visiativ

CODE OF ETHICS AND BUSINESS CONDUCT

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I. Editorial

Visiativ has built a culture as an ethically-based company, with integrity, innovation and diversity at the heart of our business relationships and in our role as an employer. This culture is embodied by all of us, employees and corporate officers alike, and it is therefore essential that each and every one of us strives to enhance our identity and reputation. We have a responsibilities to bring to life, through our work, Visiativ's vision and our commitments. It is with this in mind that we are ;today to be taking a step forward in our compliance process by implementing this Code of Conduct. A fundamental requirement that enhances and defends the reputation of our company.

The rules set out in the Code are also a necessity if we are to meet the expectations of our stakeholders. It is, in fact, a foundation of trust and strong proof of our integrity and reliability. We must all ensure that these rules are strictly adhered to.

The Visiativ rules of conduct, set out in this code, should not be seen as a constraint, but rather as an opportunity to promote the company's vision and our rigorous approach to business.

A company's potential and success are acquired and maintained through collective efforts. This sense of teamwork is essential, and requires that all members of the company respect Visiativ's values, as well as its work and business ethics.

In addition to openness and respect, Visiativ places particular importance on transparency, honesty and integrity. Guaranteeing a fair and equitable marketplace, as well as a healthy and honest working environment, enables us to conduct our business relationships under the best possible conditions, while fostering the trust of each of our stakeholders and partners.

Visiativ's core business is technological innovation. So it's only natural that we use our expertise to reduce our environmental impact. In this way, we are all committed to contributing, in our own way, to sustainable development through the rational use of the resources at our disposal and the reduction of our greenhouse gas emissions.

Finally, we are proud to have become a signatory of the UN Global Compact, a signature which is part of our ongoing commitment to respect laws and regulations concerning Human Rights, the Fundamental Conventions of the International Labour Organization, the fight against corruption and anti-competitive practices.

Laurent Fiard
Chairman and Chief Executive Officer

II. Commitment of the Visiativ Executive Committee

Committing to comply with the rules set out in this Code is fundamental to preserving the Group's long-term future and a necessity if we are to meet the expectations of our stakeholders (employees, customers, suppliers, shareholders and investors).

Management and the Executive Committee, as well as the Board of Directors, are committed to strict compliance with this Code and to ensuring that it is respected, in particular by advocating zero tolerance of corruption and influence peddling.

The rules of this Code apply to everyone.

Any failure to comply with this Code of Conduct and the procedures to which it refers may result in disciplinary action in addition to possible prosecution or civil or criminal penalties in respect of the offences committed.

III. The Code of Conduct, part of Visiativ's Corporate Social Responsability (CSR) policy

Visiativ's CSR policy, divided into 6 main areas, includes an area dedicated to Corporate Responsibility and Governance, in order to steer the strategy for fulfilling our compliance commitments and ensuring that CSR is taken into account in the company's governance.

This responsibility and governance axis is a major pillar of the CSR strategy, as it is the guarantor of internal processes and principles, and of relations with the company's various stakeholders.

The code of conduct is an indispensable tool, particularly in relations with the company's various internal and external stakeholders.

It plays an important role in the deployment of Visiativ's CSR policy, dictating the principles and rules to which each player must adhere.

A practical tool, it is intended to serve as a basis for relations between each player and as a reference in the event of questions.

IV. Why such a Code?

The Visiativ Code of Ethical Business Conduct has been designed as a reminder of the laws, regulations, international commitments and local legislation in force, but also of the values that drive Visiativ and the internal guidelines and rules that apply to everyone and to which Visiativ is committed.

Its purpose is to guide everyone's behaviour and facilitate the day-to-day application of these commitments and rules, which serve as a reference document for conduct within the company.

It is incumbent on all of us to respect it strictly.

Any breach of this Code of Conduct may result in the following penalties: civil, criminal and/or administrative penalties; any breach of this Code may also result in disciplinary action ranging from a warning to dismissal.

Visiativ respects the following fundamental principles and rights:

- The United Nations Universal Declaration of Human Rights
- The Charter of Fundamental Rights of the European Union
- The United Nations Global Compact, the principles of which are set out in the Appendix
- The fundamental Conventions of the International Labour Organisation (ILO)

V. Who does it apply to? What are the obligations?

This Code applies to all employees (including trainees and interns), managers and corporate officers of the company **in all countries in which Visiativ operates.**

If stricter regulations exist in certain countries, they apply in addition to these rules.

