



# CODE OF CONDUCT.

Suppliers & Business partners



## FOREWORD.

This Code of Conduct is intended to apply to all business relationships between PMU™ and/or any of its affiliated companies and its business partners (suppliers, service providers, subcontractors, commercial intermediaries, international partners... herein after referred to as «Business Partners»).

PMU™ conducts its activities in accordance with the strictest standards and expects its business partners to demonstrate the highest level of ethics, integrity, and responsibility in all aspects of their operations.

The following principles aim to describe PMU™'s requirements for its business partners regarding human rights, labor rights, environment, and business ethics. They constitute decisive criteria in the selection and retention of Business Partners who must apply, in their workplace, standards and practices consistent with PMU™'s policies and values. They also assist PMU™ in identifying any potential challenges that may arise so that PMU™ and its partners can collaborate to address these challenges.

By entering into a contract with PMU™, the Business Partner agrees to adhere to this Code of Conduct and accepts that it applies to its current agreements with PMU™. In the event of a breach of the Code of Conduct by the Business Partner or by any of its own suppliers, subcontractors, or service providers, PMU™ reserves the right to enforce the Business Partner's contractual liability. If necessary, the Business Partner may face immediate termination of the relationship, at its sole fault, without notice or compensation, without prejudice to any rights or remedies that PMU™ may reserve the right to exercise.

This Code of Conduct is drafted in both French and English. In the event of any discrepancy between the two versions, the French version shall prevail.

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# **I. GENERAL PRINCIPLES.**

Business Partners shall comply with all legal obligations applicable to their activities.

They commit, in all circumstances, to cooperate as effectively as possible with PMU™ in order to comply with their legal, regulatory, contractual obligations as well as the obligations resulting from this Code of Conduct.

In particular, Business Partners will provide PMU™, to the extent possible, all information that PMU™ may request to ensure compliance with their obligations under this Code of Conduct.



**BUSINESS PARTNERS ALSO UNDERTAKE TO IMPOSE REQUIREMENTS EQUIVALENT TO THOSE IN THIS CODE OF CONDUCT ON THEIR OWN SUPPLIERS, SUBCONTRACTORS AND SERVICE PROVIDERS AND TO ENSURE THAT THEY ARE COMPLIED WITH.**

## **II. HUMAN RIGHTS AND LABOUR LAW.**

**PMU™ requires its Partners to offer their employees legal and fair conditions of employment. The Partners undertake to comply with the laws and regulations in force in all the countries where they carry out their activities and in particular :**

• **Forced labour** : Business Partners undertake not to use forced labour as defined in ILO Conventions C29 and C105. The Convention defines forced labour as 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. It does not include: military service, civic obligations of the citizens of a country, cases of force majeure.

• **Child labour** : Business Partners undertake not to employ persons under the minimum working age required under national law or ILO Conventions C138 and C182.

• **Undeclared labour / illegal employment** : Business Partners undertake to comply with the applicable regulations in order to prevent any illegal, clandestine or undeclared employment.

• **Discrimination** : PMU™ recognizes and respect cultural differences. PMU™ believes that employees should be hired for their ability to do the job, rather than on the basis of their beliefs or personal characteristics. Our Business Partners undertake in accordance with ILO Convention C111 not to exercise any discrimination, distinction, exclusion or preference based on race, colour, sex or religion which has the effect of nullifying or impairing equality of opportunity or treatment in employment or occupation. In addition, Business Partners must comply with local legislation on the employment of disabled persons.

• **Remuneration** : Business partners shall comply with local legislation on minimum wages and undertake to pay their employees their wages on a regular basis. They undertake to pay overtime in accordance with the rates defined by the applicable local legislation. In the absence of national regulations, remuneration must be sufficient to meet basic needs, in accordance with ILO Convention C131 on Minimum Wage Fixing. Remuneration conditions should be clearly communicated to workers.

