

SEQENS

CODE OF ETHICS

January 2021



Message from the President

“

Dear all,

You are now familiar with the new SEQENS Code of Ethics.

This code demonstrates our commitment to conducting our business with a high level of integrity and transparency. We must collectively and individually adopt and maintain the highest standards of integrity throughout the world and to protect our reputation as an ethical company.

Being a SEQENS employee means adhering to our corporate values and committing to business ethics on a daily basis. This is obviously an individual and fundamental commitment.

The Code of Ethics will provide you with practical and illustrative examples of good and bad practices to help you understand, identify and prevent potentially inappropriate behavior. It also defines the internal rules to be observed in order to comply with applicable regulations and avoid any situation of vulnerability.

I urge each and every one of us to read the Code of Ethics carefully and to make sure we understand how to detect and avoid risky situations.

On behalf of all the members of the Board of Directors and the Executive Committee, I thank you for your commitment.

”

PIERRE LUZEAU
PRESIDENT

Message from the Compliance Director

“

Dear colleagues,

This new Code of Ethics has a dual purpose.

First of all, it applies to everyone. Since the latest version of our code, the Group has expanded with new acquisitions. We therefore had to take over this document and make it the basis of our common rules.

Secondly, to be a tool available to everyone. This new code has been designed as a toolbox. It is intended to be practical, based on concrete examples from the Group's day-to-day activities, and should enable us to take a position quickly and easily when faced with risky situations.

The Code of Ethics now includes the Code of Conduct, which sets out the rules for combating corruption and influence peddling, followed by the Ethics Charter, which sets out the rules of business ethics that the Group is committed to applying. It is now up to us to make it our own, to get into the habit of referring to it and referring our teams to it, and to share it with our partners.

All Group employees must understand and respect the principles set out in our Code of Ethics. Reciprocally, all our partners are required to apply standards equivalent to ours, particularly with regard to their employees.

This common foundation must foster a climate of trust that encourages dialogue, so as to encourage Group employees to speak freely about their concerns and to seek help in making decisions when the need arises.

Thank you all for your commitment to this code.

”

ERIC MOISSENOT
COMPLIANCE DIRECTOR

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I. Commitments

Compliance with laws and regulations

SEQENS has built its strong reputation for integrity on its values and compliance with applicable laws. The Group, all of its affiliates and all of its employees are committed to complying with all laws and regulations in the course of their activities.

Compliance with international commitments

SEQENS undertakes to comply with the fundamental principles and rights set out in the Universal Declaration of Human Rights, as well as those set out by the International Labor Organization (ILO) and by the Organization for Economic Cooperation and Development (OECD). SEQENS is a member of the United Nations Global Compact and the Responsible Care® initiative. Finally, SEQENS is regularly evaluated on its CSR and responsible purchasing performance by EcoVadis.

Compliance with the Code of Conduct

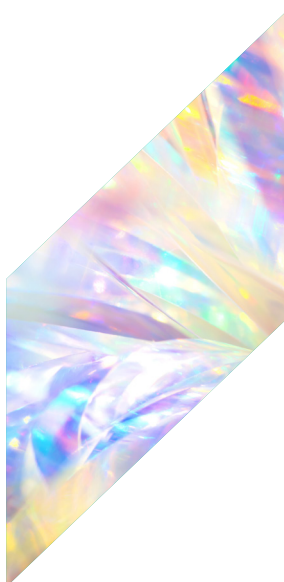
SEQENS adopts a “zero tolerance” approach to all forms of active and passive corruption, money laundering and influence peddling. In this respect, the Group is committed to respecting international conventions and applicable anti-corruption laws. This commitment is everyone's business and everyone can refer to the supporting Code of Conduct.

Compliance with the Ethics Charter

The Group is committed to strong values and to respecting the ethical rules relating to health, safety, work and respect for the environment set out in the Ethics Charter. It also undertakes to scrupulously respect free competition and the regulations applicable to the protection of personal data. Driven by its values and business ethics, the Group effectively protects its assets.

Compliance with the Group's compliance policies

The Group has put in place compliance procedures to guide Employees' decision-making in a number of situations. Employees shall apply these procedures as soon as they come into effect.



II. Framework and Glossary

Code of Ethics

This Code of Ethics, consisting of its two parts — Code of Conduct and Ethics Charter — has been designed as a tool available to all Group Employees.

The implementation of a Code of Conduct, relating to Corruption and Influence Peddling applicable to all Employees is a requirement of the law of December 09, 2016 relating to transparency, the fight against Corruption and the modernization of economic life, known as the Sapin II law. SEQENS goes further by adding an Ethics Charter to its Code of Conduct. In this second part, you will find the rules that the Group has set for itself to ensure that its activities are always conducted in accordance with business ethics.

Glossary

For the purposes of this Code of Ethics, the following definitions apply:

- ✦ **Public Official:** Any person holding public authority, entrusted with a public service mission or invested with a public elective mandate;
- ✦ **Foreign Public Official:** Person in charge of public authority, entrusted with a mission of public service or invested with a public elective mandate in a foreign State or within a public international organization;
- ✦ **Ethics Charter:** Part 2 of this Code of Ethics, setting out the rules that SEQENS and its Employees undertake to observe in order to ensure the fair and ethical conduct of the Group's business;
- ✦ **Client:** Any actual or potential buyer of Services offered by the Group;
- ✦ **Code of Ethics:** This document contains the Code of Conduct and the Ethics Charter;
- ✦ **Code of Conduct:** Part 1 of this Code of Ethics, setting out the rules that SEQENS and its Employees undertake to observe in the exercise of their activities in order to prevent any form of corrupt practice.
- ✦ **Employee:** All the people who collaborate in the life of SEQENS internally: employees (regular, occasional, temporary, contractual, full-time or part-time), certain service providers and the Group's managers;
- ✦ **Intermediary:** Any person who, without having the status of employee of the Group, acts, within a contractual framework or not, for the account and in the name of the Group by engaging its responsibility, and in particular without this list being exhaustive:
 - Subcontractors,
 - Commercial and regulatory officials,
 - Traders,
 - Lobbyists,
 - Freight forwarders, etc.
- ✦ **Leading partner:** Any supplier, client, service provider and distributor who enters into a contract in its name and on its behalf with the Group.
- ✦ **Public authorities:** Category including Public Officials and Foreign Public Officials.
- ✦ **Service:** Any goods, services and/or technology provided.
- ✦ **Third party:** Any person, public or private, natural or legal, not belonging to the Group.

III. How to use the Code of Ethics

Objectives of the Code of Ethics

The purpose of the Code of Ethics is to establish a common framework for the Group's culture of integrity and business ethics in its day-to-day activities. Designed as a tool at your disposal, it should enable you to detect corruptive risks and guide you in the behavior to adopt according to the situations you may face in your activities.

Challenges and responsibility

When you detect a situation that is contrary to the rules laid down in this Code of Ethics, it is your responsibility to alert your manager and/or the Director of Compliance in order to protect the Group and all its Employees. Failure to comply with the rules set forth in the Code of Ethics may expose you personally (disciplinary sanctions, civil liability, criminal sanctions).

The Group may incur administrative, financial and/or criminal sanctions in the event of a breach of these rules. The risk of damage to the Group's image and reputation is major, both for SEQENS and for its shareholders, given the potential consequences: impact on its financing capacity, financial losses, loss of Clients, failure to achieve strategic objectives, loss of confidence from customers and partners, etc.

