

## **CHAUVIN ARNOUX'S CODE OF ETHICS**

In 1893, Chauvin Arnoux's two co-founders established the company's DNA: "Engineers and Manufacturers". Since then, we have constantly evolved to face the challenges from our customers and markets. This relies on the strength of our collective commitment to our customers and on fulfilment of the contracts between the different stakeholders.

Over the years, the human dimension of our family company has led to the determination of a certain number of values and, in particular, Proximity, Durability, Passion, Humanity and Equity.

In this Code of Ethics, we have formalized most of the rules of conduct applicable to our staff on a daily basis.

Their involvement in compliance with this Code of Ethics will guarantee the continued existence of our company while maintaining its reputation.

Patrick Yaicle

CEO

## PREAMBLE

### **Purpose of the Code of Ethics**

The Code of Ethics states the Group's policy regarding business ethics and individual behaviour.

The Code of Ethics will not systematically provide replies to all the ethical questions liable to arise when staff are working. It lays down the basic rules and guidelines which should govern any decisions. It will be up to each staff member to demonstrate judgement and good sense in the diverse situations which they may face.

### **Scope of the Code of Ethics**

Each person acting on Chauvin Arnoux's behalf, whatever the country involved, must personally comply with the Chauvin Arnoux Code of Ethics and behave in a totally ethical manner.

### **How to apply the Code of Ethics**

If a staff member has any doubts about how to apply or interpret the Code of Ethics, they are invited to contact their direct superior or a representative of the Legal Department of the entity employing them or by sending an email to: [ethique@chauvin-arnoux.com](mailto:ethique@chauvin-arnoux.com). Questions will always be welcome.

### **Consequences of non-compliance with the Code of Ethics**

If a staff member does not comply with the rules and guidelines defined in the Code of Ethics, they may be subject to disciplinary sanctions and may even be held personally liable. Consequently, every staff member must read, assimilate and comply with all the rules and guidelines in the Code of Ethics.

### **Reporting of possible violations of the Code of Ethics**

Any violations can be reported to the staff member's direct superior or to a representative of the Legal Department of the entity employing the staff member. Nobody shall be authorized to take reprisals against a staff member who reported a possible violation of the Code of Ethics in good faith. Any reports can be sent to the same email address as above ([ethique@chauvin-arnoux.com](mailto:ethique@chauvin-arnoux.com)).

### **Access to the Code of Ethics**

An updated digital version of the Code of Ethics is available on the Chauvin Arnoux intranet and on its website.

## Contents

1 – Human rights, environment, equity, loyalty, United Nations Global Compact.....	4
2 – Compliance and application of the laws .....	4
3 – Gifts and invitations, influence peddling, action against corruption .....	4
4 – Conflict of interest.....	5
5 – Human rights, exploitation of vulnerabilities, child labour .....	6
6 – Recruiting, career management, working environment .....	6
7 – Staff members' health and safety and working conditions.....	7
8 – Industrial relations.....	7
9 – Diversity, discrimination and harassment .....	8
10 – Fraud, infringement and related subjects .....	8
11 – Confidentiality and security of access.....	8
12 – Personal data.....	9
13 – Relations with customers .....	10
14 – Relations with suppliers, partners and subcontractors.....	10
15 – Conflict minerals.....	11
16 – Protection of the environment, energy transition and sustainable development .....	11
17 – Providing honest information.....	12
18 – Management of external communication.....	13

## 1 – Human rights, environment, equity, loyalty, United Nations Global Compact

The company complies with the 10 principles of the United Nations Global Compact:

- 1.1 – support and respect the protection of internationally proclaimed human rights;
- 1.2 - make sure that the company is not complicit in human rights abuses;
- 1.3 - uphold the freedom of association and the effective recognition of the right to collective bargaining;
- 1.4 - elimination of all forms of forced and compulsory labour;
- 1.5 - effective abolition of child labour;
- 1.6 - elimination of discrimination in respect of employment and occupation.
- 1.7 - support a precautionary approach to environmental challenges;
- 1.8 - undertake initiatives to promote greater environmental responsibility;
- 1.9 - encourage the development and diffusion of environmentally friendly technologies;
- 1.10 - work against corruption in all its forms, including extortion and bribery.

## 2 - Compliance and application of the laws

In all circumstances, the Company ensures that all its staff comply with the international, federal, national and local regulations and with the rules governing professional ethics for their activities, as well as the ethical and conformity policies. Regarding these specific rules, as an element structuring the Company's identity, all the entities must comply with their substance, subject to the imperative provisions of the applicable rights and local customs.