• **Working hours** : Business Partners shall comply with local legislation on working hours, including overtime. In the absence of national laws, ILO standards shall apply, i.e. working hours shall not exceed 8 hours per day and 48 hours per week. All workers must have at least 24 consecutive hours of rest in every 7-day period, except in exceptional circumstances.

• **Freedom of association and the right to collective bargaining** : Business Partners undertake to respect principles of freedom of association, protection of the right to organise and collective bargaining set out in ILO Convention C87, in compliance with local legislation.

• **Work life** : every employee must be treated with respect and dignity. No employee should be subjected to harassment or physical, sexual, moral or verbal violence.

# **III. HEALTH AND SAFETY.**



Business Partners undertake to implement a system of health and safety prevention. They ensure compliance with the laws and regulations applicable to their sector of activity, thereby making it possible to provide a healthy and safe working environment, in particular :

- Organize regular and **appropriate employee training** to ensure sufficient knowledge of health and safety at work ;
- If the equipment or products used are potentially dangerous, **inform** workers and **train** them in the prevention of risks associated with their use ;
- Workers are provided with **appropriate protective clothing or other appropriate special clothing** ;
- Guarantee access to **first aid** for employee ;
- When providing accommodation, ensure that it is clean and safe, and that it meets **the applicable standards in terms of hygiene and building safety**.

Business Partners also ensure that its activities do not harm the health and safety of its subcontractors, those involved in the operation, neighbouring populations and users of its products.

Business Partners are encouraged to implement a health and safety management system based on international standards such as ISO 45001 or any other equivalent standard.

# **IV. ENVIRONMENT.**



Business Partners must ensure that their activities do not harm the environment. They undertake to comply with local laws and standards applicable to them, as well as with all applicable laws and regulations relating to environmental protection.

Business Partners undertake to limit nuisance to local residents by reducing their energy consumption, discharges into the water, air and soil and the waste generated in the various stages of manufacture, installation on site or marketing

# **V. BUSINESS ETHICS AND COMPLIANCE.**

Business Partners are subject to the national and international legal provisions applicable to them in terms of business ethics.

## DEFINITIONS.

**ANTI-FRAUD LAWS** refer to the applicable legislations concerning the fight against fraud, including French law and European Union regulations, as well as all laws applicable to this Contract.

**ANTI-MONEY LAUNDERING LAWS** refer to the criminal legislations applicable in the fight against money laundering and terrorism financing, including French law and European Union regulations, as well as all laws applicable to this Contract.

**ANTI-CORRUPTION LAWS** refer to the applicable laws and regulations aimed at criminalizing corruption, whether public or private, influence peddling, or any other breach of integrity, including French criminal law, the United States Foreign Corrupt Practices Act of 1977, the UK Bribery Act of 2010, as well as all laws applicable to this Contract.

Corruption and influence peddling consist of proposing, promising, offering, soliciting, or accepting, directly or indirectly, any pecuniary or other advantage to any person (to a public official, to any person claiming to have real or presumed influence with a public official, to an employee of a private company, a lending institution, or a bank...) with the aim that this person carries out or refrains from carrying out any act within the scope of their functions, or for this person to abuse their real or presumed influence over a third party to obtain any advantage.




**INTERNATIONAL SANCTIONS** refer to measures or instruments that restrict relations with certain individuals, entities, and/or territories and/or concern certain goods, services, or items, administered by the United Nations, the European Union, France, the

United States Department of the Treasury (OFAC), the United States Department of State, any other agency of the United States government, and the British Treasury (Her Majesty's Treasury), as well as by any other Member State of the European Union, or which are otherwise applicable to them due to their nationality, that of their employees and/or directors and/or activities.

**COMPLIANCE REGULATIONS** covers ANTI-FRAUD LAWS, ANTI-MONEY LAUNDERING LAWS, ANTI-CORRUPTION LAWS, and INTERNATIONAL SANCTIONS.

# STATEMENTS AND OBLIGATION.



Business Partners declares that itself and its directors, representatives, agents, as well as its shareholders, beneficial owners, direct or indirect subsidiaries, branches, controlled companies, joint ventures, or any person acting on its behalf or on its behalf, have complied and comply with **COMPLIANCE REGULATIONS**.

