



# ANTI-CORRUPTION CODE OF CONDUCT

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# SFA Group

## A word from the management

# Our commitment to integrity

## in the conduct of our business

One of the ways the SFA Group has expressed its commitment to fighting corruption is by joining the **United Nations Global Compact** in 2021, where the 10th principle reads as follows: “Businesses should work against corruption in all its forms, including extortion and bribery”

**Fighting corruption** is a clear commitment for the SFA Group.

**Fighting corruption** is part of an ethical approach to which the SFA Group is fundamentally committed. It involves a firm commitment to strict compliance with the laws and regulations in force in all the countries in which the Group operates. This commitment applies to all the Group’s internal ethics and compliance procedures.

**Fighting corruption** also means prohibiting any behaviour that is contrary to these rules and principles and promoting an ethical culture within the company that leaves no room for dishonest behaviour.

**Fighting corruption** therefore also means integrating this ethical culture into all the Group’s policies, actions and decisions. As ethics concerns us all, these principles must govern the day-to-day operations of the SFA Group.

This Anti-Corruption Code of Conduct (the “Code of Conduct”) reflects the commitments made by the SFA Group in the area of ethics and integrity. It sets out the personal commitments of SFA Group managers and is an integral part of the values and principles that unite all SFA Group employees.

I know that I can count on all of you to uphold the principles set out in this Code of Conduct, to carry them and to actively promote their application by others.

**ARNAUD CORBIER**  
CHIEF EXECUTIVE OFFICER





The SFA Group considers corruption to be unacceptable.

All Group staff members must behave irreproachably in terms of combatting corruption.

**If you have any doubts or questions or experience any issues**, please feel free to contact:

- » your direct or indirect line manager,
- » your local CSR Representative or the
- » SFA Group Ethics Committee

The SFA Group has also established a reporting tool called, “SpeakUp”, to enable you to report any ethical or compliance issues of which you become personally aware.

Information on the scope and operation of this system is contained in the “SpeakUp reporting Tool, Guide for employees”, see [Appendix I](#).

For more information, please refer to [section 6](#) of this Code of Conduct.

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## 1. Preamble

This Anti-Corruption Code of Conduct is part of a prevention and detection of corruption and influence peddling approach within the entities belonging to the SFA Group. It sets out the commitments and principles of the SFA Group in this area.

This Code of Conduct has been prepared in collaboration with the law firm LERINS & BWC as part of the SFA Group's anti-corruption programme. It was drawn up in accordance with Article 17 of the French "Sapin 2" law of 9 December 2016 and is based on the recommendations of the French Anti-Corruption Agency (Agence Française Anticorruption).



The content of the Code of Conduct was validated by the SFA Group Ethics Committee. It is applicable in all entities of the SFA Group.

## 2. Scope of application



The Code of Conduct is applicable and enforceable against all SFA Group staff members.

Staff members who work for the SFA Group and are subject to its internal rules must comply with the Code of Conduct .



The Code of Conduct is applicable wherever the SFA Group operates, including abroad .

## 3. Prohibited behaviors

1

**Corruption** is the fact of a person invested with a specific function (public or private) to solicit or accept a gift or an advantage of any kind in order to perform, or refrain from performing, an act within the scope of his or her functions.

Corruption does not always require a material act.

**Active corruption**  
Offering a gift or benefit of any kind to the person invested with the specified function

**Passive corruption**  
The act of accepting the gift or benefit from the person invested in the specified function

*Briber*

*Bribee*



*provides benefits*



*makes a favorable decision*

2

**Influence peddling** refers to the fact that a person receives - or solicits - donations in order to abuse his or her influence, real or supposed, over a third party to make a favorable decision.

It involves three actors:

- beneficiary who provides benefits or gifts;
- intermediary who uses the credit he has because of his/her position;
- target person who has the power of decision (public authority or administration, magistrate, expert, etc.).

**Active influence peddling**  
A person offers an advantage to, or has yielded to the solicitations of, another person to use his or her influence, real or perceived, to obtain a favorable decision.


**Passive influence peddling**  
A person has solicited or agreed to an advantage in order to use his or her influence, real or perceived, to obtain a decision favourable to the person who granted the advantage.

**Extortion (or illegal solicitation)** means the fact that a person in charge of the public authority or entrusted with a public service mission, receives, demands or orders to receive, as duties or contributions, public taxes or levies, a sum that he/she knows is not due, or exceeds what is due or to grant in any form whatsoever and for any reason whatsoever, an exemption or relief from duties, contributions, public taxes or levies in violation of the legal or regulatory texts.

#### 4. Fundamental principles of the Group SFA

All business relationships, mergers and acquisitions, donations, events organized or sponsored by the SFA Group, as well as invitations, gifts (meals, travel, accommodation, etc.), offered to or received from third parties, but also sponsoring and lobbying, must comply with the following **8 fundamental principles**:

1. Comply with applicable laws and any SFA Group Policies and those of the third party
2. Have a legitimate and verifiable business purpose
3. Do not give undue advantage
4. Do not influence a person to gain an undue advantage
5. The benefit must be of reasonable value and appropriate considering the recipient's duties, the circumstances and the occasion
6. The benefit must not be reasonably construed as a bribe
7. The benefit must not be frequently offered to or received from the same person
8. All expenses incurred by an entity of SFA Group must be clearly and accurately recorded in its accounts

 For any questions, staff can consult their line manager, the local CSR representative or the SFA Group Ethics Committee.

