

# **Anti-Corruption Code of Conduct for Anotech Energy**

**Appendix to the Rules of Procedure**

This Anti-Corruption Code of Conduct (the “**Code**”) applies to all ALTEN Group entities, as well as all internal and external staff and corporate officers (“**Staff**”).

The Code forms an integral part of the Company’s Internal Rules and is complemented by internal policies and directives.

By definition, the Code cannot cover all the possible situations which Staff may encounter within the course of their daily business activities. It contains principles and advice which provide guidelines for adopting ethical behaviour.

Consequently, members of Staff must exercise their own judgment and apply common sense. If there is any doubt over the conduct to adopt, Staff shall use the tools providing assistance and advice which Anotech Energy / ALTEN Group has set up, and are invited to contact their manager or Head of Group Conformity.

The Code may be reviewed if necessary.

## 1. **Anti-Corruption Rules**

### 1.1. **Definitions**

- **Corruption**

Corruption is a form of behaviour by which a person (public officer or private individual) proposes, requests or accepts a donation, offer or promise, presents or advantages of whatsoever nature directly or via an intermediary with a view to fulfilling, delaying or failing to fulfil an act coming directly or indirectly within the scope of their functions in order to obtain or maintain commercial or financial benefit, or influence a decision.

There are two types of corruption:

- **Active corruption**, when the initiative for corruption is taken by the person committing the act of corruption.
- **Passive corruption**, when the act of corruption is on the initiative of the person who is corrupted, i.e. the person who performs or does not perform an act in exchange for consideration.

- **Influence-peddling**

Influence-peddling refers to the action of a person or people who capitalise on their position or the influence they have, whether actual or assumed, to influence a decision taken by a third party. It involves three players: the beneficiary (the person providing benefits or donations), the intermediary (the person using the credit they derive from their position) and the target person who has decision-making power (authority of public administration, magistrate, expert, etc.).

For the needs of the Code, the term "corruption" covers corruption in all its forms, as well as influence-peddling.

### 1.2. **Principle and General Rules**

**Staff must not commit acts of corruption and must not use intermediaries, such as officers, consultants, counsellors or any other business partner with the aim of committing such acts.**

**Consequently, the principle of "zero" tolerance is applied in matters of corruption.**

If members of Staff are confronted with a risk situation, they must ask themselves the following questions:

- Are laws and regulations being respected?
- Does it comply with the Code of Conduct and the interest of Anotech Energy / ALTEN Group?
- Is it free of any personal interest?

- Would I feel awkward if my decision were communicated?

**Example:** Within the scope of a call for tenders, a company Business Manager is solicited and receives a guarantee that the company will be awarded a contract if he/she invites the counterpart member of staff, all expenses paid, to an international sports event taking place over several days.

A Business Manager faced with such a request should ask him/herself the following questions:

- Does such a request comply with the law?
  - **Answer:** *no, it is an act of passive corruption.*
- Does the invitation enter in the category of gifts and invitations covered by the Code? Does it comply with the Code?
  - **Answer:** *no, only gifts with a symbolic value are allowed.*
- Is not providing such advantage a way of satisfying my personal interest (achieving my aims or obtaining payment of a bonus)?
  - **Answer:** *yes, the operation comes within my commissioning plan.*
- If my manager or colleagues find out about my offer of invitation, would I feel awkward?
  - **Answer:** *yes, winning the contract would not be a result of my work but of the unlawful benefit granted to the counterpart member of staff.*

This situation constitutes an act of passive corruption (on the initiative of the person corrupted) which is formally prohibited within the ALTEN Group.

### 1.3. Specific Rules

- **Partnership / Mergers and Acquisitions**

Within the scope of its partnerships, mergers or acquisitions, the reputation of Anotech Energy / ALTEN Group may be significantly affected by its partners and their behaviour.

Moreover, Anotech Energy / ALTEN Group may be held responsible within the scope of mergers or acquisitions under its liability as a buyer, including for facts occurring prior to the acquisition.

**It is essential only to do business with partners who respect the rules of integrity, as well as the values and principles of Anotech Energy / ALTEN Group. Consequently, no operation may be commenced or pursued if doubts still linger after integrity checks have been carried out.**

- **Gifts and Invitations**

The term “gifts” covers benefits of all sorts, including in kind, given free, such as invitations, meals, entertainment, etc.

Staff must be attentive where gifts and invitations are concerned which contribute to setting up good business relations but which may be considered as a means of influencing a decision, favouring a company or a person. Consequently, gifts may be interpreted or perceived as acts of active or passive corruption.

**Gifts and invitations other than those with a symbolic value are prohibited.** Consequently, before offering or receiving a gift or an invitation, Staff must consult the gift policy of Anotech Energy / ALTEN Group to check whether the value of the gift comes into the category of those with a symbolic value which are the only ones allowed.

**Example:** During the end-of-year Festive Season, a member of Staff wants to offer a scarf to a client to thank her for the smooth collaboration on a complex project.

The member of Staff must check the gift policy currently in force in the country. If the value of the scarf exceeds the ceiling laid down under the gift policy, this gift cannot be offered.

- **Donations and Charity Contributions**

Donations are advantages given in the form of money and/or contributions in kind that are earmarked for a specific purpose: research, training, the environment (sustainable development), for charity or humanitarian ends, etc.