To whom does the Code of Ethics apply?

The Code of Ethics applies to each of the Group's Employees and to all its companies worldwide. It is intended to apply wherever the Group operates - including abroad - without prejudice to local law.

How to use the Code of Ethics

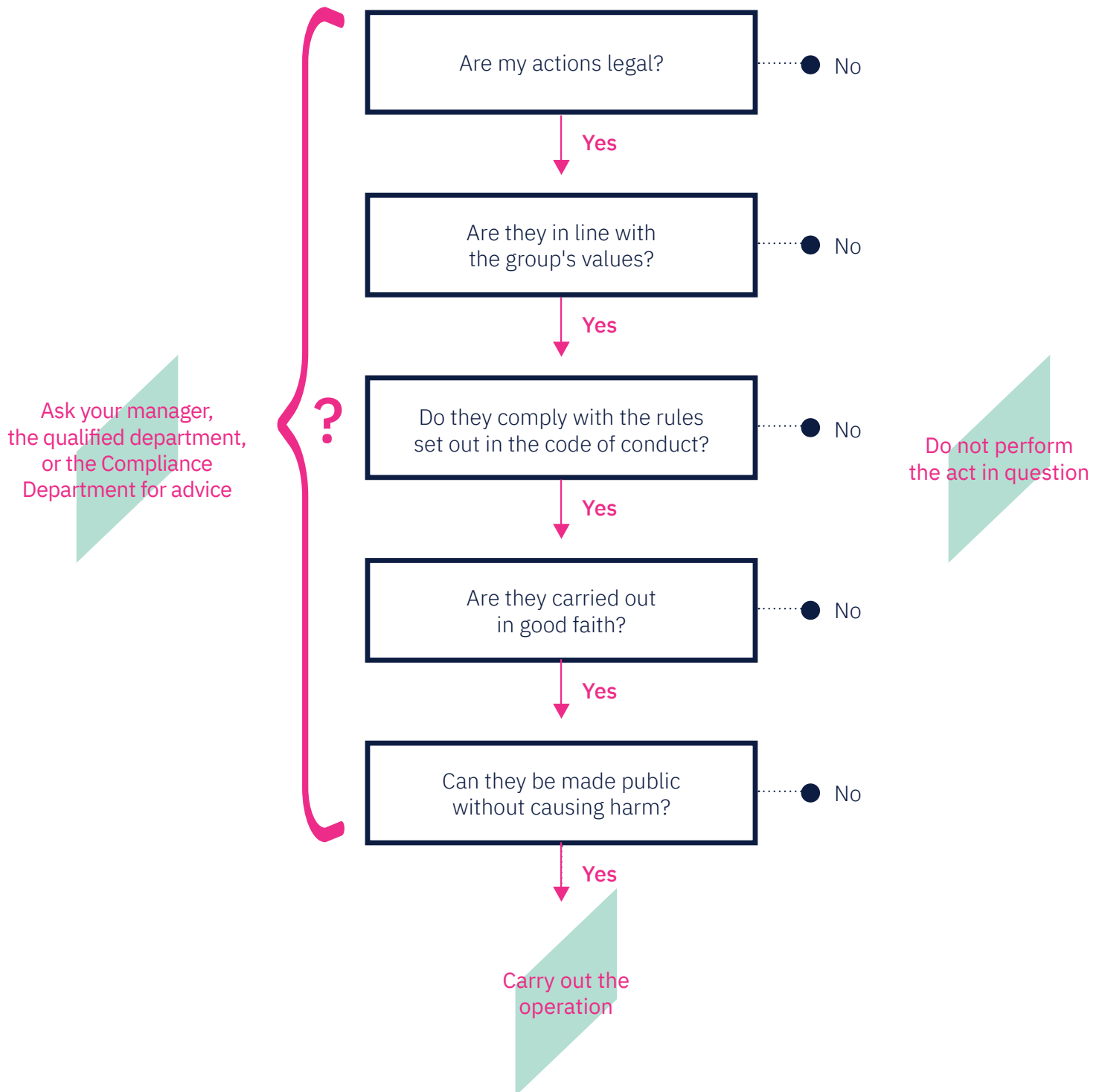
The first objective of the Code of Ethics is to guide you in the daily implementation of the ethical rules to which the Group is committed.

It is divided into two parts, each made up of thematic sheets: the first relating to the fight against corruption and influence peddling; the second listing the Group's ethical commitments in the conduct of its business.

The sheets that make up the Code of Conduct are all identical: the Group's objectives and the issues at stake, definitions of useful concepts, concrete examples of actions that you can or cannot take, risk situations, as well as the right practices to adopt.



The Code of Ethics is not exhaustive. If in doubt, you should ask yourself the following questions:



Before acting, you can always consult someone who can help you. It can be your manager, the department responsible for the topic in question or the Group Compliance Department via the following e-mail address:

codeofconduct@segens.com

In all the situations addressed in the Code of Ethics, the first recommendation is not to be left alone in a risky situation. The first good practice is to share your doubts, suspicions or concerns with your manager or the Group Compliance Department.

Alert

DEFINITION: WHAT IS THE WHISTLEBLOWING SYSTEM?

Any Employee may use the whistleblowing system, including by being accompanied by his/her manager or a staff representative, to **report a legitimate** suspicion of a breach of the Code of Ethics or **to obtain advice** on a situation that raises questions.

No Employee may be sanctioned, dismissed, or discriminated against for having alerted us about actions contrary to the Code of Ethics.

WHEN TO FILE A REPORT?

The facts reported may relate to:

- A breach of the rules set out in the Code of Conduct or in the Ethics Charter
- A serious and manifest violation of an international commitment, a law or a regulation
- A threat or serious danger to the general interest, to the Group or to one of its Employees

All facts, information or documents covered by national defense secrecy, medical secrecy and the secrecy of the attorney/client relationship are excluded from this system. All Employees must alert and seek advice from their manager and/or the Compliance Department when faced with a “red flag”.

METHODS OF IMPLEMENTATION:

Confidentiality must be strictly respected. Furthermore, any person involved in the processing and investigation of alerts must be involved in a **legitimate** manner.

The report is made to the Compliance Department via the following email address: codeofconduct@seqens.com.

The Compliance Department then ensures that the report falls within the **scope of the whistleblowing** system and informs the author and the person whose behavior was the subject of the report of its admissibility in a confidential manner.

Once the alert has been processed, the President of the Group may:

- Decide on one or more **corrective actions** among those proposed by the Director Compliance;
- Initiate, if necessary, the **applicable disciplinary action**;
- **Close** the report without action.

The Compliance Director informs the stakeholders of the follow-up given to the alert.

TO LEARN MORE: Consult the Group's whistleblowing procedure.

Sanctions

Any breach of this Code of Ethics may be subject to **disciplinary proceedings** and **sanctions**, where applicable, in accordance with the Group's rules and **in compliance with local regulations**.