#### 5. In practice: risk situations within the SFA Group

All staff of the SFA Group must be vigilant in their professional relationships in order to guard against any risk of direct or indirect involvement in acts constituting corruption or any other breach of the duty of probity.

To this end, the Code of Conduct:

- presents some risk situations that staff may encounter;
- determines the attitude to adopt and the points of vigilance for each situation presented.

The Code provides clear guidance on fundamental aspects, so the situations described are not exhaustive.








In general, in case of doubt about the assessment of a potentially risky situation, all staff should contact their line manager, the local CSR representative or the SFA Group Ethics Committee (whose contact details are indicated in the «How to send an alert» paragraph).

##### 5.1 Risks of entering into a business relationship



###### Prior assessment of the third party





When entering into a commercial relationship with a third party, it is essential to know the third party:

-  **Customers**
-  **First tier suppliers**
-  **Service provider or subcontractor**
-  **Intermediates**
-  **Partner in the broadest sense**

To this end, in order to assess the situation of the third party, all SFA Group staff shall run the **Anti-corruption Questionnaire for third parties**, see [Appendix II](#).

## Vigilance

The Checklist covers the following criteria:

-  **Reputation of the third party**
-  **Financial strength of the third party and transparency of accounts for the third party legal entity** (company on the blacklists of the World Bank or of the European Bank for Reconstruction and Development (BRED))
-  **Geographic location of the third party** (non-cooperative tax countries, high risk of corruption)
-  **Existence of an Ethics Charter**

In case of doubt, staff should contact their line manager.

### EXAMPLE

After receiving several offers from suppliers for the purchase of products, a decision-maker at SFA Group is invited by one of the suppliers to a major sporting event, taking place abroad, over several days, all expenses paid. In exchange, the decision-maker feels compelled to grant him the contract.

Staff faced with such a solicitation should ask themselves the following questions:

Q: Does this solicitation comply with the law?

A: No, this is an act of passive corruption

Q: Does the invitation fall under the category of gifts and invitations permitted by the Code of Conduct?

A: No, only gifts of reasonable value are permitted



Q: If the decision to accept the invitation is known by the line manager or colleagues, will the staff be embarrassed?


A: Yes, the unlawful benefit to the staff is the consideration for signing the contract.

 **This situation constitutes an act of passive corruption, which is strictly prohibited**



## 5.2 Risks **related to mergers and acquisitions, joint ventures and consortium**

Strategic transactions, such as mergers and acquisitions, joint ventures and consortiums, represent significant risks. Indeed, the liability of the SFA Group's entities may be engaged:

-  **in the context of a joint venture or consortium**, for acts of corruption committed by their partners;
-  **in the context of mergers or acquisitions**, as buyer of companies that have committed acts of corruption prior to the transaction.

 **Anti-corruption audits and due diligence** of partners' and target companies' documentation prior to engaging in a joint venture, consortium, merger or acquisition.


### Vigilance


-  **Only deal with partners who comply with the SFA Group's rules of integrity, values and principles.**
-  **No operation can be started or continued until all elements of doubt are removed.**

## 5.3 Risks **related to gifts and invitations**

Staff must be vigilant when receiving or offering gifts.

Gifts can take many forms. Generally speaking, they are advantages or favors granted without consideration or compensation, such as

-  » Objects offered in the context of professional relationships
- » Business meals
- » Travels
- » Invitations to events (sporting events, exhibitions, etc.)

 Staff should be careful about gifts and invitations: they contribute to good business relationships but could also be considered active or passive corruption (a means of influencing a decision, favouring a company or an individual) according to:

- 💧 **the context;**
- 💧 **their amount;**
- 💧 **their nature;**
- 💧 **the frequency.**

The SFA Group accepts that gifts and invitations may be offered or received, provided the following conditions are met:

- » the gift is not offered with the intention of influencing the recipient, of obtaining a contract unduly;
- » local legislation is complied with;
- » the gift is offered on behalf of the SFA Group, not on behalf of an individual;
- » it is not cash or its equivalent (for example, in the form of gift cards or vouchers);
- » the gift is appropriate to the circumstances (example: chocolates at Christmas, a bottle to celebrate a success);
- » the gift is of appropriate nature and value to the context (in accordance with local customs)
- » the gift is given/received transparently, not secretly;
- » the gift does not exceed a threshold amount, determined in advance by the SFA Group Ethics Committee;
- » the gift is not offered to, or accepted from, a public official or a government representative, politician or political party, other than a business meal.

### **Vigilance**

- 💧 Gifts and invitations must be part of a **business relationship**: the recipient is the business contact and not members of his/her family or his/her friends, and they must be accepted in a transparent manner;
- 💧 Benefits must be **consistent with «local custom»** and not unusual (e.g. promotional items bearing the Group's name or trademarks (e.g., mugs, pens or calendars), birth gifts, flowers, books, chocolate, bottles, etc.)

- 💧 **Business meals** must be proportionate to the context, taking into account the recipient's duties, the circumstances and the occasion ;
- 💧 Particular attention must be paid when the donor or beneficiary has **decision-making power or influence** in a situation that may affect the interests of the SFA Group or one of its entities, particularly through the signing of a contract or the awarding of a public contract.



