary authorizations before using third-party content protected by intellectual property rights (trademarks, copyrights, software, databases, patents, etc.).
- **In case of doubt** please contact our legal department.

NOT TO DO

- **Unauthorized** use of patents and copyrights (photographs, logos, images, texts or other content) and copying or plagiarising trademarks, studies, projects or publications of others.
- **Disclosing** an innovation without ensuring that it is protected.
- **Copy** third-party content (photos, texts, videos, innovations, etc.), whether public or not, without first checking the terms of use.

- *Communication with third parties: investors, analysts, media, social networks*

In their communications, Group entities are committed to ensuring that the information provided is accurate, complete, precise, comprehensible and published in a timely manner, while respecting the rules of confidentiality.

Everything we communicate about our company can have an impact on our reputation, our colleagues and our brand. This is why, apart from their manager, only duly authorized persons may speak on behalf of **ENGIE**.

An employee wishing to speak in public, publish or answer an interview on a subject concerning a Group activity must therefore be authorized to do so by an authorized person (except in special circumstances defined by regulations).

Any employee who has not been appointed may express freely, provided that it has been specified in advance that this person is speaking or writing in its personal name and not in the name of **ENGIE**.

In particular, any employee will be careful not to be involve in a partisan position, nor to use its position to support its opinion. This person will also ensure compliance with the ban on disclosing confidential Group information when speaking in its own name.

Any expression must comply with the applicable laws and rules, whatever the means of expression, and conform to the principles of respect for the human person.

When I see articles on social media that, in my opinion, do not accurately represent our Group's actions, **can I share information on social media to provide the correct information about our Group?**

FAQ

The best way to deal with such a situation is to inform your manager and the people in charge of Communications to determine the best way to proceed.

You are not allowed to publish on behalf of ENGIE; it is up to duly authorized persons to communicate on behalf of our Group.

Integrity and loyalty in our relationships with third parties

Engie attaches the highest importance to integrity and loyalty in its interactions with third parties, and particularly with public authorities.

◆ Business consultant or certain intermediaries: *exceptional use and requirement of heightened vigilance*

The use of **business consultants** should be exceptional, and only if the service required cannot be provided in-house.

Any relationship with a business consultant must fully **comply with the Group's «business consultants» policy**, which aims to prevent any act of fraud or corruption.

In particular, **ethical due diligence** must be carried out prior to any contractual relationship, and during the performance of the contract, the reality of services must be checked and verified **before any payment is made**. The same applies to certain intermediaries.

TO DO

- **Use a business consultant** only if it is impossible to provide the service in-house.
- **I subject** each future business consultant to an enhanced due diligence before signing any contract
- **In the event** of any breach or non-compliant action, I immediately terminate the business relationship, I refuse any payment and I consider any possible legal action against the consultant.
- **Make sure** before signing any contract that the business consultant is not linked to a public authority.
- The business relationship with the future business consultant **must be approved** at the highest level of my hierarchical line.
- Before any payment is made, **I check** that the business consultant's services are effective, complete and compliant; if I have the slightest doubt, I refuse any payment.

NOT TO DO

- **Engage** a business consultant when the activity could have been performed internally.
- **Work** with a business consultant without ensuring that they are not subject to controversy or allegations, especially regarding integrity.
- **Accept** to work with a business consultant solely based on a recommendation from a third party or imposed by a third party.
- **Engage** a business consultant without a contract or within a contract that does not meet the Group's requirements.
- **Paying** a business consultant without verifying the actual services provided or without an invoice.

◆ Transparency with public authorities

Our relations with **public authorities** must be **transparent** and **honest**.

This applies to all public authorities, whether supervisory, regulatory or legal.

ENGIE is a corporate citizen. This is why we are committed to acting with honesty and integrity at all times, and to complying with all **applicable tax laws and regulations**. **ENGIE** pays its fair share of taxes in the countries where it operates, and maintains constructive relations with the tax authorities in a spirit of openness and responsiveness, to enhance its legal security and preserve its reputation.

The Group does not take speculative tax positions that create a tax risk, nor does it structure operations in a way that does not reflect their economic reality.

ENGIE shares its vision of the energy system, its expertise and potential projects with institutional players, members of government, parliamentarians and local elected representatives. The purpose of these positions is to inform public decision-making, while respecting the general interest and the interests of the Group.

ENGIE asks its employees or third parties in charge of lobbying activities to act on its behalf in a transparent manner and in compliance with our principles regarding conflicts of interest, prevention and the fight against corruption or influence peddling.

The Group refrains from **any direct or indirect financing of political activities**, even in countries where such financing is authorized and regulated by law.