Entry into force, dissemination and revision

This code will come into force depending on the country:

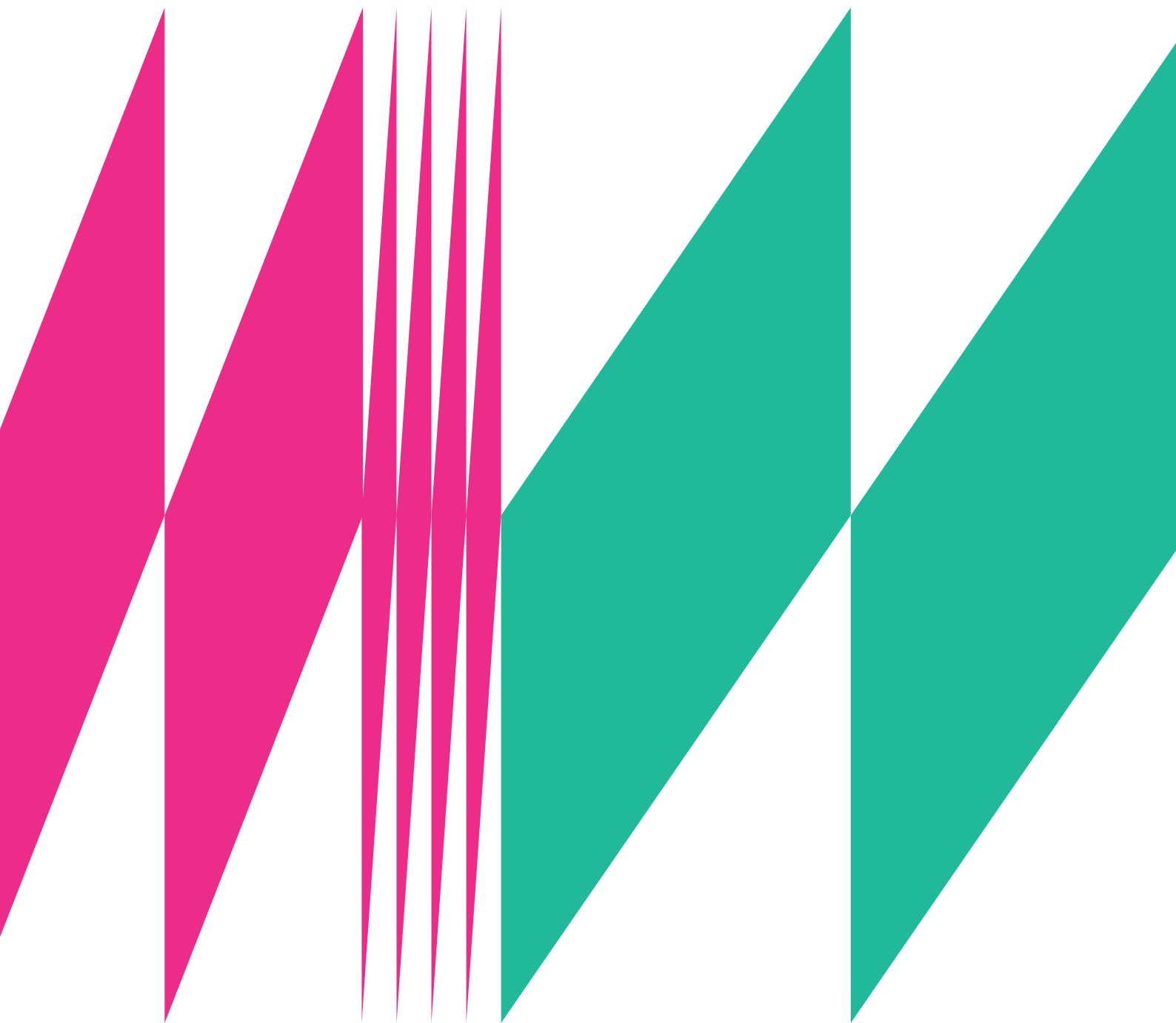
- If there is no procedure to follow in the country concerned, as of February 01, 2021;
- In case of legal procedure to be followed in the country, at the date of conclusion of these formalities (e.g.: France).

It is applicable for an indefinite period and, when required by national law, will be annexed to the internal regulations of the various companies.

Where to find the document

The Code of Ethics is distributed to all Employees. It is available on the internet by clicking on the following link: <https://www.seqens.com/fr/gouvernance-compliance/>

THE CODE OF CONDUCT



1. Fight against Corruption and Influence peddling

ANTI-CORRUPTION POLICY

GROUP OBJECTIVES AND CHALLENGES

The Group has a simple and clear position: “**zero tolerance**” vis-à-vis any corrupting fact. They must therefore ensure that they never participate in, or allow, any form of bribery. **You will never be penalized** if, in the course of your business, **you refuse or oppose a corrupt practice**, even if this results in the loss of a contract or market or has unfavorable commercial or administrative consequences.

Corruption is punishable by severe penalties, including criminal sanctions, in all countries where the Group operates. For example, in France, this offense is punishable by ten years' imprisonment and a fine of up to 1 million euros for individuals and EUR 5 million for legal entities. Sanctions are also applicable to accomplices. All of this, not to mention the damage to the Group's image and reputation.

DEFINITIONS

- ✦ **Corruption:** Promising, giving or offering, directly or through an intermediary, various advantages to a private or public decision-maker in order to influence their decision
 - Active bribery: the act of bribing a third party
 - Passive bribery: agreeing to be bribed by a third party.
- ✦ **Undue advantage:** Consideration of any kind (financial, service in return or otherwise) offered or given intentionally without any legal, contractual or professional justification. It can be the payment of a bribe or kickback, a gift, a fraud, a favor, an embezzlement etc.;
- ✦ **Influence peddling:** Remunerating or offering advantages to a third party exercising real or perceived influence over a person in a position of public authority in order to obtain a decision or an advantage from that authority;
- ✦ **Fraud:** Deliberate deception of others to obtain an improper benefit or to circumvent legal obligations or organizational rules.

EXAMPLES

WHAT TO DO

- ✦ You must always be in a position to conduct your business in good faith, prudently and transparently; if you are not, this should be a warning to you,
- ✦ You must, when required by the Group's rules, have your partner's integrity checked by the Compliance department before any engagement,
- ✦ You must inform your business contacts of the Group's anti-bribery standards,
- ✦ You must report any payment that you believe has been made under threat or under any form of pressure not customary in the course of business.

WHAT NOT TO DO

- ✦ You must not accept cash payments,
- ✦ You must not make any illegal payments (e.g. “kickbacks”),
- ✦ You should not use a Third Party to perform a transaction that you know is illegal,
- ✦ You must not agree to hire a third party at the request of a Client in order for the Group to obtain a favorable position in a tender issued by that Client,
- ✦ You must not offer money to a Client in exchange for information that will better position the Group in a competitive bidding process.

RISKY SITUATIONS

Several situations can be considered risky:

- The use of Third Parties to facilitate relations with your Clients or public persons,
- Lack of information about your partners,
- To be in a situation of pressure because the deadlines are too short to obtain an indispensable administrative authorization in a normal way,
- Operating in countries classified as high risk for Corruption.

GOOD PRACTICES

You must **immediately report** any attempt at passive bribery by any third party. You must **anticipate** these situations as early as possible in order to avoid finding yourself at a dead end. You must **make the Group's policy on bribery and corruption** known to your partners from the outset of your business relationship. In addition, you must ensure that all discounts or rebates from which you can benefit appear on the invoices and always be able to **justify the payment**.