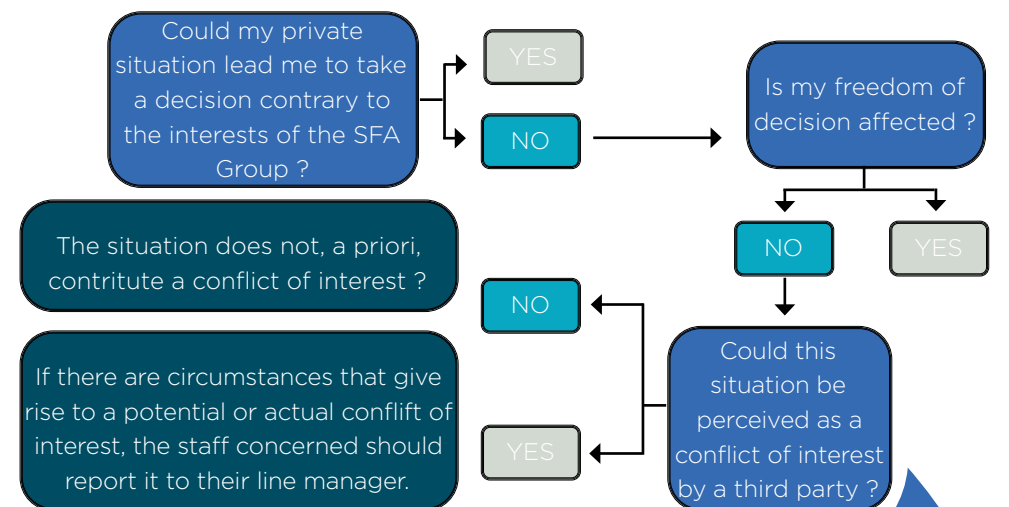
The SFA Group recognizes that the practice of giving and receiving business gifts varies by country, region, culture and religion, so the definitions of what is acceptable and what is not will inevitably be different for each. When it is not appropriate to decline a gift (for example, when meeting with a person of a certain religion/culture who may be offended), the gift may be accepted provided it is **reported to the SFA Group Ethics Committee**, who will assess the circumstances.

## 5.4 Risks related to conflict of interests

Conflict of interests refers to any situation of interference between a private interest that is likely to influence or appear to influence the independent, impartial and objective exercise of a function in a manner contrary to the interests of the company.



In order to identify a conflict of interest situation, it is necessary to ask the right questions:





## 5.5 Risks related to patronage, sponsorship and charitable donations

**Patronage** refers to material support given, without any direct counterpart on the part of the beneficiary, to a work or a person for the exercise of activities of general interest.




- ⇒ The beneficiary must be an organization with a public interest mission
- ⇒ The work must be of general interest: the work must be philanthropic, educational, scientific, social, humanitarian, sports, family, cultural or contribute to the enhancement of the artistic heritage, the defense of the natural environment or the dissemination of French culture, language or scientific knowledge.

**Sponsorship** is the financial or material support of an event, person, product or entity with a view to obtaining a direct benefit in terms of brand image.

In the course of its activities, the SFA Group may make donations or sponsorship or patronage.

 Patronage, sponsorship or charitable donations require the approval of the General Management.





### **Vigilance**

-  Verify that patronage, sponsorship or charitable donations are not a way of granting undue advantages, favouring influence or personal financial interests.
-  With regard to patronage and sponsorship, the actions must be carried out without seeking any benefits other than the promotion of the SFA Group's brands. Donations should only be made if they contribute to the SFA Group's reputation.
-  Donations should only be made if they contribute to the SFA Group's reputation.

## 5.6 Risks related to interest representation (lobbying)

Interest representation or lobbying refers to an activity intended to influence the content of a law or a regulatory act.

The following are **interest representatives**:

- » legal entities under private law, public establishments or public groupings carrying out an industrial or commercial activity, where a director, employee or member has as his or her main or regular activity to influence the public decision, in particular the content of a law or a regulatory act, by entering into communication with:
  1. a member of the Government, or a member of a ministerial cabinet;
  2. a deputy, a senator, an assistant to the President of the National Assembly (or equivalent political body) or to the President of the Senate (or equivalent political body), to a deputy, to a senator or to a parliamentary group, as well as with the agents of the services of the parliamentary assemblies
  3. a collaborator of the President of the Republic;
  4. the director general, the secretary general, or their deputy, or a member of the college or of a commission invested with the sanctioning power of an independent administrative authority or an independent public authority;
  5. a person exercising a job or functions at the decision of the Government;
  6. a person holding an office or mandate such as:
    -  president of a regional council or directors, deputy directors or heads of cabinet of this council;
    -  president of a department executive council or directors, deputy directors or heads of cabinet of this council;
    -  president of a departmental council or directors, deputy directors or heads of cabinet of this council;
    -  mayor;
- 7. a public servant occupying a decision-making position in a State administration, in a public institution, in local authorities or public institutions.

- » natural persons who are not employed by a legal person mentioned in the first subparagraph of this article and who carry on a professional activity in their own right that meets the conditions set out in the same subparagraph.



💧 Lobbying actions require the agreement of the General Management.

💧 With regard to public authorities, all lobbying activities must be carried out in a loyal and responsible manner, excluding any practice that could be considered as corruption or influence peddling.