◆ Patronage, sponsorship and partnerships

In this way, **ENGIE** pursues an active policy of **solidarity** with populations in difficulty, working where necessary with the public authorities.

The Group also undertakes **sponsorship initiatives**, in consultation and partnership with all the local authorities concerned, with a view to supporting their initiatives.

Committed to constructive relations with third parties, the Group maintains a **constant dialogue** and **partnership** with non-governmental organisations (NGOs) in the environmental and humanitarian sectors.

We also encourage our employees' personal **civic** and **associative commitments** and projects. Patronage and sponsorship initiatives are authorized within the framework of the Group's patronage and sponsorship policy. They reflect a **socially responsible** approach to corporate citizenship.

We are very vigilant about the ethical quality of the beneficiaries of our actions.

These initiatives must not give rise to any conflict of interest, nor constitute a misuse of our funding, and must be carried out in strict compliance with the rules set out in our Ethics Code of conduct.

TO DO

- **Ensure** that financial contributions are non-partisan.
- **Carrying out** due diligence on the patronage beneficiary before any contractual relationship in compliance with **ENGIE** rules.
- **Monitor** the use of funds made available as part of a patronage activity and ensure they are properly allocated.
- **All donations** are formalised in a written contract that includes the Group's ethics clause.

NOT TO DO

- **Undertake** a patronage project without knowing the actual beneficiary.
- **Make** a donation or initiate a patronage action during a call for tenders or contract renewal.
- **Participate** professionally in any action, even indirectly, that may be similar to taking a political stand.
- **Make** a donation in order to influence a third party to grant an advantage to **ENGIE**.

Reference documents

- The Group's due diligence policy on patronage and sponsorship is presented on the Ethics & Compliance pages of the Group website, and, for **ENGIE** Staff is also available on the Ethics & Compliance pages of the Group intranet.
- The Lobbying Code of Conduct is available on the Ethics & Compliance pages of the Group internet website and on the Ethics & Compliance pages of the Group intranet.
- The Integrity Guidelines are available on the Ethics & Compliance pages of the Group's website, and on the Ethics & Compliance pages of the Group's intranet.

Respect for Human Rights

Respect for human beings is one of **ENGIE**'s fundamental principles.

This is why the Group is committed to conducting its business in compliance with internationally recognized human rights wherever it operates.

◆ A respectful and inclusive work environment

Respectful, **ENGIE** is committed to maintaining harmonious and demanding human relations.

It is everyone's responsibility to ensure that all employees can work in a harmonious climate, in good physical and moral conditions. The Group pays the utmost attention to quality of life in the workplace. Respect and trust must guide relations between employees, as well as dialogue with social partners.

Professional relations must be governed by mutual respect of others, regardless of hierarchical position. This principle also governs our relations with stakeholders. They must offer their employees decent working conditions, in line with **ENGIE**'s principles and commitments.

Inclusive, the Group prohibits all forms of **discrimination** and **exclusion**.

Respectful of the **diversity** and private choices of each individual, the Group considers the skills of its employees above all else.

Each **ENGIE** employee shall refrain from any form of discrimination, in particular on the grounds of age, sex, ethnic, social or cultural origin, religion, political opinion or trade union activity, sexual orientation, gender identity, pregnancy, state of health or particular vulnerability, or physical characteristics or disabilities.

Equal opportunity, **fairness**, **diversity** and **inclusion** run through all our activities, and are everyone's business. They enable the Group to attract and retain people from different backgrounds, cultures, opinions and experiences, and to create and develop a truly original culture of collaboration in the workplace.

The Group is committed to abolishing differences in perception based on gender, age, ethnic or social origin, disability or sexual orientation.

The Diversity, Equity and Inclusion Policy is presented on the CSR pages of the Group's website, and is also available on the Human Resources Department pages of the Group intranet.

◆ Combatting violence, moral or sexual harassment, and sexist behavior

All employees refrain from all forms of **violence** and **harassment**, whether **moral** or **sexual**.

Bullying, sexual harassment and sexist behaviour, which are all part of this **violence**, are unacceptable within our Group.

It's up to each and every one of us to get involved in the fight against harassment in the workplace, to ensure a healthy, respectful, caring and supportive working environment, and to report all related behaviours and acts.

A colleague regularly receives **comments of a sexual nature** from a team member, particularly about the way that colleague dresses.

Obviously, the colleague doesn't react or inform our manager. Some people in the team think it's just humor and no big deal.

What to do in this case?

FAQ

This behavior is considered sexual harassment.
Sexual harassment is abusive and in no way «funny».
Everyone has the right to be treated professionally with respect, decency and consideration.