TO FIND OUT MORE

Take note of the procedure for the whistleblowing system. Also visit the French Anti-Corruption Agency (AFA) website in the presentation on Corruption (<https://www.agence-francaise-anticorruption.gouv.fr/fr>)



GIFTS AND HOSPITALITY

GROUP OBJECTIVES AND CHALLENGES

The Group acts in a **transparent** and **pragmatic** manner.

Gifts and hospitality embellish business relationships according to customs that are more or less prevalent depending on the country. However, the abuse of these practices is everywhere considered to increase the **risk of Corruption** for which the Group has a “**zero tolerance**” policy. It is therefore necessary to remain within **reasonable** limits as to the amounts of the Gifts and any form of Hospitality offered as received.

DEFINITIONS

- **Gift:** Any form of payment, gratuity, advantage, remuneration or benefit (monetary or not) offered or received;
- **Hospitality:** Any form of social event (reception, etc.), entertainment (sporting or cultural events, vacation, etc.), travel (by plane, train or car), accommodation (hotels, etc.) or meals, offered or received.

EXAMPLES

WHAT TO DO

- You must ensure that local laws do not impose any specific restrictions. Most countries have laws in place prohibiting their public officials from offering or receiving gifts or hospitality of any kind,
- You must inform your partners of the Group's Gift and Hospitality policies,
- You should also consider your partner's policy on this matter.

WHAT NOT TO DO

- You may not give or receive a Gift or Hospitality in violation of local laws,
- You must decline an invitation that is not in accordance with Group policy,
- You should not respond favorably to an invitation to attend a soccer game by one of your distributors if it is intended to influence your decision to work with them,
- You must not attend an “all-inclusive trade show” abroad offered by a Supplier for the sole purpose of influencing your decision to work with them.

RISKY SITUATIONS

- Gifts/invitations of a value greater than the threshold set by Group policy, or meeting arrangements (meals, hotels, transportation, etc.) of unreasonable value,
- Solicitation of invitations by a person with the power to influence a decision affecting the interests of the Group,
- Gifts received from a relative in the business relationship,
- Repeated invitations from the same person with decision-making authority,
- Invitations to seminars where leisure time is significantly greater than work time.

GOOD PRACTICES

Consider how the Gifts you are being offered would be perceived by Third Parties. To be **on the safe side**, do not accept or offer a gift or invitation that would be difficult to justify to your colleagues, relatives, competitors or the media. Strictly adhere **to the Group's policy**. If you need to decline an invitation, use this policy to do so politely. **In you have any doubts**, and before offering or receiving any form of gift to a Public Official or a person who has influence on actions with decisive consequences for the Group's interests, **contact the Compliance Department**.

TO FIND OUT MORE

See the Group's compliance policy on Gifts and Hospitality.

“FACILITATION” PAYMENTS

GROUP OBJECTIVES AND CHALLENGES

Here again, the Group’s position is simple and clear: “**zero tolerance**” for payments for administrative acts (also known as “facilitation payments”), bribery or favoritism.

Facilitation payments can expose you to criminal prosecution. Such practices **directly threaten the continuity of the Group's activities**, expose it to heavy financial, administrative and criminal penalties and pose a considerable risk of damage to its reputation.

DEFINITIONS

- ▀ **Payments for administrative acts or facilitation payments** : The act of paying, directly or indirectly, in an undue manner, a public official for the performance of administrative formalities, which should be obtained through normal legal channels. It aims to encourage Public Authorities to process a request more quickly or as a priority;
- ▀ **Corruption**: The act, for a person in charge of public authority or in charge of a public service mission, of receiving, demanding or ordering to collect as duties or contributions, taxes or public fees, a sum that he knows is not due, or exceeds what is due;
- ▀ **Favoritism**: The act of a person in a position of authority of procuring or attempting to procure for another person an unjustified advantage by an act contrary to the legislative or regulatory provisions intended to guarantee freedom of access and equality of candidates in public contracts and public service delegations.

EXAMPLES

WHAT TO DO

- ▀ You must inform your partners acting with Public Officials (e.g. regulatory officials) of the Group's position,
- ▀ Where a contract exists with your partner, there should be a clause in the contract that includes this point and deals with bribery, allowing the contract to be terminated immediately in the event of substantiated suspicion of facilitation payments,
- ▀ You must maintain documentation to support that a transaction is not likely to be a facilitation payment,
- ▀ You should courteously decline such requests in order to maintain good relations with the Public Official concerned, based on the Code of Conduct.

WHAT NOT TO DO

- ▀ You must not make any payment that is not covered by a legal invoice,
- ▀ You should not offer a Public Official a sum of money to expedite proceedings,
- ▀ You must not give in to the solicitation of a Public Official who has to deliver you an operating license essential to the activity of a site of the Group and who promises to “speed up the process” in exchange for a fee.

RISKY SITUATIONS

Any situation in which you feel excessive pressure, in terms of time or impact, to obtain an administrative authorization or license necessary for the continuity of the Group's activities.

GOOD PRACTICES

You must **always refuse** a facilitation payment (regardless of the form). Whenever possible, be sure to express this refusal politely, using the Code of Conduct as a guide, in order to maintain good relations with the applicant. **No sanction** can be taken against you when you refuse a practice of this type and you **report the information**, without delay, to your manager or the Compliance Department.

TO FIND OUT MORE

Go to the French Anti-Corruption Agency (AFA) website and see the presentation on facilitation payments (<https://www.agence-francaise-anticorruption.gouv.fr/fr>).

SPONSORSHIPS, DONATIONS, PATRONAGE AND SPONSORING

GROUP OBJECTIVES AND CHALLENGES

The Group may only engage in Donation, Sponsorship or Patronage operations in **compliance with applicable laws**. These activities must not be carried out for the purpose of obtaining an improper advantage as they would then constitute corrupt practices. Furthermore, the Group should only enter into such transactions for the purpose for which **they are intended**, and provided that **their purpose** is not detrimental to its values or image.

DEFINITIONS:

- **Sponsorship:** Partnerships with third-party organizations that benefit both parties through the exchange of funds, products, services, content or other intellectual property;
- **Donation:** A voluntary contribution in the form of a monetary or non-monetary gift to a foundation or cause for which no service or payment is expected or made. Contributions to professional associations and memberships in organizations serving commercial interests are not necessarily considered Donations;
- **Patronage:** Material support provided, without any direct counterpart on the part of the beneficiary, to a work or a person for the exercise of activities of general interest;
- **Sponsoring:** The act of releasing financial or material resources for an event, in exchange for a promise of visibility and publicity generated by this event.

EXAMPLES

WHAT TO DO

- When you are asked to subsidize an event or an association, you must strictly comply with the Group's procedures,
- The Group must be able to ensure the legitimacy, traceability and end use of grants.