## 3 – Gifts and invitations, influence peddling, action against corruption

The Company strives to combat corrupt dealings, influence peddling, embezzlement, unlawful conflict of interest, misappropriation of public funds, money laundering, funding of any other illicit activity (organized crime, terrorism, etc.), favouritism or any other breach of probity in the countries in which it does business. The Company applies the national and international legislation concerning the fight against corruption in all the countries where it works. For the purpose of meeting the requirements of the French "Sapin II" law of December 9<sup>th</sup>, 2016, the Company has formalized anti-corruption rules in the present Code of Ethics to guide its staff's action and behaviour on a daily basis.

An exchange of gifts or invitations may help to improve business relations in the interest of the Company, but may also lead to conflicts between personal interests and professional obligations. This is why the following rules have been defined:

- Gifts and invitations: these must be appropriate, reasonable, proportionate, legitimate and compliant with the Company's ethical principles; any gifts offered in kind must be validated by the management and comply with any applicable local regulations; any gifts and invitations received must be in kind only, of symbolic value and must be reported to the management who shall supervise their use or assignment;
- Relations with state employees: gifts in kind and invitations are not authorized unless their value is symbolic;
- Relations with suppliers and customers: any gift or invitation received from a firm outside the Company or supplied by an outside firm must never lead to a failure to comply with the obligation of internal loyalty; the same applies to any gift or invitation exchanged with a consultant or service provider from outside the Company;
- Patronage and sponsorship: sponsorship is an advertising operation which must be the subject of a material or immaterial consideration validated by the N+2 management in the Company; patronage is an operation without consideration which must be validated by the General Management of the Company.
- Relations with consultants: the agents and consultants shall be chosen carefully to ensure that there is no circumvention of the applicable legislation or regulations; this point is covered by periodic or constant monitoring of these agents or consultants by the Company.
- Facilitating payments: are not authorized by the Company.
- Any transfer of funds requires particular vigilance, particularly with regard to the identity of the recipient and the reason for the transfer, and must be traced by means of a validated supporting document.

## 4 – Conflict of interest

A conflict of interest exists when a staff member's personal interest conflicts with the Company's interests.

A staff member may find themselves in a situation involving a conflict of interest, for example:

- if they are negotiating a contract on the Company's behalf from which they derive a current or subsequent personal interest;
- if they acquire tangible or intangible goods in order to sell or rent them to the Company;
- if they possess a financial interest of any sort in a business corporation controlled by competitors, suppliers or customers of the Company;
- if they compete directly or indirectly with the Company;
- if they accept a corporate gift or favour which is disproportionate or inappropriate for themselves or for members of their family. Such gifts must be returned to the Company;
- if they take personal advantage of a business opportunity open to the Company;

- if they use confidential Company information obtained in the context of their employment to derive a profit or advantage for themselves or another person (particularly if it involves insider dealing).

The Company strives to ensure that each staff member is particularly vigilant regarding these subjects, even if it does not need to know details of their personal relations and activities. In the event of doubt, the Company invites any staff member to confidentially seek advice from their manager or from a representative of the Legal Department.

## 5 – Human rights, exploitation of vulnerabilities, child labour

Human rights are fundamental rights inherent to every person, whatever their nationality, place of residence, age, sex, national or ethnic origins, religion, opinions, possible handicap or any other similar status.

The Company does not tolerate in its ranks any violation of human rights, including modern slavery and labour by children under the minimum legal working age, whether in their activities or their operations.

In its supply chain, the Company strives to ensure that its suppliers and subcontractors respect its values and the laws applicable in their geographical zone.

The Company rigorously applies the work regulations in the countries where it operates, and particularly in France, it complies with the French Labour Code and the applicable collective agreements. Consequently, in France, the Company:

- pays remuneration for the working hours, overtime, possible stand-by duty and any specific organizational arrangements, such as shift work or atypical working hours, and manages the compensation by time in lieu or leave as stipulated in the applicable texts;
- guarantees paid holidays as specified in the applicable texts;
- ensures periodic inspection of the staff's working conditions, occupational risks and health;
- provides its staff with social protection covering healthcare, an insured pension plan, unemployment insurance and benefit plan as stipulated by the applicable texts.

The Company also asks its suppliers and subcontractors to commit to compliance with the legislation and regulations and to respect of fundamental human rights through the signature of the "Suppliers' Code of Conduct" mentioned in § 14.