Talk to a manager or your Ethics & Compliance Officer.
If your entity has a «sexism or sexual harassment referent», you can also contact this person. Everyone will be working to restore a responsible, respectful and serene working environment.

If it's difficult to talk about it internally, use the Group's whistleblowing system.

◆ Refusal of forced labor and child labor

ENGIE refuses all forms of **forced** or **child labor**.

In all circumstances, and in all places, every employee has a duty to **uphold this principle** in the course of his or her duties.

ENGIE expects this principle **to be respected by all its third parties**.

◆ Respect for freedom of association

ENGIE respects the right of employees to form and join trade unions and to bargain collectively within **the framework of applicable laws**.

◆ Respect for the rights of local communities

The Group is committed to regularly assessing the **potential impact** of its **activities** on **local communities**, whatever the project and its stage of development.

It ensures that the expectations of local communities and, more broadly, of all stakeholders are taken into account through dialogue.

Reference documents

- **ENGIE**'s Human Rights Policy, the **ENGIE** Vigilance Plan and the Practical Guide on sexual harassment & gender-based harassment are presented on the Ethics & Compliance pages of the Group's website and are accessible to **ENGIE** staff on the Ethics & Compliance pages of the Group intranet.

- The Group Policies on Diversity & Inclusion and Health & Safety are also presented on the Group's website and accessible to **ENGIE** staff on the Group's intranet.

Commitment to environmental protection

ENGIE attaches particular importance to the environment, its preservation and sustainable development.

ENGIE's **Corporate Social Responsibility** (CSR) policy aims to place the environment at the heart of its concerns, to give meaning to its actions, to promote a different way of consuming and to act as a player in a responsible community.

The Group's ambition is to make energy and services a source of progress and harmonious development. Energy that is accessible to as many people as possible, safer, better consumed and more respectful of people and the environment.

Aware of its responsibilities towards present and future generations, the Group defines its strategy and sets its objectives in line with the principles of sustainable development, and reports on its results. Vigilant about the impact of its activities, the Group is keen to share its environmental commitments with its partners, suppliers and, where applicable, the owners of the facilities it manages.

ENGIE ensures that its partners, suppliers, and clients adhere to social and environmental practices in line with its commitments. The Group conducts CSR impact studies to assess and enhance its influence on society and the environment, while actively collaborating with community associations to strengthen its local relationships and positive impact.

The Group uses the most appropriate methods and techniques to promote sustainable development.

It encourages research and innovation to develop know-how in the fields of quality and safety, materials recovery and recycling, saving natural resources and reducing pollution.

The Group's ambition is to make energy and services a source of progress and harmonious development. Energy that is accessible to as many people as possible, safer, better consumed and more respectful of people and the environment.

TO DO

- **Carrying out** a CSR analysis for all the Group's investment projects, based on the Group's CSR matrix.
- **Supporting** our customers in their decarbonisation strategy through two approaches: less energy consumption and more carbon-free energy consumption.
- **Ask** our third parties to adopt the Group's sustainable development principles, in particular by including the Group's ethics and compliance clause in our contracts.
- **Listen** to our stakeholders on the social and environmental performance of our activities.

NOT TO DO

- **Not carrying out** an environmental impact assessment, especially for projects presenting a high level of risk.
- **Accept** practices from our suppliers that run counter to the Group's principles, particularly in terms of the environment and human rights.
- **Do not make** a social impact assessment for projects, or a plan for dialogue with stakeholders.
- **Analyse** a single environmental issue while ignoring interactions with other environmental and societal dimensions.

Reference documents

- CSR POLICY and related policies are available on the CSR pages of the Group website and accessible for ENGIE Staff on the CSR pages of the Group intranet.
- The **ENGIE** vigilance plan is presented on the Ethics & Compliance pages of the Group's website and accessible for **ENGIE** Staff on the Ethics & Compliance pages of the Group's intranet.

OUR ACTIONS

Acting and committing for ethics and against corruption, it is everyone's responsibility

ENGIE's ethical commitment is upheld at the highest level of the Group, flowing to all management and functional levels, and demonstrated through the Group's ethics governance.

◆ Executives and managers:

ENGIE's executives and managers are the primary promotors of the Ethics Code of Conduct and its daily application by employees. They act as role models and ambassadors for our principles.

Executives and managers promote and ensure, at all levels of our organization, that their teams comply with these principles and rules in a practical and concrete manner.

The deployment of ethics, compliance and privacy policies in all Group entities relies on the commitment of each manager through delegations of authority and mission statements.

This managerial commitment is supported by the Group's Board of Directors which is also engaged in the Group's ethics, compliance, and privacy efforts through its Committee for Ethics, Environment and Sustainable Development (EESDC).