Everyone must therefore commit to :

- **Read** this Code of Conduct
- **Respect** this Code and the rules it contains
- Respecting Visiativ's **values**
- Participate in dedicated **training courses**
- Do not hesitate to ask any **questions** in case of doubt
- **Alert** if necessary

VI. Who should I contact if I have any doubt or questions?

This Code cannot describe all the situations that Visiativ employees may encounter.

If you have any questions about its interpretation or application in relation to a specific situation, please consult **your human resources department, chief financial officer (CFO) or legal department, depending on the subject.**

In case of doubt and/or if a situation has not been addressed, it is essential to ask questions:

- Are laws and regulations respected?
- Does my action comply with the principles of this Code and company guidelines?
- Is my action in line with the company's values and rules?
- Is my action devoid of personal interest?
- What would be the impact of my action and could I justify my decision?
- Could Visiativ's image suffer as a result?
- Would I be embarrassed if my decision or action were published?

VII. Commitments and rules to be respected

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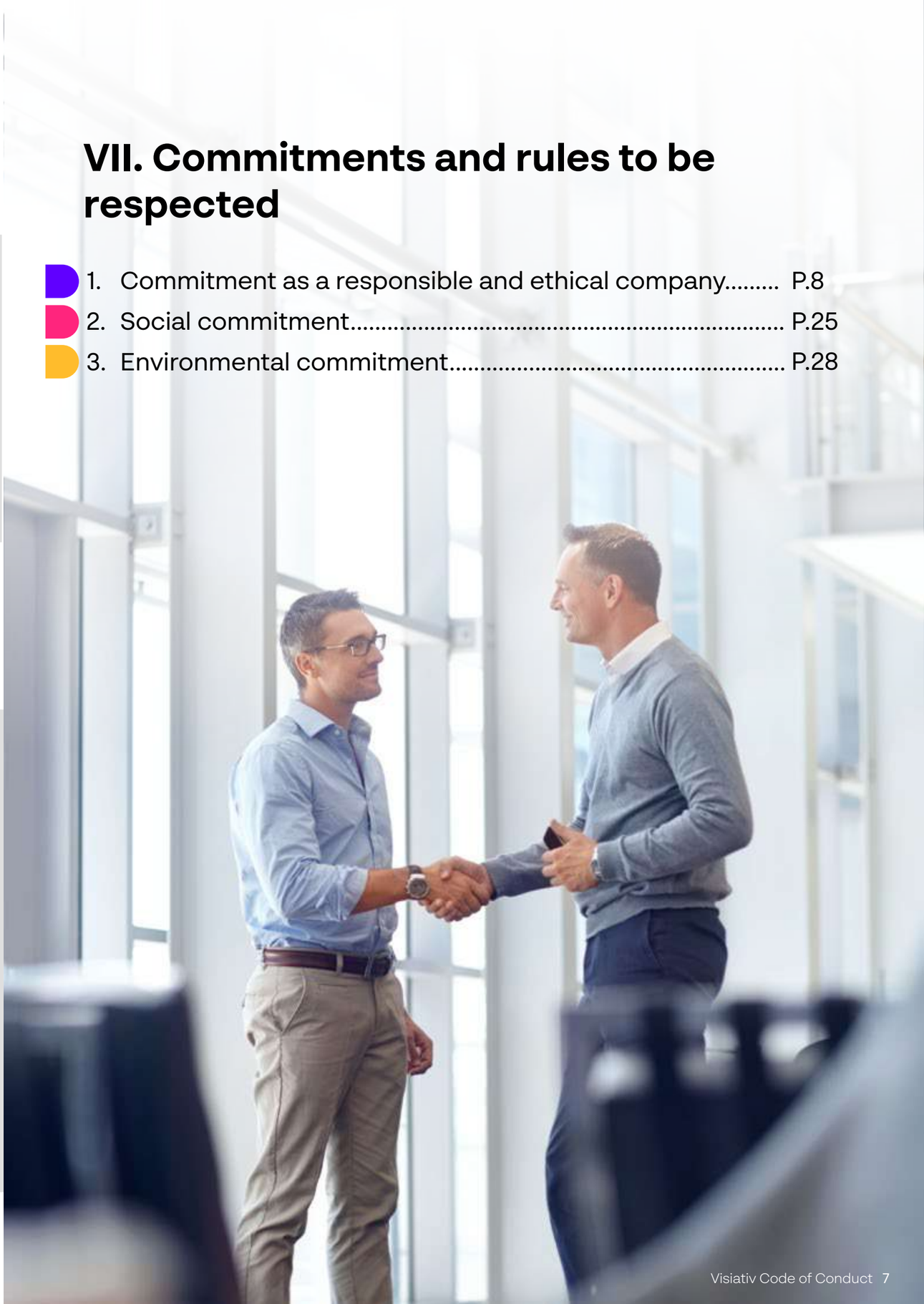