## 6 – Recruiting, career management, working environment

The Company chooses its staff members and encourages their professional development on the basis of merit, whatever their origin, colour, religion, sex, age, sexual orientation, gender identity, family situation, handicap or other characteristics. In particular, requests for training are handled in the annual training plans, notably on the basis of the survey of training requirements produced by the Human Resources Department.

The Company promotes an inclusive working environment which respects people's differences and draws on them to achieve better results.

The company also undertakes to favour the personal development of its staff members. The Company's success depends on the success of its staff members, whatever their origin.

The Company has a Recruitment Charter which it keeps up-to-date; it is distributed within the Company to any person liable to be involved in recruiting and made available to any person liable to be recruited.

## 7 – Staff members' health and safety and working conditions

One of the Company's priorities is to protect the health and safety of all its staff members. All the members of the Company's personnel have the right to a safe, healthy working environment and are invited to combine their efforts with the people mobilized for this purpose by the Group. The Company's ambition is to significantly improve its staff's working conditions in terms of health and safety.

The Company follows a similar policy with its subcontractors.

Each Company staff member must do their work in compliance with the health and safety rules applicable in their workplace and must take part in the training programmes and exercises organized for this purpose.

Any Company staff member assigned to a post where specific occupational risks have been identified shall receive suitable training and safety instructions which may lead to an authorization officialized according to the applicable regulations (electrical authorization, chemical authorization, etc.).

All Company staff members benefit from the right to disconnection, i.e. the right not to be connected to their professional digital tools outside their working hours. In particular, the Company makes available to its staff a parameterization tool allowing them to send an automatic reply to indicate their absence and stipulate the people to contact.

The Company supplies the personal protective equipment specified by the regulations or by the assessment of occupational risks on the workstation. If necessary, the operating methods concerned indicate the obligation for the staff to wear personal protective equipment.

The working conditions and occupational risk assessments are examined periodically by the staff representative bodies on each of the Company's sites.

The safety systems for the buildings and workstations, lifting equipment, handling equipment and other specific equipment are checked periodically and systematically, and this inspection is traced in their monitoring files and/or physically on the equipment concerned.

## 8 – Industrial relations

Since its foundation, the Company has worked for constructive industrial relations with employer organizations, trade unions and any other actors in the social field in order to guarantee the long-term prosperity of its activity, secure jobs and maintain the well-being of its staff members.

The Company acknowledges that its staff have the right to set up, join and be active within trade unions and staff representative bodies in accordance with the applicable legislation, collective agreements and recognized customs.

Within the Company, industrial relations are structured by the Social and Economic Committees, whose meetings include a part devoted to working conditions, health and safety at the workstation, in compliance with the legal provisions or the provisions implemented in the Company.

## 9 – Diversity, discrimination and harassment

The diversity of the staff members and cultures in the Company represents a major advantage. In the context of its fundamental orientations, the Company resolutely wishes to be able to offer its staff members equal opportunities in terms of recognition, individual progression and career development, whatever their origin or beliefs. The Company does not intend to tolerate any discrimination or harassment of any sort, particularly based on race, sex, age, religion, national or ethnic origin, possible handicap or political or labour union-related opinions.

## 10– Fraud, infringement and related subjects

The Company is determined to behave honestly and responsibly, respecting the law and human beings. In particular, the Company fully endorses the requirements to combat fraud and counterfeiting defined on certain sensitive markets (Counterfeit, Fraudulent and Suspect Items (CSFI)).

Internal fraud is a risk for both the Company's business and its outside image. Fraud and dishonesty, like any behaviour punished by the law, are strictly forbidden inside the Company and may lead to civil or criminal liability of the staff member.

The Company is determined to control the risks of fraud, infringement and any similar misconduct, whether they originate inside or outside the Company, and to share this vision of risk prevention with all its staff members, notably by drafting operating methods wherever such risks have been identified.

In this context, the Company asks its suppliers to commit to a Code of Conduct available in digital format on its website or from the Purchasing Department, cf §14, including requirements to combat fraud and counterfeiting.

## 11- Confidentiality and security of access

Certain data and documents must remain confidential insofar as their disclosure or premature revelation could harm the Company's interests. These data or documents may refer, for example, to products, studies, technical know-how, industrial and business projects, financial details or the Company's future strategic, tactical, budgetary or other plans which are not in the public domain. The Company reminds each staff member liable to hold such data or documents that they are responsible for ensuring that the data or documents will not be distributed directly or indirectly outside the Company or communicated to people not authorized to receive them.