### Vigilance

💧 No staff of the SFA Group is authorized to directly or indirectly engage any entity of the SFA Group in any activity of any kind, in support of any political party or organization, nor may he or she use his or her status as staff of the SFA Group in connection with a private donation.

## 5.7 Risks related to facilitation payment

A facilitation payment (bribe) is the direct or indirect undue remuneration of a public official for the performance of administrative formalities, which should be obtained through normal legal channels. It is intended to induce public officials to perform their duties more efficiently and diligently.

-> A company that is asked by a public official to make a facilitation payment is placed at risk and is liable.



How to react?

- 💧 Refuse the request while trying to maintain a cordial relationship with the public official or reduce the amount requested as much as possible
- 💧 Inform your line manager as soon as possible and defer to his/her decision
- 💧 Inform the foreign official that French and international law prohibit staff from accepting these practices
- 💧 Find out if other companies are facing the same demands and get together



### Vigilance

💧 The use of facilitation payments is a common practice in some countries.

### EXAMPLE

The mayor of a municipality wishes to acknowledge the support of one of the Group's staff members by mentioning his or her duties within SFA.

What attitude should the staff adopt?

- ⇒ Such a solicitation must be refused, as the SFA Group must respect a principle of absolute neutrality and the staff can therefore, directly or indirectly, only give private support to a political party or member of a political party, without mentioning the SFA Group.

In case of doubt, you should refer to your line manager.

### EXAMPLE

A staff member needs a visa for his upcoming business trip. The embassy official concerned offers, for a cash payment of 150 euros, to get him the visa tomorrow.

- ⇒ The payment of an individual in his or her personal capacity for a service that expedites the issuance of a visa confers an undue benefit in exchange for preferential treatment of staff.
- ⇒ This is a prohibited facilitation payment.



## 6. Reporting violations of the Code of Conduct

The SFA Group has set up a reporting system for the SFA Group's staff that allows them in particular to report conduct or situations that are contrary to this Code of Conduct.

### 6.1 Recipients of the alert

The report of an alert is brought to the attention of the direct or indirect line manager, the local CSR representative, the SFA Group Ethics Committee or of the reference person designated by the latter (internal or external), **as the author chooses.**

Thus, the author of the alert chooses to address one or the other of these persons.

The SFA Group has designated the following as the reference person to receive professional alerts: the service provider **SpeakUp** by People Intouch B.V

Web SpeakUp : <https://sfagroup.speakup.report/sfagroup>  
App SpeakUp : Download « SpeakUp by People Intouch »

Data may be shared within the group of companies to which the organization concerned belongs if such sharing is necessary solely for the purposes of verifying or processing the alert.

The people in charge of handling professional alerts must have the necessary skills (be aware of / trained) and be bound by a contractually defined reinforced obligation of confidentiality. This is the Ethics Committee.

### 6.2 How to send an alert

Any staff member of the SFA Group who, in good faith, has knowledge of the existence and/or occurrence of an act of corruption or influence peddling, must report it:

- » by e-mail:
  - o to the line manager or local CSR representative
  - o to the SFA Group Ethics Committee: [Ethics@sfagroup.com](mailto:Ethics@sfagroup.com);

» by using the reporting tool SpeakUp:

- o Web SpeakUp: <https://sfagroup.speakup.report/sfagroup>
- o App SpeakUp: Download « SpeakUp by People Intouch »

Details of the processing on how to send an alert via SpeakUp to be found in [Appendix I](#).

## 7. Sanctions for violations of the Code of Conduct

All SFA Group staff are expected to conduct themselves in a manner consistent with this Code of conduct.

All SFA Group staff are responsible for preventing, detecting and reporting acts of corruption or influence peddling.

Any staff member who has reason to believe or suspect that an act of corruption has occurred or will occur in the future should inform his or her line manager, the local CSR representative or the SFA Group Ethics Committee.

Non-compliance with the Code of Conduct engages the personal liability of the staff and exposes them to disciplinary sanctions as provided for in the internal rules of the entity concerned, without prejudice to any criminal or administrative sanctions that may be applicable .

## 8. Update of the Code of Conduct

The SFA Group Ethics Committee is responsible for monitoring the proper application of this Code of Conduct and will review its implementation on a regular basis.

Internal control systems and procedures designed to prevent acts of corruption and influence peddling are regularly audited to ensure that they are effective in practice.

If staff have suggestions for improving the fight against corruption and influence peddling within the SFA Group, they are encouraged to contact the SFA Group Ethics Committee directly.



## 9. Protection of personal data

### 9.1 Processing identification

The identification elements of the processing covered by this procedure are as follows:

<b>Data controller</b>	Entity concerned by the alert
<b>Subject-matter of the processing</b>	Alert management
<b>Nature of the processing</b>	Collection, recording, organization, structuring, storage, modification, extraction, consultation, use, communication by transmission, dissemination or any other form of provision, reconciliation or interconnection, limitation, destruction.
<b>Legal basis of the processing</b>	The legal basis is SFA Group's legitimate interest (fight against corruption and influence peddling within the SFA Group)
<b>Purposes of the processing</b>	The purposes are the reporting and processing of the professional alerts made under this Anti-Corruption Code of Conduct.