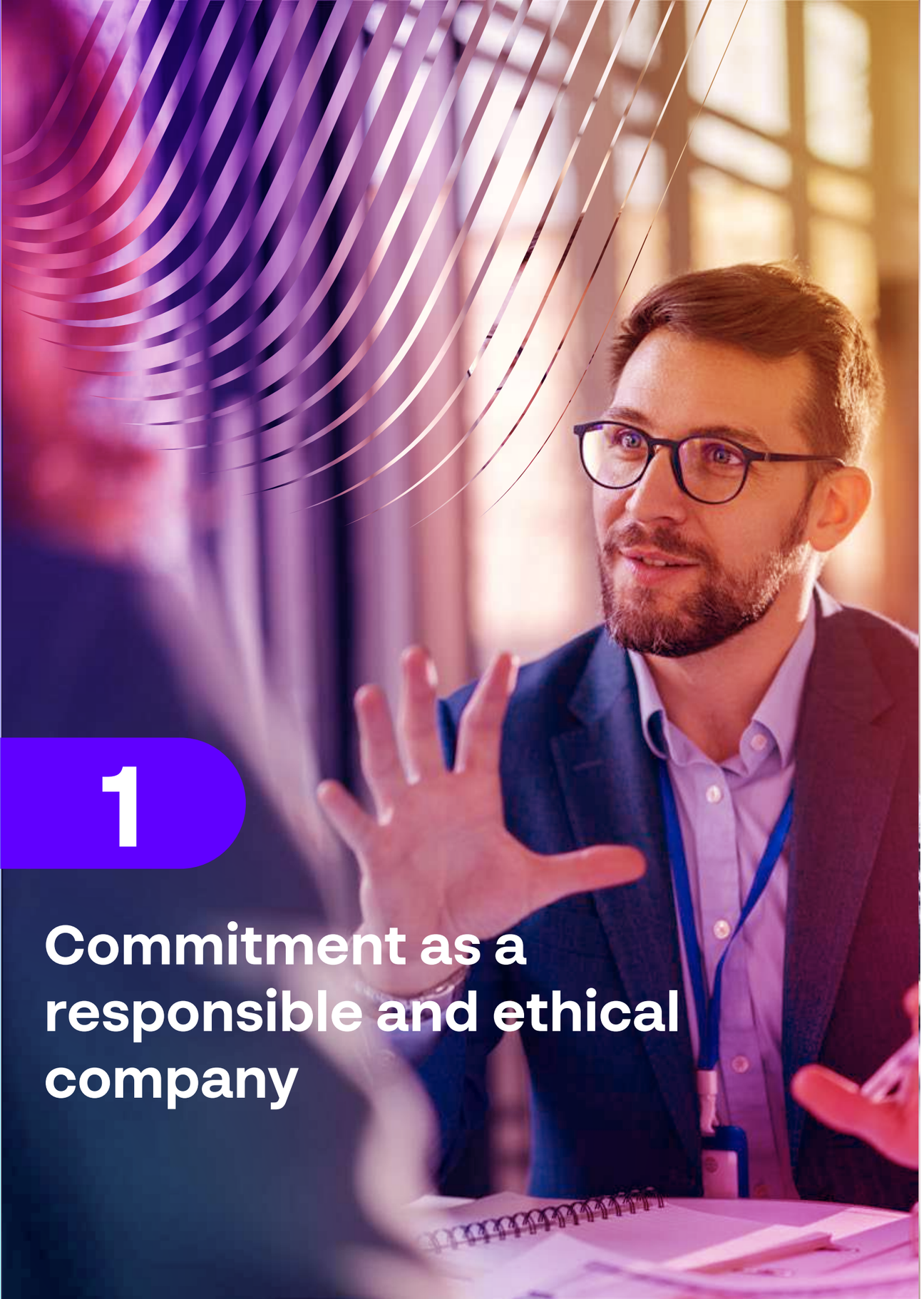

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Commitment as a responsible and ethical company

Corruption and influence peddling

Visiativ has **zero tolerance** of fraud, corruption and influence peddling.

Any act or attempt of fraud, corruption, influence peddling or other infringement is strictly prohibited.

To fight corruption and influence peddling effectively, we must all remain vigilant and alert in all circumstances, even in cases of doubt or suspicion.