WHAT NOT TO DO

- No donations or sponsorships shall be made to organizations with which the Group is in legal or financial conflict,
- In the course of or in connection with your duties with the Group, no Donation or Sponsorship shall be made to any religious institution, political party or to any political candidate or incumbent,
- Donations and Patronages must not be considered in conjunction with, as part of, or in connection with any offer, bid, contract renewal, potential business relationship, or brought by a Group employee in a Conflict of Interest situation,
- Under no circumstances may a Donation or Patronage be considered for the purpose of obtaining favors from an organization or its affiliates/affiliates for commercial agreements,
- Donations should not be made in countries where local law prohibits it. You must not carry out a sponsorship operation (charity organization, local sports club, etc.) for the sole purpose of maintaining or securing an existing business relationship,

RISKY SITUATIONS

- Any situation in which there is a potential Conflict of Interest between the recipient of the Gift or Sponsorship and the person suggesting it,
- Donations, sponsorships, patronage and sponsoring made to an independent administrative authority, associated or member in any capacity whatsoever of a control or certification body that is called upon to rule on a matter concerning the Group.

GOOD PRACTICES

Comply strictly with the **Group's policy**. Ask the Compliance Department to conduct an ethics review of the intended recipient. If the proposal is being made by one of your Employees, ask him or her about **any ties** to the intended beneficiary and **why he or she is interested** in the association or organization he or she proposes to support.

TO FIND OUT MORE

See the Group's compliance policies on Donations and Sponsorships and on conflicts of interest.

CHOICE OF FIRST TIER PARTNERS

GROUP OBJECTIVES AND CHALLENGES

The Group wishes to maintain **fair business relationships** that are consistent with its **values** and that promote **ethical business practices** with its Clients, Suppliers and Subcontractors. Under no circumstances may the Group expose itself to complicity in behavior contrary to the principles of this Code of Ethics.

You must ensure that the selection of First Tier Partners is made on the basis of **objective criteria** (quality and cost of the Service in relation to the Market Price, business ethics profile) and that they are reviewed **fairly**. This ensures the legality of the transactions made. The agreements reached must comply with the **applicable law** and the rules of fair competition.

DEFINITIONS

- **Client:** Any natural or legal person, actual or potential purchaser of Services offered by the Group;
- **Supplier:** Any natural or legal person who provides a Service to the Group;
- **Leading partner:** Any Supplier, Client, service provider and distributor who enters into a contract in its name and on its behalf with the Group.
- **Market price:** The amount that corresponds to the current market value for a given Service.
- **Subcontractor:** Any natural or legal person who carries out a job, an assignment, which has been entrusted to him/her by the Group;

EXAMPLES

WHAT TO DO

- You must establish the useful documentation for the traceability and verification of all transactions (contract, purchase order, invoices, etc.). You can ask for help from the Legal Department,
- Agreements of any kind must provide for remuneration that is balanced and consistent with the Service in question. Compensation must be defined. Payments are made on complete and regular invoices,
- Contracts with any First Tier Partner must include a clause providing for the possibility of terminating the business relationship, immediately and without compensation, if the partner fails to comply with the principles of the Code of Ethics,
- You must, where required by Group policy, have an integrity review of your business relationships conducted by the Compliance Department prior to any new engagement.

WHAT NOT TO DO

- You should not engage with a Premier Partner who refuses a clear anti-bribery commitment or whose past activities, reputation, and credentials create a legitimate suspicion of questionable or unethical business practices,
- You should not enter into a contract with a First Tier Partner who refuses to clearly and precisely contract the price and purpose of the contract,
- You must not provide a certificate of convenience to a Client for a fee (monetary or otherwise),
- You shall not pay a Supplier an amount in excess of the Market Price in exchange for the Supplier's willingness to prepare documentation necessary for qualification,
- You must not offer an unfair advantage to a Supplier in order to secure the supply of raw materials (fuels, plasma, advanced specialty raw materials, etc.),
- You must not pay your contact at your Supplier to obtain preferential rates compared to the market price, a significant discount on the price of a contract, or in order to obtain or keep a contract.

RISKY SITUATIONS

- ▣ The First Tier Partner operates in non-cooperative countries or countries with a high Corruption Index,
- ▣ The Premier Partner offers acts of convenience, favors or monetary benefits that do not comply with the Group's Gift and Hospitality policy,
- ▣ The Primary Partner requires unusual payment terms (payment to accounts with suspicious locations, payment to be made to a third party to the relationship, etc.).

GOOD PRACTICES

You must make your partners aware of the [Group's values and rules](#) regarding integrity as early as possible, in particular by [communicating this Code of Conduct](#) (available at: <https://www.SEQENS.com/fr/gouvernance-compliance/>).

TO FIND OUT MORE

Please refer to the Group's policy on the evaluation of third parties.



SPECIAL PROVISIONS APPLICABLE TO INTERMEDIARIES

GROUP OBJECTIVES AND CHALLENGES

Intermediaries act in the name and on behalf of the Group. They are therefore the **vehicle for the Group's values** and the Group should not have its **reputation** significantly tarnished by its partners, even though they incur the Group's responsibility by acting on its behalf.

The Group risks being qualified as an **accomplice** or even a **sponsor** of the corrupt acts that the Intermediary may engage in. In addition to the damage to its reputation, the Group would then be involved, albeit indirectly, in illegal practices or practices that do not comply with the rules of the Code of Conduct and would therefore be liable to financial, administrative or even criminal sanctions.

DEFINITIONS

- **Intermediary:** Any person who, without having the status of employee of the Group, acts, within a contractual framework or not, for the account and in the name of the Company, and who thereby engages the responsibility of the company, and in particular, without this list being exhaustive:
 - The subcontractors;
 - Commercial officials acting on behalf of the Company with or without relations with Public Authorities;
 - Traders;
 - Lobbyists in relation to Public Authorities;
 - Officials who generate customs clearance of imported or exported goods, etc.

EXAMPLES

WHAT TO DO

- You must, when required by the Group's rules, have your partner's integrity checked by the Compliance department before any engagement,
- You must ensure that your contracts with any Intermediary include a clause providing for the possibility of terminating the business relationship, immediately and without compensation, in the event that the Partner fails to comply with the Group's values and integrity rules,
- When you become aware of it, you must report the fact that a sales official working for the Group is committing acts or receiving payments from a client in order to obtain a new contract or maintain an existing relationship.

WHAT NOT TO DO

- You must not use an Intermediary to circumvent the law,
- You must not continue a business relationship with an Intermediary who ceases to comply with the rules set forth in this Code of Conduct.

RISKY SITUATIONS

Several situations can be considered risky:

- The use of so-called "cascading" intermediaries,
- The Intermediary operates in non-cooperative countries or countries with a high Corruption Index,
- The Intermediary offers acts of convenience, favors or monetary benefits that do not comply with the Group's Gifts and Hospitality policy.

GOOD PRACTICES

You must inform your business relations of **the Group's values and rules in terms of integrity** as early as possible, in particular by **communicating this Code of Conduct** (available at: <https://www.SEQENS.com/fr/gouvernance-compliance/>).

TO FIND OUT MORE

Please refer to the Group's policy on the evaluation of third parties

2. Conflicts of interest

GROUP OBJECTIVES AND CHALLENGES

You must **inform** your management of any potential Conflict of Interest situation, as early as possible in the relationship, so that you are in a position to make your professional decisions based on the Group's interest and not on your personal interest.

Not taking into account the Conflict of Interest situations you may find yourself in can put you at risk of having these situations escalate into fraud or even Corruption. The challenge is therefore both to preserve the Group's reputation and to avoid exposing it to the sanctions applicable to such cases.