<b>Type of personal data</b>	The personal data collected are: <ul style="list-style-type: none"><li>- identity, functions and contact details of the author of the alert;</li><li>- identity, functions and contact details of the persons subject to an alert;</li><li>- identity, functions and contact details of the persons involved in the collection or processing of the alert;</li><li>- facts reported;</li><li>- elements collected as part of the verification of the reported facts;</li><li>- report of the verification operations;</li><li>- follow-up to the alert.</li></ul>
<b>Category of data subjects</b>	The data subjects are: <ul style="list-style-type: none"><li>- author of the alert;</li><li>- person subject to an alert;</li><li>- persons involved in the collection or processing of the alert;</li><li>- where applicable, persons interviewed in the course of the verification operations.</li></ul>
<b>Recipients of personal data</b>	The recipients are: <ul style="list-style-type: none"><li>- direct or indirect line manager;</li><li>- members of the Whistleblower unit;</li><li>- if applicable, external service providers (subcontractors);</li><li>- any auditors subject to confidentiality in the context of a sale/acquisition operation.</li></ul>

### 9.2 Rights of the data subjects

In the context of the management of alerts, the SFA Group, as data controller, ensures compliance with the rights of data subjects in relation to the processing of personal data.



### 9.2.1 Right of access to personal data

Any person whose personal data are or have been processed in the context of a professional alert (author of the alert, presumed victims of the facts, persons targeted by the alert, witnesses and persons heard during the investigation, etc.), has the right to access them<sup>1</sup>.

The exercise of this right must not allow the person exercising it to have access to personal data relating to other natural persons. This limitation is specific to the rules relating to the protection of personal data and does not prevent the application, where applicable, of the rules of procedural law, fundamental freedoms (and in particular the adversarial principle), etc.

### 9.2.2 Right to rectification of personal data

The right to rectification must be assessed in the light of the purpose of the processing<sup>2</sup>.

In the case of reporting tool, it must not allow the retroactive modification of the elements contained in the alert or collected during its investigation.

Its exercise, when admitted, must not lead to the impossibility of reconstructing the chronology of possible changes in important elements of the investigation.

Therefore, this right can only be exercised to rectify factual data, the material accuracy of which can be verified by the SFA Group with evidence, without deleting or replacing the data, even if incorrect, initially collected.

### 9.2.3 Right to erasure of personal data

The data subject may request the erasure of his or her personal data when one of the following grounds applies:

- the personal data are no longer necessary for the purposes for which they were collected or otherwise processed;

- where applicable, the data subject objects to the processing of his or her personal data where there are no compelling legitimate grounds for the processing;
- the processing of personal data does not comply with the provisions of the applicable regulations on the protection of personal data .

The right to erasure of personal data is not a general right and can only be exercised if one of the above-mentioned grounds applies<sup>3</sup>.

### 9.2.4 Right to restriction of processing of personal data

The data subject shall have the right to obtain from the SFA Group the restriction of processing where any of the following applies:

- the accuracy of the personal data is contested by the data subject, for a period enabling the controller to verify the accuracy of the personal data;
- the processing is unlawful and the data subject objects to the erasure of the data and requests the restriction of their use instead;
- the controller no longer needs the personal data for the purposes of the processing but they are required by the data subject for the establishment, exercise or defense of legal claims<sup>4</sup>.

### 9.2.5 Right to object to the processing of personal data

In accordance with Article 21 of the GDPR, the data subject has the right to object at any time, on grounds relating to his or her particular situation, to processing of personal data concerning him or her based on the performance of a task carried out in the public interest or on the legitimate interests pursued by the controller<sup>5</sup>.

The SFA Group has set up a reporting tool to fight corruption and influence peddling on a purely voluntary basis, the right to object exists. However, the exercise of this right is not automatic: the person exercising it must demonstrate the existence of «grounds relating to his or her particular situation».

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<sup>1</sup> [GDPR, art. 15](#)

<sup>2</sup> [GDPR, art. 16](#)

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<sup>3</sup> [GDPR, art. 17](#)

<sup>4</sup> [GDPR, art. 18](#)

<sup>5</sup> [GDPR, art. 21](#)



The SFA Group will consider the opposition unless it can be shown:

- there are compelling legitimate grounds that override the interests, rights and freedoms of the data subject; or
- that the processing is necessary for the establishment, exercise or defense of legal claims<sup>5</sup>.

### 9.3 How to exercise your rights

Requests for the exercise of the rights of the data subjects are made:

- » to the following e-mail address: [Ethics@sflagroup.com](mailto:Ethics@sflagroup.com)<sup>6</sup>

### 9.4 Retention of personal data

The retention periods applicable to data collected under the whistleblower system are as follows:

- when the alert does not fall within the scope of the system, the data will be immediately destroyed or anonymized;
- when no action<sup>7</sup> is taken on an alert falling within the scope of the system, the data will be destroyed or archived, after being

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<sup>5</sup>The facts likely to be the subject of an alert are by their very nature linked to the establishment, exercise and defense of rights (in particular those of the victims or of those presumed responsible for the reported facts, or even those of the organization, if its civil or criminal liability may be engaged, or if the alert was not made in good faith but had the intention of harming the good functioning of the organization, etc.), the right to object will therefore be difficult to apply.

<sup>6</sup>It should be noted that the request to exercise the rights concerning the professional alert will be transmitted to the Whistleblower unit in order to respect the confidentiality of this processing, which will be responsible for providing a response within the legal deadlines.