Similarly, **ENGIE**'s Compliance Committee, chaired by the Group Corporate Secretary, ensures that the Group's ethical commitments are properly implemented, monitors the development of its ethical system, tracks ethical dysfunctions and ensures that they are dealt with.

◆ Ethics, Compliance & Privacy organization

- *Ethics Compliance & Privacy Department*

The Group's Ethics, Compliance and Privacy Department («ECPD») oversees the integration of ethics into the Group's strategy, management and practices.

It proposes ethics and compliance policies and procedures. It supports their implementation at all levels.

It ensures that an ethical risk map is drawn up, taking into account the specific nature of **ENGIE**'s activities. This mapping focuses in particular on the risk of corruption.

It develops and distributes training courses, receives whistleblowing reports, and carries out control activities where necessary in conjunction with the Group's other control bodies.

For example, ECPD oversees the implementation of the Group's anti-corruption program, **ENGIE**'s approach to respecting human rights and the Group's personal data program, and coordinates the implementation of the vigilance plan. It coordinates the Group-wide network of **Ethics & Compliance Officers and Data Privacy Managers**.

• *Ethics & Compliance line - Data Privacy line*

The Ethics & Compliance department brings together all the Group's Ethics & Compliance Officers and ethics correspondents. The Privacy department brings together all the Group's Data Privacy Managers.

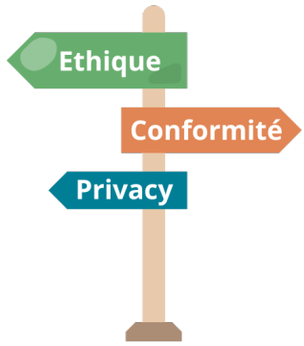
The Ethics, Compliance and Privacy Department oversees both areas.

The Ethics & Compliance Officer is responsible for deploying and ensuring the effective and operational application of all Group policies, procedures and ethical principles within their respective scope.

Data Privacy Managers are responsible for deploying the Group's data privacy policy and coordinating data privacy activities within their scope.

The Ethics & Compliance Officer and the Data Privacy Manager must have the appropriate human and budgetary resources to carry out their duties in complete independence.

Such independence is guaranteed by their affiliation to the Ethics & Data Privacy Lines.



◆ Compliance checks

Each department and operational entity of the Group controls the implementation of all **ENGIE**'s ethics policies and principles (Level 1 compliance control, including accounting control).

The Ethics, Compliance & Privacy Department regularly evaluates and monitors the implementation of the entire ethics framework of the Group as part of a continuous improvement approach (Level 2 compliance control). In this context, it also initiates external audits of the Group's ethics framework.

The actions of the Ethics, Compliance & Privacy Department complement the control activities of other Group departments and rely on them, as necessary. This includes controls conducted by the Internal Control Department (Level 2 compliance controls) and the Internal Audit Department (Level 3 compliance controls).

Failures or shortcomings identified during these controls result in an action plan, followed up either by these departments or by the Ethics, Compliance & Privacy Department.

The operational practice of compliance is based on the 'comply or explain' principle. At any given time, each operational level must be able to explain and justify its implementation of the policy.

Being informed and trained, preventing

Training

Every employee, manager, and individuals most exposed to the risks of corruption must inform themselves, get trained, and complete the mandatory training modules dedicated to them.

To help all employees identify, prevent and deal with unethical situations, the Group has set up a training program dedicated to ethics, and more specifically to the risks of fraud and corruption.

GOOD TO KNOW

- Each employee, depending on his or her position, is required to take the ethics training courses dedicated to him or her. This personal commitment reflects ENGIE's will to train all its employees on ethics risks:

- **100% Global leader ;**
- **100% Excom;**
- **100% Managers ;**
- **100% Employees most exposed to the risk of corruption.**

Knowing our third parties

- *Ethics due diligence*

Knowing and ensuring the integrity and reputation of our third parties is one of the key elements of our ethics and compliance system.

We have put in place a comprehensive ethical due diligence policy that enables us to assess our third-parties at risk.

Our due diligence procedures also ensure that our operations and projects comply with sanctions, embargo and export control regulations and legislation.

TO DO

- **Conduct** due diligence before entering into a contractual relationship with a future partner.
- **Have** the reflex to consult the Group's catalog of third-party valuations during due diligence.
- **Ensure** that sponsorship and partnership initiatives comply with the Group's sponsorship and partnership due diligence policy.
- **Pay** particular attention to the ethical due diligence of our business consultants and ensure that more in-depth checks are carried out on them, in line with the Group's business consultant policy.
- **Ensure** that our suppliers and subcontractors prevent human trafficking and modern slavery.