The Company also strives to protect the confidentiality of data belonging to its customers, suppliers or other partners in order to deserve their trust, and to include in its contracts with customers, suppliers or other partners clauses seeking to guarantee appropriate protection of the confidential data exchanged and non-disclosure of such data without authorization.

In general, the Company manages the security of the various networks and digital tools with provisions whose security levels are adapted to the requirements identified, particularly customers' requirements, and with a validated personal authorization system. The same applies to physical access to the data and documents, as well as to access to business premises.

If the reference framework for an activity requires it, particularly in the case of activities subject to accreditation, the Company requires any staff members involved to sign a specific undertaking regarding this point.

## 12 – Personal data

The Company undertakes to protect people's privacy and to comply with the applicable laws:

- Regarding the protection of personal data, and particularly the European Union's General Data Protection Regulation (GDPR) , by virtue of which it appoints a data protection supervisor.
- Regarding the right of publicity, including use of each person's name and voice.

Furthermore, the importance of digital technologies in companies and in the private sphere is growing. These new digital technologies are used to improve business performance and customer satisfaction, as well as the internal processes, while making sure that staff members benefit from this development.

Faithful to the values stated at the beginning of this Code of Ethics, the Company undertakes to conduct the digitization in an ethical and human fashion, making sure to strike the right balance between the human and technical aspects.

### *Personal data of staff members and potential staff members:*

The Company thus allows its staff members to access the personal data concerning them, in accordance with the applicable laws and regulations, so that they can check that these data are true, accurate, gathered legitimately and stored appropriately.

The Company also allows its staff members and potential staff members to exercise their right to limitation, rectification and erasure or deletion.

The Company also makes sure that the confidentiality of any personal data is ensured by the suppliers, service providers or even customers who may be led to process them, whatever the type of processing. Clauses intended to guarantee appropriate protection of the confidential data exchanged and non-disclosure of such data without authorization are inserted in the contracts with these customers, suppliers or other partners.

The only cases in which the Company communicates personal data from its staff members or those liable to become staff members are:

- Transmissions or processing routines covered by a service contract or subcontract including a clause on confidentiality and compliance with the regulations applicable to personal data;
- Cases where it proves mandatory to do so within the applicable legal and regulatory framework.

Any staff member or person liable to become a staff member may send a query on this subject to their management, the Company's General Management or the email address [rgpd@chauvin-arnoux.com](mailto:rgpd@chauvin-arnoux.com).

*Personal data of customers, product users and users of the Company's website*

The Company maintains and publishes a "Confidentiality Policy" on its website. In particular, any customer, product user or Company website user may send a query on this subject to the Company's General Management or to the email address [rgpd@chauvin-arnoux.com](mailto:rgpd@chauvin-arnoux.com).

## 13 – Relations with customers

The Company wishes to have honest dealings with all its customers, i.e. its direct customers, its product-user customers, its distributors and its business partners. The Sales Department ensures that the rules in the present Code of Ethics and the Company's values are applied in its dealings with all these business contacts.

In particular, the Company undertakes to implement a sustainable sales policy and to foster and maintain responsible, mutually beneficial relations with its customers over the long term.

Finally, the Company undertakes to treat all its customers impartially, without preconceived opinions. If the reference framework for an activity demands it, particularly in the case of activities subject to accreditation, the Company requires any staff members involved to sign a specific undertaking.

## 14 – Relations with suppliers, partners and subcontractors

The Company wishes to have honest dealings with all its suppliers, partners and subcontractors. The Purchasing Department ensures that the rules in the present Code of Ethics and the Company's values are applicable to relations with its suppliers and subcontractors.

In particular, the Company undertakes to implement a sustainable purchasing policy, and notably to:

- foster and maintain responsible, mutually beneficial relations with its suppliers and subcontractors over the long term,
- give priority to the shortest procurement circuits and those which create shared value in the geographical areas where the Company's sites are located,
- give priority when possible to the use of suppliers or subcontractors involved in occupational insertion of fragile or deprived members of the community.

On these subjects, the Company asks its suppliers to commit to a Code of Conduct available in digital format on its website or from the Purchasing Department. Beyond the necessary compliance of the supplies, this Suppliers' Code of Conduct contains requirements concerning human rights, working conditions, protection of the environment including biodiversity, fair professional practices and the fight against fraud and counterfeiting.