<sup>7</sup>The term "action" refers to any decision taken by the organization to draw consequences from the alert. This may include the adoption or modification of the organization's internal rules (internal regulations, ethics charter, etc.), a reorganization of the operations or services of the SFA GROUP, the imposition of a sanction or the implementation of legal action.

anonymized, within two (2) months of the closing of the admissibility or verification operations;

- when the alert is followed by a disciplinary or judicial procedure against a defendant or the author of an abusive alert, the data will be destroyed at the end of the procedure or after the limitation period for appeals against the decision.

With the exception of cases where no action is taken on the alert, the SFA Group may keep the data collected in the form of an intermediate archive for the purpose of establishing continuing violations. This retention period is strictly limited to the purposes pursued, determined in advance and made known to the data subjects.

Data may be kept for a longer period of time, in intermediate storage, if the SFA Group has a legal obligation to do so (for example, to meet accounting, social or fiscal obligations).



## **APPENDIX I**

SpeakUp Reporting Tool  
Guide for Employees



Shaking up water



# **SPEAKUP REPORTING TOOL,** **GUIDE FOR EMPLOYEES**



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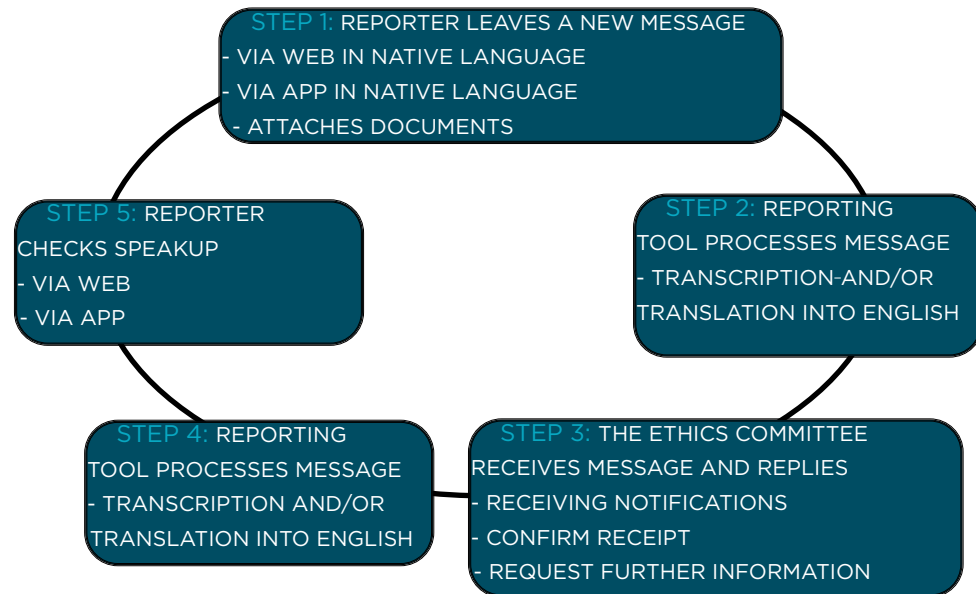
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# 1 SPEAKUP: HOW TO LEAVE A MESSAGE



## Leaving a message

You can choose to leave a (new) message via the SpeakUp® app or web system.

### SpeakUp web:

Please go to <https://sfagroup.speakup.report/sfagroup>

### SpeakUp app:

Download **“SpeakUp by People Intouch”**

*We advise that you write down your message beforehand; this way you are sure about the information you are about to give and that your message is comprehensive and to the point.*

Have a pen ready when leaving your message. You will receive a personal six digit case number, which is randomly generated. It is very important that you write this down, as you need it to check the response from the SFA Group Ethics Committee when you come back to SpeakUp® later.

If you use the SpeakUp system, you can type in or simply copy/paste your message. It also allows you to upload documents to your message. When you are finished, you can press the ‘send message’ button; a screen with your case number and message will appear, which can be easily printed out.

## What happens in the meantime ?

The moment you have sent your message, the reporting system starts the translation of the message into English (if necessary).

Once the translation is done, the exact message - both in the original language as in English - will be sent to the Ethics Committee.

The Ethics Committee is informed of the alert transmitted. It analyses the data in the message and assesses the course of action to be taken to respond and deal with it. It ensures that the reporter remains completely anonymous and is protected. The reporter benefits from criminal immunity. The Ethics Committee can also decide not to follow up the alert if it considers it inadmissible. It may also decide to call on an external service provider subject to professional secrecy to assist it in resolving the matter brought to its attention.

## Reading your response

Within seven days you will receive an acknowledgement of receipt and within 45 days you will receive feedback on the SpeakUp system. In general you can find this response via the same way you have left your message, using the dial-in details described on page 4.

If you notice that a response has not been left for you yet, please be assured that the message is being reviewed and that a response will be available for you in a few working days. It is wise to check for a response regularly.



## 2 FREQUENTLY ASKED QUESTIONS ABOUT THE SPEAKUP SYSTEM

### 2.1 WHAT IS SPEAKUP ?

It is a service ('communication instrument') enabling all employees within the SFA Group or other stakeholders to report serious breaches that would otherwise not be reported in complete anonymity. You can do this either by app or via a secure website, without the interference of a human operator.