NOT TO DO

- **Discover** that its supplier is being investigated for fraud, and either not tell anyone or take no action.
- **Recruit** a person for a position exposed to the risk of corruption, without first carrying out ethical due diligence.
- **Let think** that only our subcontractors or suppliers are responsible for ethical breaches committed in the course of activities carried out for our benefit or on our behalf.
- **Contract** with a partner without first carrying out due diligence.

Preventing probity risks in practice

• *Purchasing and relations with suppliers, partners, service providers and subcontractors*

All relationships with partners, suppliers, service providers and subcontractors are governed by our policies and ethical principles.

These third parties must ensure that these principles are implemented throughout their supply chain.

All managers and employees are responsible, at their own level, for the proper application of our policies and principles in our relations with third parties, whoever they may be.

• *Conflicts of interest*

A conflict of interest may arise when an employee's private interests interfere with those of the Group and influence, or appear to influence, the employee's actions or decisions.

To deal with this type of situation, the Group has implemented a conflict of interest policy which requires internal reporting and prior validation of high-risk situations by line management.

Similarly, a due diligence process for external and internal recruitment of people most exposed to the risk of corruption in the context of the position to be filled helps to prevent any potential conflict of interest situation.

TO DO

- **Never** conduct business on behalf of ENGIE with family members or close friends..
- **Do not engage** in activities competing with those of the Group.
- **Always be objective** and stand back to assess any real or apparent conflict of interest.
- **Immediately inform** your manager or the Ethics & Compliance Officer if your personal situation is likely to create a real or apparent conflict of interest in relation to your professional duties.

NOT TO DO

- **Conceal or gag** any potential conflict of interest you may have in relation to your duties for the Group.
- **Think** that conflicts of interest only apply to large projects or contracts.
- **Be involved** in company decision-making when recruiting, evaluating the work or remunerating a family member or close friend.
- **Use** company property or resources for personal use.

• *Gifts, invitations and technical trips*

Gifts, invitations and technical trips are a mark of professional courtesy and must be in line with local customs.

The Group strives to limit as far as possible the number, frequency and value of gifts, invitations and technical trips given to or received by Group employees. Receiving or offering a gift or invitation is never a due or an obligation.

Group policy sets out the strict conditions under which gifts, invitations and technical trips may be accepted or offered. This policy is supported by a digital register shared by all Group employees (including management). This register enables gifts, invitations and technical trips to be tracked and controlled.

GOOD TO KNOW

◆ The Group prohibits cash or cash equivalents, or gifts in the form of services or other benefits in kind (e.g. a promise of employment).

◆ Gifts and invitations contrary to applicable national law are also prohibited whether of the entity or person making the offer or of the entity or person receiving the offer.

◆ **Particular vigilance must be taken when offering gifts or invitations to public officials.**

TO DO

- **Before** offering or receiving a gift or invitation, make sure I can do so within the framework of the Group's policy.
- **If in doubt** about a gift or invitation, discuss it with my line manager or my Ethics & Compliance Officer.
- **Record** the gift or invitation given or received in the Group digital register.
- **Refuse** an invitation or trip that could create a conflict of interest or suggest an unethical purpose.

NOT TO DO

- **Offer** a gift or invitation in return for a consideration.
- **Offer** a gift or an invitation as part of a call for tenders or competitive bidding.
- **Not** declare or have declared a gift given or received because you're not comfortable with its nature or value.
- **Use** company accounts to conceal gifts, invitations or technical trips.

Reporting an ethics incident: never stay alone

Facing up to a potentially unethical situation, or asking an ethical question, is often tricky, especially as it may concern the behavior of people you know or come into contact with every day.

It takes courage to tackle these issues, but it's often the only way to put an end to unacceptable practices and start moving towards improvement.

That's why it's important to share these issues with people you trust, and first and foremost with your line management and your Ethics & Compliance Officer. If this appears to be too tricky or impossible, you can always use the Group's whistleblowing system.

Coping and never being alone...

◆ Managerial reporting and follow-up of ethics incidents

All managers are required to report ethics incidents in accordance with the Group's procedures and tools and ensure that they are investigated and handled .

The Ethics, Compliance and Privacy Department ensures that, at every level of the Group, all ethics incidents are reported and dealt with, using the tools it has set up.

Any proven breaches must **give rise to an appropriate disciplinary response** and action plan, following an internal investigation or inquiry as the case may be. **ENGIE** is committed to the diligent, independent and objective conduct of its internal inquiries and investigations.

All ethics incidents are reported and dealt with!