DEFINITIONS

- ▀ **Conflict of interests:** Interference between the mission entrusted to an Employee and his or her personal interests of such intensity as to influence his or her choices and to call into question the neutrality with which the Employee should normally perform his or her duties;
- ▀ **Personal interest:** Individual profit of any kind and form, whether direct or indirect, professional, private or associative, pecuniary or not.

EXAMPLES

WHAT TO DO

- ▀ You must report any situation that could result in a Conflict of Interest,
- ▀ You may have interests in other companies and engage in other business activities than your own within the Group, provided that no potential or actual Conflicts of Interest arise,
- ▀ You must withdraw from a decision-making process when a Conflict of Interest situation arises, whether the conflict is potential or actual.

WHAT NOT TO DO

- ▀ You should not influence the hiring, job evaluation or compensation of a loved one,
- ▀ You should not share confidential information about the Group for your own benefit or that of a loved one,
- ▀ You must not withhold information about any Conflict of Interest, even a potential one,
- ▀ You should not choose a Supplier because of the competitiveness of its offer, but because of the links between the company to which it belongs and one of your most important customers,
- ▀ You should not hire a member of your entourage not because of their qualifications but because of your connection.

RISKY SITUATIONS

- ▀ Several situations can be considered risky:
- ▀ You have an interest in a Group Partner,
- ▀ A member of your close circle works for a partner or competitor of the Group,
- ▀ You hold an elected office.

GOOD PRACTICES

You must not use the **Group's resources** (name, time, or structure) for **personal gain**. Recruitment procedures must be conducted in a transparent and objective manner. If you are in doubt about whether a Conflict of Interest exists, you should seek advice from the Compliance Department.

TO FIND OUT MORE

Refer to the Group's Conflict of Interest Compliance Policy.

3. Representation of interests (lobbying)

GROUP OBJECTIVES AND CHALLENGES

The Group designs its lobbying activities as a **contribution by experts** and practitioners to the regulatory debate. This contribution seems to them to be all the more important as the actors of regulation in the field of chemistry are multiple. The Group's positions are concerned with the **general interest** and are intended to inform public decision-making, particularly from a technical standpoint.

It also allows the Group to be known, **to promote** its expertise, its image and its values. These operations may not be deviated into corrupt acts and expose the Group to the associated sanctions.

DEFINITION

▀ **Representation of interests (lobbying):** The act of influencing a public decision, including the content of a law or regulation, on a principal or regular basis, in an official and legal manner.

EXAMPLES

WHAT TO DO

- ▀ You must be transparent about your lobbying activities, both inside and outside the Group,
- ▀ You must be listed in the registers of interest representatives, where they exist, of the organizations with which you will be lobbying,
- ▀ You must keep an up-to-date list of meetings held at your request with public decision-makers, with a view to informing a public decision, in order to be able to draw up the annual report on your activities required by law,
- ▀ You must declare to your manager and to the Compliance department your public elective offices.

WHAT NOT TO DO

- ▀ You must not accept any solicitation of political support, in any form, that could result in liability for the Group,
- ▀ You shall not engage in bribery or practices that are unlawful or contrary to this Code of Conduct,
- ▀ You must not use Group resources or funds to engage the Group in fundraising or political support activities,
- ▀ You must not place yourself in a situation of actual or potential Conflict of Interest through your lobbying activities,
- ▀ You must not offer an undue advantage to a public official (elected officials, members of parliament, etc.) with a view to influencing decisions on regulatory standards in a manner favorable to the Group's interests.

RISKY SITUATIONS

When operating abroad, you must ensure that lobbying activities are **permitted by local regulations**. You must also ensure that your political beliefs and commitments remain personal and do not threaten the **Group's reputation**.

GOOD PRACTICES

As a lobbyist, you must **inform** the Compliance Department and your manager of your activities. In addition, you must ensure that you are familiar with the **Group's positions** on the subjects on which you intervene.

4. Relations with public authorities

GROUP OBJECTIVES AND CHALLENGES

In the course of its business, the Group has dealings with public authorities, both in the context of public contracts and in the process of obtaining the administrative acts required for the conduct of its activities. The Group is committed to maintaining a **constructive, transparent and responsible** dialogue with public authorities by providing and exchanging **relevant, consistent, conclusive and accurate information**.

Bribery of public officials is sanctioned **in all countries where the Group operates**. In addition to financial, administrative (e.g., suspension or withdrawal of authorization or license to operate) and/or criminal sanctions, the Group's **business could be** jeopardized. In addition, such acts are likely to engage your personal criminal liability.

DEFINITION

🔪 **Public authorities:** Category of persons consisting of Public Officials and Foreign Public Officials.

EXAMPLES:

WHAT TO DO

- 🔪 You must interact proactively, honestly, transparently and responsibly with the government and its representatives,
- 🔪 You must apply all of the integrity standards in this Code of Conduct in your dealings with public authorities.

WHAT NOT TO DO

- 🔪 You must not submit false information in order to obtain a certification or registration that would otherwise not be accepted,
- 🔪 You must not accept a request from a Public Official to offer any benefit, direct or indirect, in any form, to obtain favorable treatment,
- 🔪 You must not solicit a consultant to influence a Public Official in order to obtain or facilitate a certification (EHS, ISO, etc.),
- 🔪 You must not pay, directly or indirectly, a Public Official or government entity (e.g., a customs official) to facilitate or expedite the import/export process.

RISKY SITUATIONS

Pressure situation because the deadlines are too short to obtain the necessary administrative authorization in a normal way. Isolation in the relationship with authority.

GOOD PRACTICES

Before responding to any **unusual request** from the Public Authorities, you should contact your manager, the qualified department or the Compliance department.

You must always demonstrate **integrity** in your relations with the Public Authorities. If you find yourself in a risky situation or under pressure from a Public Official, you should **report it immediately** so that you do **isolate yourself** in the decision making process and suffer harmful pressure. If you suspect or are aware that the Group is being investigated, you must **report** it immediately. You must also **cooperate** in investigations conducted by the Public Authorities.

The Ethics Charter



1. Fight against capital laundering and the financing of terrorism

GROUP OBJECTIVES AND CHALLENGES

The Group must be able to ensure at all times that its Services and funds are not used directly or indirectly for money laundering or financing of terrorism. Here again, the Group has a clear “zero tolerance” position. Money laundering is criminally sanctioned (criminal imprisonment and fines) in all countries where the Group operates. Moreover, the revelation of such facts would cause irreparable damage to the Group's image and reputation.

DEFINITIONS

- **Money laundering:** The process of concealing the nature and origin of money derived from illicit activities (drug trafficking, arms trafficking, human trafficking, etc.) by incorporating this "dirty" money into legal activities;
- **Terrorist financing:** Providing or raising funds by any means, directly or indirectly, with the intent that they be used or in the knowledge that they will be used in terrorist activities.

RISKY SITUATIONS

Several situations can be considered risky:

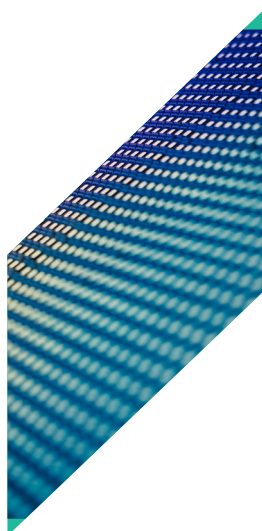
- Transfers of funds to or from geographic areas considered risky,
- Transfers of funds to bank accounts of third parties to the business relationship,
- Cash claims,
- Unusually complex transactions or transactions involving unusually large amounts,
- Transfers from or to secret (=anonymous) accounts.