The ALTEN Group has set up a specific organisation to deal with donations and charity contributions. **Only departments in charge of social work are authorised, after agreement from General Management, to carry out such actions.**

Requests for donations or contributions must be carefully considered, in particular those coming from people in a position to influence the activities of Anotech Energy / ALTEN Group or who could, if the donation were made, derive personal benefit from it.

- **Patronage and Sponsoring**

By patronage or sponsoring, Anotech Energy / ALTEN Group wishes to provide financial or material backing to a work or a social, cultural or sporting action in order to communicate and promote its values.

**Patronage and sponsoring actions require the consent of General Management. They must be carried out without seeking any other benefits other than the promotion of the image of Anotech Energy / ALTEN Group.**

- **Lobbying**

Lobbying consists in entering into direct or indirect contact with a public official with a view to influencing a public decision, in particular the content of a law or regulatory act to defend values and specific interests.

**Lobbying actions require the consent of General Management. They must be clear and seamless.** In France, lobbyists for the ALTEN Group must be registered in the national digital lobbyist directory created by the Haute Autorité pour la Transparence de la Vie Publique [the High Authority for Transparency in Public Life].

- **Facilitation Payments**

Facilitation payments are unofficial payments (as against legitimate duties and taxes) paid to facilitate or accelerate any formality, administrative in particular, such as requests for licences, visas or customs clearance, etc.

**Facilitation payments are prohibited** except for imperative reasons authorised by General Management (health or safety of a member of Staff, etc.).

**Example:** A visa request with the administration of a foreign country has been undergoing processing for over 6 months. Payment of a sum of 200 dollars to an employee in the administration would accelerate the procedure by ensuring that the request went to the "top of the pile" and obtain the visa within a week.

Such a facilitation payment is strictly prohibited in the ALTEN Group.

- **Conflict of Interests**

Conflicts of interests arise from any situation in which the personal interests of Staff are in conflict with their

functions or responsibilities.

**If circumstances give rise to a potential or proven conflict of interests, the Staff concerned must report such to their manager, who must keep a record thereof.**

**Example:** Within the scope of a purchasing process, the purchaser in charge of the call for tender calls on a supplier, of whom a member of the management is one of his close relations.

The purchaser is consequently in a situation of conflict of interests and must inform his/her manager of such, who will decide on the preventive measures to be implemented, such as organising collegial governance of the call for tenders or exclude the purchaser from key phases in the selection of suppliers or business negotiations.

## **2. Implementation**

### **2.1. Training**

Staff shall make themselves familiar with this Code and attend training sessions organised by Anotech Energy / ALTEN Group in order to raise awareness of the fight against corruption. Awareness shall be raised for new members of Staff as soon as they assume their functions.

### **2.2. Internal Alert System**

ANOTECH Energy / ALTEN Group provides an alert system compliant with applicable law to members of Staff, even if casual employees.

Within ANOTECH Energy / ALTEN Group, whistleblowers benefit from the protection mechanism provided for in Chapter II of Law No. 2016-1691 of 9 December 2016 on transparency, the fight against corruption and the modernization of economic life, as amended by Law No. 2022-401 of 21 March 2022.

### **2.3. Sanctions for infringing this Code**

Failure to abide by the rules entails the personal responsibility of the member of Staff and exposes them to the disciplinary sanctions for which provision is made in the Company's Rules of Procedure, without prejudice to criminal or administrative sanctions in line with applicable legislations.

Anotech Energy / ALTEN Group undertakes to:

- Take all declarations into account;
- Process alerts with due diligence and in strict respect of the assumption of innocence;
- Assess facts in an objective and impartial way;
- Take suitable corrective measures and disciplinary sanctions.

### **2.4. Accounting Records / Internal Controls**

The accounting and financial departments of Anotech Energy / ALTEN Group, together with their internal and/or external auditors, shall be attentive in their controls to concealments of facts of corruption in account books, registers and accounts.

Staff working on these assignments must be particularly vigilant when it comes to the accuracy and sincerity of accounts.

### **2.5. Controlling the integrity of business relations**

The worthiness of any partner and the integrity of business relations must be controlled. The intrinsic quality of a partner must be assessed (criminal records, sanctions, reputation, etc.) by checking the legal, economic and material conditions associated with such business relations (partner's organisation, contract, legal and financial arrangements, terms of remuneration, etc.).

By carrying out a check on the integrity of partners prior to commencing a business relationship, Anotech Energy / ALTEN Group guards against risks of sanctions and harm to reputation in the event of implementing unlawful practices.

### **2.6. Controlling and monitoring the implementation of the code of conduct**

Each member of Staff shall be responsible for implementing the Code of Conduct. Each entity within the ALTEN Group shall carry out periodic checks to see that practices are carried out in compliance.

The governing bodies of the ALTEN Group regularly review monitoring of implementation and follow-up of alerts.

## **3. Publication and Coming into force**

### **3.1. Formalities & Registering documents with bodies**

This Code of Conduct has been:

- Communicated in duplicate to the labour inspector dealing with the Company.
- Registered with the secretariat of the Industrial Tribunal with jurisdiction over the Company.
- Displayed in the relevant places.

### **3.2. Date of Coming into force**

This Code of Conduct shall come into force one month after the abovementioned publication formalities have been completed.

### **3.3. Modifications**

Any modifications or additions made to this Code of Conduct, in particular following controls carried out by labour administration, shall be covered by the same consultation, publication and registration procedures.

**Drawn up in Paris, on 11<sup>th</sup> November 2022**

**The Management**