TO DO

- **Never** be left alone with an ethical problem or question. Don't hesitate to consult someone you trust. Whatever the case, our Ethics & Compliance Officers are there to help.
- **As** a team manager, maintain a climate of trust at all times, and invite your colleagues to share their ethical questions.
- **Never** ignore the existence of an ethical issue, even if you feel it does not specifically relate to your missions.
- **Promote** the reporting of ethical incidents through the channels made available by the Group.

NOT TO DO

- **Think** that a problem or ethical issue can be solved on its own.
- **Conceal** actual or potential information that should constitute a warning.
- **Think** that someone who reports a breach of ethics or passes on a warning is a source of problems and should be punished.

My project manager said he would resolve the delivery delays «at any cost» and that it would be strictly between him and our subcontractor. I'm not comfortable with what he said, maybe I misunderstood. At the same time, I'm afraid to discuss the subject directly with him...

...should I leave the situation as it is or should I ask for help?

FAQ

If a situation makes you feel uncomfortable, you need to talk about it and not stay alone.
You can inform the highest level of your hierarchy or your entity's Ethics & Compliance Officer.

The situation can then be assessed and follow-up action taken, such as requesting additional information, approaching the subcontractor to clarify certain points, and taking corrective and preventive action where necessary.

◆ The Group's whistleblowing system

The Group has set up a whistleblowing system open to all employees and third parties (suppliers, subcontractors, trade unions, NGOs, customers, etc.).

All Group entities benefit from the whistleblowing system.

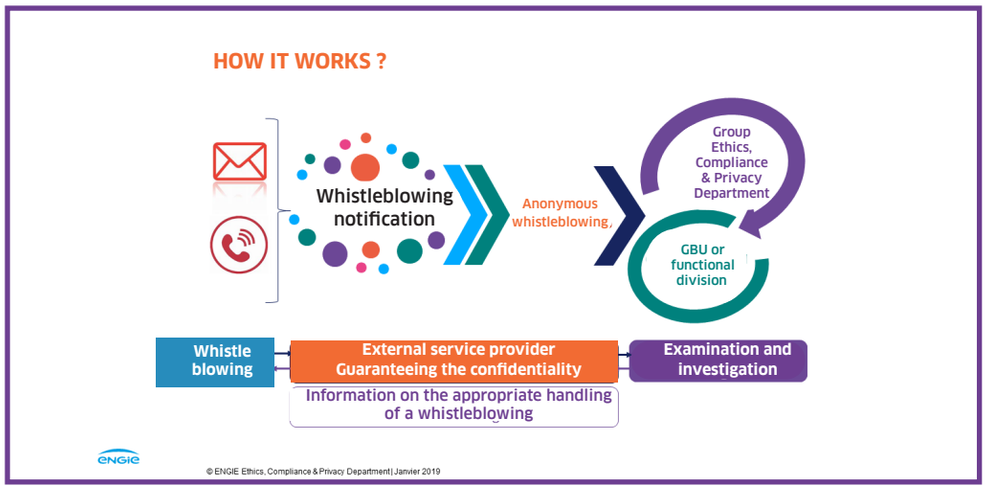
The Group's whistleblowing system is based on two reporting methods: **an e-mail address (ethics@engie.com) and dedicated telephone numbers.**

Whistleblowing reports can be received in several languages, and the service is available 24 hours a day/and 7 days a week.

All incidents and whistleblowing reports are handled within a framework guaranteeing confidentiality and **protection of anonymity**.

Our procedure fully protects all whistleblowers. No whistleblower can be penalized for using, in good faith, this internal reporting mechanism. However, any abusive or malicious use of the reporting mechanisms may result in legal action or sanctions.

The Group's whistleblowing system is presented on the Ethics & Compliance pages of the Group website.



The Group's whistleblowing system is intended for all Group employees and stakeholders who are victims or witnesses of an incident.

Sanctioning the violations of our ethics principles

Any violation of our principles must result in a sanction, whether it is disciplinary or commercial.

Each entity and every manager within the Group commits, at their respective levels, to enforce our principles, act in accordance with them, and sanction any violation.

No **ENGIE** employee involved in acts of corruption can remain within the Group. In compliance with the Group's Human Resources policy and the applicable national law, the failure to apply our Ethics Code of Conduct may lead to a malus applied to the remuneration.

Any question, Any doubt ?

For information and advice on ethics and compliance:

ethics-communication@engie.com

To report an ethics incident to the Group:

ethics@engie.com

For more information about personal data protection at ENGIE:

dpo@engie.com

Use ENGIE's whistleblowing system !