### 2.2 WHAT IS SPEAKUP INTENDED FOR?

The SpeakUp tool has been implemented not only to comply with the 'EU Whistleblowing Directive', but also to entail early transparency by means of speaking up, so that ethical wrongdoing can be detected as early as possible. The SpeakUp tool should not entirely replace the direct dialogue that forms the foundation of our transparent company culture, but is provided as a last resort. It is also intended to be used as a way to ask questions. The tool can be used by victims or witnesses to enquire about what their rights are anonymously when decided to make a report.

*(Tip: Have a look at the [SFA Group reporting procedure](#) -> "Speak Up Culture")*

### 2.3 HOW DOES SPEAKUP WORK?

Web: Proceed to the SpeakUp Web Service page (through a hyperlink or by entering the URL), choose your country and leave your message. Within one week you can return to the Web Service and read the Ethics Committee's reply. You can reply to this response. This communication cycle can be repeated endlessly.

App: Proceed to the SpeakUP App, create a PIN Code and scan the SFA Group QR Code of Speak up.



### 2.4 WHO OPERATES SPEAKUP?

The service is operated by a third party, People Intouch, an independent Dutch company. People Intouch is responsible for processing all messages. Founded in 2004, the company is based in Amsterdam. The SpeakUp® reporting system is already used by numerous well-known companies such as Roche, Wilo or BMW.

### 2.5 IS THE SYSTEM DIFFICULT TO USE?

Not at all: you are guided every step of the way.

### 2.6 CAN MY IDENTITY BE DISCOVERED?

If you leave your contact details in your message, SpeakUp will forward it; if you do not leave your contact details, SpeakUp and the Ethics Committee will not know who you are. Furthermore, the company has agreed not to seek the identity of any caller and will not share the identity of the caller or a witness with an accused person. The only exception is when the SFA Group is obliged to share information under mandatory legislation.

## 2.7 CAN THE COMPANY TRACE MY CONNECTION DATA?

No, the SpeakUp system is operated by a third party. The SFA Group has no access to the connection data. IP-addresses will never be handed over to the SFA Group. However, it could be that your company traces user information from your company telephone or computer, note that you can use a public or non-identifiable telephone or computer as well.

## 2.8 WHAT HAPPENS WITH THE RECORDING OF MY MESSAGE?

Upon confirmation of receipt of the transcribed and/or translated message by the Ethics Committee, the recording will be erased immediately by external software provider.

## 2.9 WILL CONFIDENTIALITY EVER BE BROKEN?

The exception to the afore mentioned: if the SpeakUp system receives a message whereby the caller is threatening violence or a criminal act, the Ethics Committee can request to retain the recording to hand it over to the authorities. Still, the connection data will never be handed over to the Ethics Committee.

## 2.10 HOW QUICKLY WILL MY MESSAGE BE PASSED ON TO THE COMPANY?

Your transcribed message will be sent to your Ethics Committee, in principle, within one working day.

## 2.11 WHO AT THE COMPANY RECEIVES MY MESSAGE?

The Ethics Committee of SFA Group, located at SFA headquarter in Paris. *The members of the committee are listed in the [annex](#).*

## 2.12 I WANT TO REMAIN ANONYMOUS, BUT WOULD LIKE TO RECEIVE A RESPONSE; HOW CAN I MANAGE?

The SpeakUp system will give you a unique case number. Please make sure to write this down carefully. This case number enables you to listen to or read the response from the Ethics Committee when you return to the system.

## 2.13 HOW QUICKLY CAN I CHECK FOR A RESPONSE?

The Ethics Committee aims to send an acknowledgement of receipt within seven days and feedback within 45 days. If no answer is available after a week, we advise you to try once more after a few days, or you can choose to leave a new message in the same case.

## 2.14 CAN I LEAVE A MESSAGE IN MY NATIVE LANGUAGE?

Agreements are made with SFA Group about language options for various country. When leaving your message, you can simply choose one of these languages. Responses will be in your native language as well.

## 2.15 CAN I LEAVE DOCUMENTS?

Yes, the SpeakUp Service enables you to attach (electronic) documents.

*If you would like to stay anonymous, please make sure your contact details are not mentioned in the attachments or in its properties.*

## 2.16 WHAT IF I DON'T REMEMBER MY CASE NUMBER?

If you have lost your case number, we ask you to leave your message again with a new case number. If you had written down your message for your first call, this will not take up much of your time. Use the new case number for all further communication.



## 2.17 I DO NOT KNOW WHERE TO FIND THE INFORMATION TO LEAVE A MESSAGE. WHERE CAN I FIND THIS?

The information to leave a message can be found on [page 31](#).

## 2.18 WHAT IS PERSONAL DATA AND IS MY PERSONAL DATA PROTECTED BY LAW IF I LEAVE A MESSAGE THROUGH SPEAKUP?

Personal data is (in short) information that can be used to (directly or indirectly) identify an individual (e.g. name, address, picture, phone number), which could be yourself or another person mentioned in your message. The processing of personal data through the SpeakUp system is strictly regulated (under the General Data Protection Regulation (GDPR)).

## 2.19 WHAT ARE MY RIGHTS IF I LEAVE A MESSAGE CONTAINING MY PERSONAL DATA THROUGH SPEAKUP?

The SFA Group is responsible for assuring your rights under the GDPR, which include: right to access, right to correction, right deletion/'to be forgotten', right to restriction of processing, right to data portability, right to object and right to file a complaint with the responsible supervisory authority. Internal policies at the SFA Group should clarify how you can exercise these rights. The SFA Group should also notify the relevant person if a so-called 'personal data breach' occurs in case there is a high risk to the rights and freedoms of that person.