## 15 – Conflict minerals

Since 2010, the American "Dodd-Frank Wall Street Reform and Consumer Protection Act", also known as the "law on conflict minerals", by its clause XV, has obliged companies registered with the US Securities and Exchange Commission (SEC) to declare each year whether they use tin, tantalum, tungsten and gold from the Democratic Republic of Congo or neighbouring countries in order to cut off the funding to this conflict zone. Similarly, European regulation 2017/821 of May 17<sup>th</sup>, 2017, on the procurement of these minerals proposes a programme based on self-assessment, relying on the checks and declarations of origin for these minerals by the importers into the European Union.

Because the Company is not registered with the SEC and does not procure minerals directly from mines and foundries, it is not concerned by these regulations. However, in accordance with its customers' expectations and in compliance with the legislation and human rights, the Company asks its direct suppliers to:

- Comply with the existing regulations
- Provide all the necessary declarations and reply to any requests for information,
- Restrict their procurement to responsible suppliers who themselves have a procurement policy excluding minerals from conflict zones.

This request for commitment is formalized in Chauvin Arnoux's Suppliers' Code of Conduct which every supplier concerned is requested to sign.

## 16 – Protection of the environment, energy transition and sustainable development

The Company undertakes to conserve natural and energy resources, reduce its consumption of non-renewable energy, reduce the production of waste and harmful discharges in the air or water, reduce the environmental footprint of its products, preserve biodiversity and combat climate change. This necessarily means complying with the applicable legal provisions regarding protection of the environment and consumption of resources.

In application of the regulations concerning products sold on the market:

- The Company's products covered by the European regulation on Electrical and Electronic Equipment comply with the European regulation on the Restriction of Hazardous Substances (RoHS).
- The Company complies with the European REACH regulation on the recording, evaluation and authorization of chemicals (within the limits of the data which it gathers from its suppliers), both for the products marketed and their packaging and sales literature.

- The Company complies with the obligations established by the regulations on Electrical and Electronic Equipment, particularly with regard to recyclability of their contents, the collection and processing of end-of-life products and, where relevant, the energy consumption of the products sold when they are operating.
- The Company complies with the obligations stipulated by the regulations applicable to Packaging and, in particular, those concerning their necessity, their "re-usability" and the recyclability of their component materials.
- The Company complies with the obligations stipulated by the regulations applicable to Batteries, whether they are rechargeable (accumulator batteries) or non-rechargeable (normal batteries).
- The Company remains at the customers' disposal for any questions concerning the application of other regulations on substances applicable in the various countries where it sells its products.

On the subject of energy consumption, the Company complies with the applicable legal provisions, undertakes to provide consumption and carbon footprint data whenever it is legitimately required and undertakes to optimize the energy efficiency of its installations, with the long-term goal of achieving the energy transition and sustainable development.

In general, and in order to reduce the resource consumption and environmental footprint of its products, the Company undertakes to:

- Dematerialize as much as possible the documents used internally, with suppliers and with customers: acknowledgements of receipt of customer orders, purchase orders to suppliers and related documents, possibility of receiving orders from customers in dematerialized form, including the related documents, storage of technical files in digital form.
- Control its consumption of water and raw materials and to inform and train its staff members with regard to consumption and behaviour to achieve savings.
- Control its energy consumption in general and non-renewable energy consumption in particular: information on consumption, staff training in achieving savings, annual consumption reduction targets and development of renewable energy.
- Develop eco-design methods in-house and promote them among its suppliers to minimize the environmental footprint throughout the product life cycle.

Concerning waste, and in addition to compliance with the applicable legal provisions, the organization of the waste sorting sectors and the provision of the required regulatory declarations, the Company commits to reduction targets concerning both the volume and nature of the waste to reduce its impact on the environment.

Concerning biodiversity, the Company undertakes to identify levers for action and to implement them while ensuring their compatibility with its other goals.

## 17 – Providing honest information

If the Company is committed to providing information outside the Company, it undertakes to ensure that this information is truthful, transparent and honest.

The Company and all its staff members are subject to an obligation to produce truthful, honest information internally, giving a faithful picture of the result of the operations, transactions and the

situation in general. These documents must be drawn up in compliance with the applicable principles, with entries backed by appropriate documents drafted by parties acting in good faith. All the documents are kept in accordance with the applicable laws and the Company's policies. The quality of the reporting helps to justify and maintain the trust of its recipients, including those outside the Company.

## 18 – Management of external communication

The Company's brands and reputation are among its most precious assets. It is therefore essential to promote and protect these brands systematically, consistently and rigorously in order to maintain the Company's position on its target markets.

In particular, any mention of the Company by its staff members on social media or in interviews must not in any way harm the interests or the image of the Company's brands. Any form of external communication and any photographs taken inside a Company site are the responsibility of the General Management via the Company's Communication Department.

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