An independent company receives your alert in total confidentiality

ethics@engie.com

Toll-free hotline for all countries*

Fixed line to France
+33 1 45 51 03 67

* A list of toll-free numbers by country is available at : https://www.engie.com/en/ethics-and-compliance/whistleblowing-system

GLOSSARY

As the Group operates in many countries with different laws and cultures, it may be challenging to establish common definitions. We therefore propose a number of definitions which are intended as a guide only, but which have the advantage of developing legal elements that are familiar in many countries and international frameworks.

Corruption:
Corruption and bribery refer to the behavior by which offers, promises, gifts or presents are solicited, accepted or received for the purpose of performing or refraining from an act, obtaining favours or particular advantages.
Active and passive bribery are two complementary but independent offences.
The actions of the briber (active bribery) and those of the bribe-taker (passive bribery) may be prosecuted and tried separately and the punishment of one is in no way subordinated to the punishment of the other.

In fact, the bribe-taker accepts promises, gifts and donations and may even solicit them, whereas the bribe-giver offers gifts and donations, makes promises and even gives in to the bribe-taker's solicitations by handing over the object of the bribe.

Influence peddling:
Active influence peddling is the offering to a public official, for himself or for others, of gifts and invitations and technical trips to abuse his real or supposed influence in order to obtain from a public authority or administration distinctions, jobs, contracts or any other favorable decision.

The acceptance or solicitation of such gifts and invitations and technical trips by a public official for the same purpose shall constitute passive trading in influence.
Influence peddling is a criminal offence.

Inside information:
Inside information is specific information which has not been made public, which concerns, directly or indirectly, one or more issuers of financial instruments, or one or more financial instruments, and which, if made public, would be likely to have a significant influence on the price of the financial instruments concerned or the price of financial instruments linked to them.

Facilitation payment:
Facilitation payments are small commissions or gifts offered to civil servants or people in a position of authority in order to obtain a service to which the person is entitled, for example giving a small sum to obtain a visa or to clear goods through customs more quickly.
They constitute criminal offences in several countries and are prohibited by the Group.

Fraud:
Fraud is any deliberate and concealed action or omission, committed with the intention of deceiving or circumventing the laws in force or company rules, with the aim of obtaining an undue material or moral advantage for the fraudster or a third party.

Fraud takes many forms, all of which are punishable by law: theft of money, goods, data, deliberate alteration, concealment or destruction of documents, false entries or declarations, manipulation of accounts, counterfeiting, money laundering, swindling, corruption, etc.

Sexual harassment:
Sexual harassment is the repeated use of sexual or sexist language or behavior that violates a person's dignity by being degrading or humiliating. It can take place on or off the job. This is a criminal offence.

Discrimination:
Discrimination aims to place people at a disadvantage for reasons prohibited by law, on the basis of their origin, sex, family situation, pregnancy, physical appearance, particular vulnerability resulting from their economic situation, apparent or known to the perpetrator, surname, place of residence, state of health, loss of autonomy, disability, genetic characteristics, morals, sexual orientation, gender identity, age, political opinions, trade union activities, ability to express oneself in a language other than French, membership or non-membership, real or supposed, of a specific ethnic group, nation, alleged race or religion.

Discrimination on any of these grounds is punishable under criminal law.

Slavery:
Defined by the Slavery Convention, UN, 1926, slavery is the act of exercising over a person the attributes of the right of ownership or of maintaining a person in a state of continual subjection by compelling him to perform labor or sexual services, to beg or to perform any service without remuneration.

Forced labor:
Defined by the ILO Forced Labor Convention, 1930 (n°29), forced labor includes any work or service which is exacted from any person under the menace of any penalty and for which the said person has not offered himself voluntarily.

Child labor:
This concerns any work that deprives children of their childhood, their potential and their dignity, and is harmful to their physical and mental development. The term is defined by the ILO Convention concerning Minimum Age for Admission to Employment, 1973 (No. 138) and the Worst Forms of Child Labor Convention, 1999 (No. 182), as well as by the United Nations Convention on the Rights of the Child.

Personal data:
Any information relating to an identified or identifiable natural person ("data subject").
An identifiable person is a person who can be identified, directly or indirectly.
When a person is not identifiable, the data is said to be anonymous.
The protection of personal data is governed by laws which, if breached, may constitute a criminal offence.

Moral harassment:
It is a criminal offence to harass another person by repeated comments or behaviour with the purpose or effect of degrading working conditions likely to infringe their rights and dignity, alter their physical or mental health or compromise their professional future.

MAIN REFERENCE TEXTS

The United Nations Convention against Corruption:
The United Nations Convention against Corruption is an international treaty established by the UN and adopted on 31 October 2003. It organises a body of standards, rules and measures available to signatories to reinforce their anti-corruption legal regime.