GOOD PRACTICES

You must obtain and analyze supporting documentation to ensure the legality of activities and the source of funds. You must also develop a good knowledge of your partners and exercise particular vigilance with new ones. If you are in doubt about how to behave, you can ask your manager, the Controlling Department or the Compliance Department for advice.

TO FIND OUT MORE

Visit TRACFIN's institutional website. (<https://www.economie.gouv.fr/tracfin>)



2. International business practices

GROUP OBJECTIVES AND CHALLENGES

SEQENS is an international group in business relations with partners all over the world. The **rules of international trade** must be respected by all Employees, in particular applicable international, economic and financial sanctions programs.

Due to the nature of the Group's products, specific requirements apply. It is imperative to respect them as **chemicals can be illegally diverted** from their intended uses (e.g. to produce chemical weapons, drugs or explosives). Most countries have **regulations that restrict or prohibit exports** to certain countries, or to certain individuals or legal entities. These restrictions are intended to prevent certain third parties from obtaining knowledge, products or technologies that are potentially harmful to people or the environment. Many countries publish blacklists that include terrorist organizations or identified drug traffickers.

Failure to comply with these rules would have disastrous consequences for the Group, which might no longer be able to conduct its **international activities**. The Group could also be exposed to various types of sanctions: criminal penalties, in particular fines, delays in trade, seizure of goods and a ban on continuing its activities in certain countries. In addition, individuals may be subject to imprisonment in certain cases.

DEFINITIONS

- ◆ **International, economic and financial sanctions programs:** Prohibition or restriction of trade in Targeted Services in the territory of certain states, or with governments, persons or companies listed on national or international lists, such as those of the UN, the European Union, OFAC (the US financial regulator responsible for enforcing US international financial sanctions) etc.;
- ◆ **Commercial restrictions:** National or international laws and regulations that may establish trade restrictions on a particular partner, country or product, such as embargoes, boycotts or any other measure with which the Group must comply.

RISKY SITUATIONS

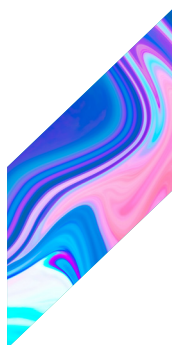
- ◆ Exports and imports of products that may have a dual use (use may be civilian but also military),
- ◆ Exports and imports to/from restricted countries.

GOOD PRACTICES

When an assessment is required by **Group policy**, you must have the Compliance Department **verify** any international restrictions that may exist and the integrity of your partner before establishing a new business relationship.

TO FIND OUT MORE

Refer to the Group's third-party assessment policy and consult the OFAC website and the Treasury website: <https://www.tresor.economie.gouv.fr/services-aux-entreprises/sanctions-economiques>



3. Health and safety

GROUP OBJECTIVES AND CHALLENGES

The Group protects the health and safety of its Employees and ensures that they comply with locally applicable health and safety regulations and standards. It also ensures the safety of its Partners when they are called upon to work on the Group's sites.

Employees must inform the Group of any incident or non-compliance that occurs during the performance of their duties. In the event of non-compliance with applicable legislation, the Group, as well as individual Employees, may be held liable.

DEFINITIONS

- ▀ **Health at work:** According to the World Health Organization, association of:
 - Maintaining a high degree of physical, mental and social well-being of employees.
 - The prevention of risks to which employees are exposed in the workplace in order to protect them from harm.
 - Maintaining employees in a job adapted to their physiological and psychological capacities.
- ▀ **Safety at work:** Protection of workers against accidents at work and occupational diseases.

RISKY SITUATIONS

Several situations can be considered to be risky:

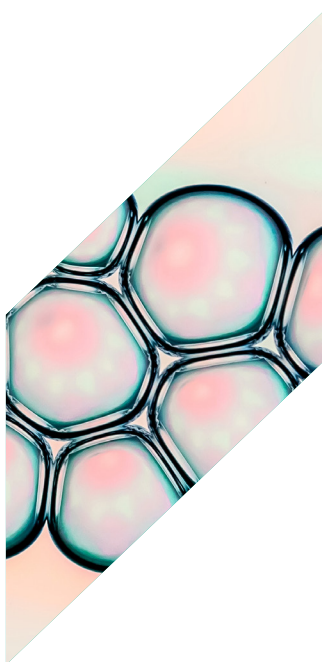
For example, when a Partner visits one of your sites, or when an Employee visits a Partner's site.

GOOD PRACTICES

Do not hesitate to contact your local HSE and HR correspondents.

TO FIND OUT MORE

Please refer to the documentation implemented within the Group regarding HSE and Human Resources.



4. Labor policy

GROUP OBJECTIVES AND CHALLENGES

The Group protects its Employees by complying with [local regulations and international standards](#), in particular those established by the International Labor Organization, particularly with regard to social security, working hours and conditions, compensation and the exercise of freedom of association.

The Group ensures that no Employee, nor any of its partners, uses in any way whatsoever, directly or indirectly, [forced](#) or [child labor](#). It ensures that practices are free of all forms of [harassment](#) and [discrimination](#) in the workplace, whether in the recruitment process, upon hiring, during or at the end of the employment relationship. Employees must [inform](#) the Group of any disregard for these standards and regulations that occurs during the performance of their duties. In the event of non-compliance with applicable legislation, the Group, as well as individual Employees, may be held liable.

DEFINITIONS

- ▀ **International standards:** All the fundamental principles and rights enshrined in the Universal Declaration of Human Rights, as well as those set forth by the International Labor Organization (ILO) and the Organization for Economic Cooperation and Development (OECD), which the Group undertakes to respect. The Group adheres to the United Nations Global Compact. The Group is also committed to the Responsible Care® initiative. Finally, the Group is regularly assessed by the EcoVadis platform for evaluating CSR performance and responsible purchasing.
- ▀ **Forced labor** or “compulsory labor”: According to the Forced Labor Convention (No. 29), 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.

RISKY SITUATIONS

All of your international business relationships are at risk. This is particularly the case when your First Tier Partners and Intermediaries operate in countries that do not have [the same standards](#) as the Group in terms of [personal safety](#) and [respect for human rights](#).

GOOD PRACTICES

Know your partners well and do not hesitate to get in touch with your [local HR correspondents](#). If you have any doubts about the [applicable international rules](#), you can also contact the Group's HR department. Finally, the alert system is also at your disposal in case of legitimate suspicion.

TO FIND OUT MORE

Please refer to the documentation implemented within the Group regarding HSE and Human Resources.



5. Respect for the environment

GROUP OBJECTIVES AND CHALLENGES

The Group aims to achieve the **best standards in terms of environmental** impact of its activities and has set up regular monitoring of all its production sites in order to maintain a sustainable and environmentally friendly activity. Environmental protection is a component of Corporate Social Responsibility (CSR). In this respect, the Group has already made strong commitments to reduce its greenhouse gas emissions and has invested in structuring projects in all its activities.

The Group is also committed to reducing its impact on ecosystems and biodiversity, optimizing the consumption of natural resources and energy, reducing emissions of pollutants and volatile organic compounds, reducing the quantities of waste discharged and developing recycling and recovery solutions.