DID YOU KNOW ?

Corruption is behaviour by which a person (public official or private individual) offers, requests or accepts directly or through an intermediary (partners, suppliers, third parties) a gift, an offer or a simple promise, presents or advantages of any kind with a view to performing, delaying or omitting to perform an act that falls directly or indirectly within the scope their duties in order to obtain or retain a commercial or financial advantage, or to influence a decision.

There are two types of corruption:

- **Active bribery**, where the person initiates the bribery
- **Passive bribery** when the person is not the instigator of the act or attempted act of bribery

Both types of corruption are punishable.

As a reminder, **simple attempted bribery is also punishable.**

The bribe covered by the law may be in various forms, including :

- The payment of a sum of money in any form, for example - a gift card
- Trade discounts or refunds
- Recruiting or promising to recruit someone close to you in the future
- An invitation or meal that does not fall within the scope of business travel and meals in accordance with Visiativ rules
- An invitation to an event, seminar or training course
- Disclosure of confidential or privileged information
- A donation to an association
- An equity investment
- Participation through sponsorship, etc.

Influence peddling: Influence peddling is when a person uses his or her position, influence or real or supposed power to influence a decision to be taken by a third party. Influence peddling, unlike corruption, involves 3 players: the beneficiary (the person who provides advantages), the intermediary (the person who uses his or her position or influence) and the target (the person with decision-making power, such as an authority, administration or expert).

Corruption and influence peddling are prohibited and punishable in all countries, in particular under the following regulations:

- French Criminal Code and the Sapin 2 Act in France
- The FCPA anti-corruption law in the United States
- The UK Bribery Act

Such behaviour, in breach of the rules, may expose the company's employees to disciplinary, civil and/or criminal sanctions.

Gifts and invitations

Business gifts, invitations and hospitality are benefits of any nature, whether received or given.

DID YOU KNOW ?

While gifts or invitations (whether received or given) may be signs of courtesy and hospitality, which help to establish good relations, care should be taken as they may be considered as a means of influencing a decision, of favouring a company or a person, and may in such a case resemble or be perceived as acts of corruption, active or passive, or may be considered as a means of influencing a decision.

Warning: a simple attempted bribery may be punishable.

Question

I have received an invitation to a sporting event from a subcontractor before signing a contract. I'm interested in his invitation. What should I do?

Refuse the invitation and politely explain our policy and the Code of Conduct to which we refer. Talk to your manager or the Legal Department.

Remind them that they have signed the Visiativ Responsible Purchasing Charter as a supplier and are subject to the same rules and commitments.

Best practice

In all circumstances, you should:

- Act with complete transparency and ask the questions listed in the "Points to watch" section beforehand.
- Respect in all circumstances the principles of moderation and proportionality of gifts/invitations received or offered
- Contact the Communications and Marketing Department to organise any customer events
- Declare any gift/invitation received being offered, specifying the issuer, nature, amount and date
- For gifts and invitations, please refer to the internal guidelines, in particular:
  - Under no circumstances accept any gifts in cash or cash equivalents (sums of money, vouchers, etc.).
  - Do not accept gifts with a nominal value of more than €50 that cannot be shared with their team without prior approval from their manager.
  - Don't ask a supplier to invite you to lunch, dinner or an event.
  - Do not invite public officials
  - Do not accept any invitation that goes beyond Visiativ policy without the prior agreement of their manager
  - Declaring all invitations in accordance with internal guidelines and using the travels and expenses report tool

Points to watch:

In every situation where you are likely to give or receive a gift or invitation, you need to **ask yourself the following questions:**

- *By giving or receiving this gift or invitation, do I remain independent?*
- *Is the gift or invitation being offered as a courtesy, on a commercial basis or with a view to obtaining something in return?*
- *Could the image of Visiativ suffer as a result? Would I feel comfortable if the existence of this gift or invitation was published?*

Conflicts of interest

Visiativ employees are required to behave in an exemplary manner and to act in the best interests of the company.

In this respect, each employee must ensure that they do not place themselves directly or indirectly in a situation of conflict of interest and to prevent and report, as indicated below, any situation of even potential conflict of interest in order to take the appropriate measures and avoid placing them in a situation of conflict of interest.

If an employee discovers a potential conflict of interest, they must inform their line manager beforehand, as well as the Human Resources Department and/or the Purchasing Department if it concerns a supplier and/or the Legal Department.

The Legal Department can provide additional advice to Visiativ employees and help them to determine whether a situation is likely to give rise to a conflict of interest.