## 2.20 WHY IS MY CONSENT TO PROCESS ANY PERSONAL DATA NOT REQUESTED WHEN I LEAVE A MESSAGE IN THE SPEAKUP SYSTEM?

Employees, such as you, are (in general) not considered to be in a position to freely give, refuse or revoke consent, because there is a dependency resulting from the relationship employee/employer. Any personal data included in a message that is processed through the SpeakUp system, is processed on the ground that it is necessary for the purpose of detecting misconduct that otherwise would not be detected.

# ANNEX

## SFA Group Governance Structure

Our CSR corporate governance structure determines the distribution of rights and responsibilities between the different parts of the organisation and sets out the rules and procedures for decision-making.

The members of all committees, including the SFA Group Ethics Committee, can be found in the brochure "The SFA Group's CSR Governance Committees", which can be found on BOX in the [CSR](#) folder.



# SFA GROUP REPORTING PROCEDURE

## 1. SPEAK UP

Concerned about misconduct?

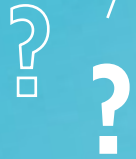
I am worried this gift is too expensive

I suspect misuse of company assets

I feel discriminated or harassed

I suspect bribes are being paid

Is this fraud ?



## 2. WHO CAN I TALK TO?

If possible, talk to the person involved

Talk to your manager, your managers manager or HR representative

Contact your local CSR representative

Contact the SFA Group Ethics committee under [ethics@sflagroup.com](mailto:ethics@sflagroup.com)

## 3. I CAN ALSO...

(REMAINING ANONYMOUS)

Go to <https://sflagroup.speakup.report/sflagroup> to file a report

or

Use the app «**SpeakUp by People Intouch**» and scan the QR Code to get started



REPORT IT WITH SPEAKUP



We understand it is not always easy to raise concerns about possible misconduct but we do encourage you to come forward with any concerns and speak up! Any concern will be dealt with appropriately and confidentially.

## APPENDIX II

Anti-corruption  
Questionnaire for third parties



Shaking up water



# Fight against corruption - Questionnaire for third parties





## Fighting Corruption

In the context of the implementation / continuation of its relationship with **COMPANY DESIGNATED THIRD PARTIES** (hereinafter referred to as the “third party”, “you”, “your”) and in order for **COMPANY** to comply with its corporate policy and the applicable laws, please complete this questionnaire as fully, transparently and accurately as possible and, if necessary, attach any supporting and additional documents.

The completed and signed questionnaire should be filled in and sent to **COMPANY**, via your contact person.

1. Complete the following information about your entity

Company name	
Legal form	
SIRET or SIREN number	
Registration number (RCS or other number abroad)	
NAF code	
Intracommunity VAT number	
Head office address	
Details of the main contact person :	
- Name, First name	
- Telephone number	
- Email address	
Website address	
Sector of activity	
Main place of business	
Other countries in which the third party conducts business	
Annual turnover	
Number of employees	

2. Specify the nature and purpose of the relationship

3. Specify the amount of the service<sup>1</sup> and the terms and flow of payment<sup>2</sup>

4. Has your entity drawn up an anti-bribery code of conduct?

YES  
 NO

Comments :

If applicable, please communicate this to us.

5. Does your entity have an anti-corruption training plan in place ?

YES  
 NO

Comments :

<sup>1</sup> Suitability to market prices for the type and volume

<sup>2</sup> Location of bank account, level of detail of invoices, payment terms in line with usual practices.

6. Does your entity have a gifts, entertainment and expense policy in place that includes criteria to distinguish between practices that are appropriate and those that are not?

- YES
- NO

Comments :

7. Does your entity explicitly prohibit facilitation payments?

- YES
- NO

Comments :

8. Does your entity make public significant figures of its activity country by country (turnover, profit before tax, taxes paid locally, number of employees)?

- YES
- NO

Comments :

9. In the course of our collaboration, do you plan to use other entities, individuals or third parties to provide the services to us? Do you impose non-bribery commitments on your service providers to them and their own subcontractors?

- YES
- NO

Comments :

10. Does your entity interact with public officials or politically exposed persons?  
Additional information that may be required: description of the relationship with a government organisation or public official, name of the organisation or public official

- YES
- NO

Comments :

11. Is your entity likely to represent our company in dealings with government or public officials?  
Additional information may be required: Provide a description of the representation and the country where it will take place.

- YES
- NO

Comments :





You (i) represent and warrant that the answers given in this questionnaire are complete, true and correct as of the date of signing this questionnaire, (ii) undertake to notify us of any developments or events that impact on the answers given (iii) and agree by signing this questionnaire, that it shall become part of any agreement that may be signed between you and our company notwithstanding a clause to the contrary in such agreement.

Date : \_\_\_\_\_

Last name - First name : \_\_\_\_\_

Position \_\_\_\_\_

(authorised to bind the organisation on behalf of which you are filling in the form) :

Signature : \_\_\_\_\_





FOR ALL INFORMATION ON ETHICS AND COMPLIANCE OR TO REPORT  
AN ETHICS INCIDENT TO THE GROUP, CONTACT: [ETHICS@SFAGROUP.COM](mailto:ETHICS@SFAGROUP.COM)

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