Business Partners declares that neither itself nor any of its directors, representatives, agents, nor its shareholders, beneficial owners, direct or indirect subsidiaries, branches, controlled companies, joint ventures, or any other person acting on its behalf or on its behalf, is subject to **INTERNATIONAL SANCTIONS** measures.

Business Partners undertakes to comply and ensure that its directors, representatives, agents, as well as its shareholders, beneficial owners, direct or indirect subsidiaries, branches, controlled companies, joint ventures, or any person acting on its behalf or on its behalf, comply with **COMPLIANCE REGULATIONS**.

In particular, Business Partners undertakes to implement measures for detecting and preventing breaches committed, both by itself and by its directors, representatives, agents, shareholders, beneficial owners, direct or indirect subsidiaries, branches, controlled companies, joint ventures, and any person acting on its behalf or on its behalf, against **COMPLIANCE REGULATIONS**, regularly improve its processes and policies, as well as implement all necessary security policies to prevent risks and secure systems in case of emergency



**ESPECIALLY**



## **SPECIFIC OBLIGATIONS REGARDING ANTI-MONEY LAUNDERING AND TERRORISM FINANCING.**

Business Partners shall refrain from implementing or participating in any practice constituting money laundering or terrorist financing. They shall make tangible and constant efforts to adhere to and comply with international standards such as those established by the European Union or the FATF to combat money laundering and the financing of terrorism. They are solely responsible for implementing the due diligence measures that they deem appropriate according to their level of exposure to money laundering risk and the regulations applicable to them.

## **FIGHTING CORRUPTION AND OTHER BREACHES OF PROBITY.**

Business Partners undertake to prevent and fight against corruption and other breaches of probity in all its forms (bribes, commissions, retro-commissions, facilitation payments, gifts and invitations, etc.).

Business Partners undertake to refrain from promising or giving PMU™ employees any advantage in any form whatsoever (sums of money, gifts, invitations, trips, etc.) to influence their decisions in the course of their functions. Gifts received or offered as part of the business relationship between the Partner and PMU™ will be reported to the hierarchy and managed in accordance with the terms of PMU™'s Gift and Hospitality Policy.



## **PREVENTING AND MANAGING CONFLICTS OF INTERESTS.**

Business Partners undertake to prevent and manage conflicts of interest situation for their employees and corporate officers which are likely to be detrimental to the independent, impartial and objective exercise of their functions within the company.

Business Partners undertake to declare to PMU™ any risk of a conflict of interest between themselves and a PMU™ employee/corporate officer involved in the Partner selection process or likely to influence the commercial relationship with the Partner. Business Partners undertake to work in good faith with PMU™ to find a solution that will make it possible to manage or even put an end to the conflict of interest situation.

## **COMPLIANCE WITH INTERNATIONAL SANCTIONS REGULATIONS.**

Business Partners undertake, for themselves and for all persons under their responsibility or acting on their behalf, to comply with the International Sanctions.

# **VI. CONFORMITY WITH COMPETITION LAW.**

**Healthy and fair competition** guarantees the optimal functioning of markets and encourages innovation. This is why PMU™ considers that compliance with competition law, insofar as it aims to preserve the normal functioning of competition, is essential.


PMU™ is committed to respecting the rules of competition law and has the same requirements of its Business Partners, who undertake to comply with **all applicable laws, regulations and standards relating to anti-competitive behavior** (such as price fixing, abuse of a dominant position, boycotts or any other unfair practice).

# **VII. LOYALTY AND CONFIDENTIALITY.**

Business Partners shall act with loyalty in all aspects of their business relationship with PMU™.

Business Partners undertake **to maintain the confidentiality of PMU™'s confidential information/documents** to which they have access, in accordance with applicable laws and their contractual undertaking

# **VIII. PERSONAL DATA PROTECTION.**



Business Partners undertake to comply with EU Regulation  
2016/679 - General Data Protection Regulation (GDPR) where  
applicable