US FCPA: the Foreign Corrupt Practices Act (US):
The Foreign Corrupt Practices Act (FCPA), enacted in 1977, generally prohibits the payment of bribes to foreign officials to help them obtain or retain business, subject to criminal and civil penalties.

UK Bribery Act:
The 2010 Act creates a new offence under its Section 7, which can be committed by commercial organizations that fail to prevent their associates from bribing another person on their behalf.
An organization which can prove that it has adequate procedures in place to prevent its associates from paying bribes will be able to defend itself against the offence set out in section 7.

The law for transparency, action against corruption, and the modernization of economic life ("Sapin 2" Law of December 9, 2016) (France):
This law provides for the implementation of various internal mechanisms to prevent corruption in companies and government agencies, overseen by a new structure, the French Anti-Corruption Agency (AFA), which is also responsible for administrative coordination in this area and has the power to impose administrative sanctions.

Conventions of the International Labor Organisation (ILO):
Fundamental ILO conventions include freedom of association, the right to collective bargaining, the abolition of forced labor, the elimination of the worst forms of child labor and the elimination of discrimination.

The OECD Convention on combating bribery of foreign public officials in international business transactions:
The OECD Anti-Bribery Convention, adopted in 1997, establishes standards making bribery of foreign public officials in international business transactions a criminal offence. It also includes guidelines for multinational companies on how to implement its provisions.

The Organization for Economic Co-operation and Development (OECD) guidelines for multinational enterprises:
The OECD Guidelines for Multinational Enterprises, adopted in 1976, are a set of recommendations made by OECD member countries and other adhering countries to multinational enterprises to encourage them to behave responsibly in their activities in a number of areas, including human rights, supply chain responsibility, the environment, consumer protection, anti-corruption and competition.

Duty of Vigilance Act (France):
Law passed in 2017. It applies to companies and groups employing more than 5,000 employees in France or more than 10,000 in France and abroad for two consecutive years. They must draw up, publish, comply with and evaluate a Vigilance Plan which identifies risks and must prevent serious violations of human rights and fundamental freedoms, personal health and safety and the environment throughout their sphere of influence, whether subsidiaries or subcontractors.

International sanctions:
The UN and the Council of the European Union, as well as individual countries, can adopt restrictive financial or trade measures (also known as "embargoes" or "sanctions") against individuals, legal entities or entities. These measures take the form of bans and restrictions on trade in targeted goods, technologies or services with certain countries, freezing of funds and economic resources, and sometimes restrictions on access to financial services.

Rules on export controls:
The aim of export controls is to control all types of exports likely to be diverted from peaceful civilian use to weapons of mass destruction, chemical or biological weapons, or weapons delivery systems, while facilitating and securing legitimate trade. Exports to countries under sanctions, including embargoes, are also monitored. There are also specific provisions (e.g. in France) concerning the control of war materiel, based on a general principle of prohibition, which means that the entire defense sector and its flows are subject to State control.
Finally, there are specific provisions for nuclear material control. Export control regulations are issued at several levels, including the European Union and the United States.

The International Bill of Human Rights, containing the Universal Declaration of Human Rights, the International Covenant on Civil and Political Rights and the International Covenant on Economic, Social and Cultural Rights:
These documents constitute the body of fundamental texts protecting human rights under international law.
The Universal Declaration of Human Rights (UDHR) is the key document in the history of human rights.
Adopted in 1948 by the United Nations General Assembly, the Universal Declaration of Human Rights sets out the essential human rights and fundamental freedoms to which all men and women throughout the world are entitled without discrimination.
In 1966, the United Nations General Assembly adopted two international treaties that have also shaped international human rights law: the International Covenant on Economic, Social and Cultural Rights and the International Covenant on Civil and Political Rights.
Together, the Universal Declaration and these two Covenants form the International Bill of Human Rights.

GDPR:
The General Data Protection Regulation (GDPR) is a European regulatory text that frames data processing equally throughout the European Union. It came into force on 25 May 2018.

"This Ethics Code of conduct was adopted by the Executive Committee of **ENGIE** *S.A. on September 11th 2023 and by the* Committee for Ethics, Environment and Sustainable Development *of* **ENGIE** *S.A. at its meeting on September 20th 2023.*

As translations of this document may be subject to interpretation, only French version is authoritative.

- For information and advice on ethics and compliance: **ethics-communication@engie.com**
- To report an ethics incident to the Group: **ethics@engie.com**
- For more information about personal data protection at **ENGIE**: **dpo@engie.com**

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Design & copywriting:

Head office: 1 place Samuel de Champlain
92400 Courbevoie - France
engie.com