In addition to the global challenges of protecting the environment and **reducing the impact** of its activities, compliance with **environmental regulations** is also a sine qua non for the continuity and sustainability of the Group's activities. In addition to the heavy administrative and financial penalties for violations of environmental regulations, the Group could also have operating permits that are essential to its business withdrawn.

DEFINITIONS

- **Environment:** All the elements that surround an individual or a species, some of which contribute directly to its needs.
- **Environmental impact:** All the qualitative, quantitative and functional changes in the environment (negative or positive) generated by an activity.

RISKY SITUATIONS

There are significant **environmental risks** in the event of **an accident** at all the Group's production sites.

GOOD PRACTICES

Be careful **not to waste** resources: Energy (electricity, gas, steam etc.), water, paper, or any other consumable. Be sure to think about the circular economy through recycling and revaluation.

TO FIND OUT MORE

Visit the Ministry of Ecological Transition's website (<https://www.ecologie.gouv.fr/>)



6. Respect for free competition

GROUP OBJECTIVES AND CHALLENGES

The Group strictly respects the rules of **national, local and international competition** and adopts a **fair and constructive** approach to the contract. It therefore rejects any action that could falsify or distort **free competition** or market access or violate the applicable legal rules on competition law.

An infringement of free competition could have negative financial consequences for the Group. The violation of competition rules is sanctioned, in particular by French law. In the event of non-compliance, the fine incurred may amount to 10% of the Group's worldwide sales.

DEFINITIONS

- **Breach of Competition Law:** Any conduct having the object or effect of preventing, restricting or distorting competition in the market;
- **Agreements:** Agreements or concerted actions between independent enterprises to distort competition;
- **Abuse of power:** Unilateral practices by a firm that abuses its market power to exclude other firms or prevent new firms from entering the market. This offense is punishable by law.

RISKY SITUATIONS

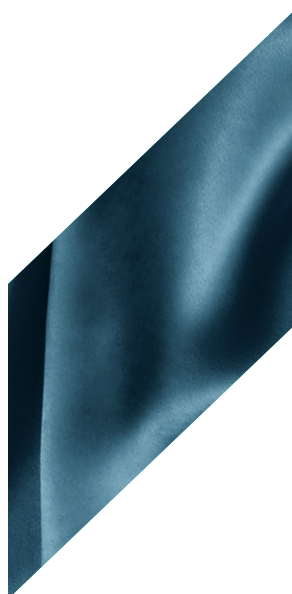
Any situation of **informal exchange with competitors** (trade shows, for example).

GOOD PRACTICES

When negotiating a new agreement, you should **consider** the potential competition implications. If in doubt, you should **ask the Legal Department** about your situation. In addition, you must ensure that new hires do not pass on the Group's **confidential information** to competitors for whom they previously worked.

TO FIND OUT MORE

Visit the Competition Authority website (<https://www.autoritedelaconcurrence.fr/fr>) or the General Directorate for Competition, Consumer Affairs and Fraud Control (<https://www.economie.gouv.fr/dgccrf>).



7. Protection of personal data

GROUP OBJECTIVES AND CHALLENGES

The Group is committed to processing Personal Data in accordance with applicable regulations, including the [European General Data Protection Regulation](#) (GDPR) and to ensure that the [rights of all data subjects are respected](#). Personal Data may only be [processed lawfully and as necessary](#) for the [legitimate interests](#) of the Group. Legitimate interests can be pre-contractual, contractual, legal, etc. (e.g. canvassing, execution of a contract, defense of the company's interests). Failure to comply with the rules applicable to the processing of such Data may have serious financial consequences for the Group. In France, for example, administrative, financial and penal sanctions are applicable in case of misuse of these Data.

DEFINITIONS

- **Personal data:** Any information relating to an identified or identifiable natural person.
- **Identified individual:** A person who can be identified directly (e.g., first and last name) or indirectly (e.g., by a telephone or license plate number, an identifier such as a social security number, a mailing address or e-mail address, but also by voice or image).
- **Identifiable individual:** A person who can be identified from a single piece of data (e.g. name) or from a combination of data (e.g. a woman living at such and such an address, born on such and such a day and member of such and such an association).
- **Processing of personal data:** Operation, or set of operations, concerning Personal Data, whatever the process used (collection, recording, organization, conservation, adaptation, modification, extraction, consultation, use, communication by transmission, dissemination or any other form of provision, reconciliation).

RISKY SITUATIONS

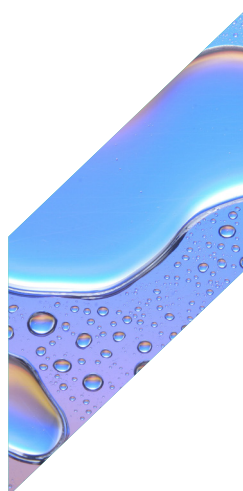
If you collect Personal Data that is not listed in the categories of data that may be collected by the Group (see list in the Group Policy).

GOOD PRACTICES

Refer to the [Group's policy](#) which sets out the conditions under which the Group collects, uses, retains, transfers, discloses and destroys all Personal Data in connection with the Group's activities. If you have any doubts, [ask the Personal Data Protection Representative for advice](#).

TO FIND OUT MORE

Consult the Group's GDPR policy.



8. Respect and protection of the Group's assets

GROUP OBJECTIVES AND CHALLENGES

The Group ensures the protection of its **technological, scientific and strategic** information (financial, commercial or contractual). The products and technologies that the Group produces or uses are either protected by industrial property rights or are strictly confidential and subject to the **strictest respect of business secrecy**.

You must **protect** the Group from waste, loss, damage, abuse, fraud, theft, misappropriation, infringement and any other form of misuse. Any misappropriation of the Group's Assets, fraudulent use or disclosure of confidential information would have a negative impact on the Group's reputation and financial health. In addition, failure to comply with the rules of **confidentiality** would engage your civil and even criminal liability and would jeopardize your employment within the Group.

DEFINITIONS

- ▀ **Assets:** Tangible (movable and immovable) and intangible (know-how, market information, etc.) assets held by the Group (know-how, market information, etc.)
- ▀ **Know-how:** Competence acquired through experience in practical problems, in the exercise of a trade.
- ▀ **Intellectual/Industrial Property Title:** Title which allows to benefit from a monopoly of exploitation of a mark, an invention, a product etc.
- ▀ **Insider trading:** A stock market crime committed by an individual who sells or buys securities using information that has not been disclosed to the stock market. The gains then obtained are considered illicit.

RISKY SITUATIONS

Sharing information in public places is a risky situation. It is therefore advisable to isolate oneself in order to communicate, and **never to disclose** to Third Parties any information relating to the Group's business life.

GOOD PRACTICES

Maintain the strictest confidentiality at all times. Refer to the procedures applicable to the Group regarding the protection of intellectual property rights and titles and **seek advice from the Group's Legal Department** if in doubt.

TO FIND OUT MORE

Visit the INPI website for intellectual property rights and titles (<https://www.inpi.fr/fr>). For more information on these aspects and on any question related to confidentiality, please contact the Legal Department.



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Code of Ethics

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QA Approver	Verdict: Approuvé, 12-May-2021 16:40:25 GMT+0000