In order to avoid any embarrassing situations, Visiativ employees must inform and declare in advance to their line manager and their human resources manager any previous or future external commitment, or any personal or professional relationship likely to interfere with their obligations to Visiativ and give rise to a real or apparent conflict of interest.

DID YOU KNOW ?

A conflict of interest, whether real or perceived, arises when an employee's ability to make choices, recommendations or taken decisions is impaired or act objectively with regard to Visiativ's interests, is likely to conflict with any other interest, direct or indirect, of a personal nature.

Points to watch:

Examples of situations likely to give rise to a conflict of interest:

- Hiring a relative or friend without disclosing the potential conflict of interest to your line manager and human resources
- Joining the Board of Directors or acting as a consultant to a competitor, partner, customer or supplier
- Become a shareholder in a company that has a business relationship with Visiativ (supplier, subcontractor, customer); derive personal benefit, directly or indirectly, from your position within Visiativ, by having a direct or indirect economic interest in a company with which Visiativ does or plans to do business

Question

My brother-in-law owns a company that is about to be listed as a new Visiativ supplier and I am in the decision chain to validate this new subcontractor? What do I have to do?

In this case, you must disclose the potential conflict of interest to your line manager, to the purchasing department in the case of a supplier, and to the legal department, and withdraw from any approval process.

Relations with third parties: customers, partners, suppliers

Visiativ interacts with its customers and numerous partners, suppliers and distributors.

Visiativ expects each customer, partner, supplier, distributor, subcontractor, consultant or any third party to conduct itself ethically in all interactions with or on behalf of Visiativ and comply with the principles set out in this Code and in the Ethical Charter of Responsible Purchasing.

Employees who interact with third parties must **ensure that these rules are complied with and that Visiativ processes are respected, both for contracts with customers and with partners, suppliers and subcontractors.**

For suppliers and subcontractors, the applicable Visiativ Procurement process must be respected.

DID YOU KNOW ?

Under current anti-corruption legislation, Visiativ may be held liable in the event of misconduct committed on its behalf by its employees, but also by third parties.

Consequently, Visiativ's employees must remain vigilant in the performance of their duties in the control of the said third parties, whether in the placing of contracts, orders and/or the monitoring and control of the relationship with these third parties.

Question

A potential state-owned customer (therefore considered to be a "public official") tells me that he cannot buy software licences directly from Visiativ because Visiativ is not one of his approved suppliers. He suggests that the transaction should go through a referenced distributor with whom he is used to working. What should I do?

The situation described does not, on its own, constitute a reason not to proceed with the transaction, but it will require further verification. You should therefore provide your management and legal department with all the information you have to avoid conflicts of interest or similar risks. Similarly, the late proposal to appoint a distributor or agent in a commercial process that has already begun constitutes a warning requiring you to inform the Legal Department, so that an enhanced assessment can be carried out and internal procedures followed applicable.

Best practice

In order to comply with all the rules and recommendations, the following rules and good practices **must be observed by all:**

- The **latest version of the Visiativ standard contracts must be used and the group procedures complied with.**
- All supplier accounts must be approved by the Purchasing Manager or Finance Director
- Any order placed with a supplier or sub-contractor requires the signature of the Responsible Purchasing Charter and the General Purchasing Conditions (GPC) or Visiativ Contract.
- All technical and commercial justifications leading to the selection of the third party, including the nature of the services to be provided, must be duly documented and archived.
- Any **contract with a subcontractor** requires the signature of a Visiativ subcontracting agreement before any work begins.
- The supplier must justify that the time invoiced corresponds to the time spent and that the price is in line with the contract. The activity report specifying the time spent must be duly documented and approved by Visiativ before invoicing.
- Second-level subcontracting is not authorized, except in exceptional cases and with the prior written approval of Visiativ.
- All **business contribution contracts** must remain exceptional and are subject to prior approval by the Partners Director and a review by General Management on the basis of the standard Visiativ contract. It is signed in accordance with Visiativ's rules for delegating signature. These operations are sensitive and require prior review and regular monitoring. In some countries, it is a criminal offence to pay or receive commissions for obtaining or keeping a contract.
- The nature of the remuneration is duly recorded, according to the nature of the transaction, in the finance and accounting information system.
- All payments are made in accordance with the terms and conditions and rules of the company and the means of payment determined by the Finance Department.
- Regular checks are carried out
- All risks and alerts must be communicated to the Finance Department and/or the Legal Department

Public procurement

Visiativ employees must be particularly vigilant when it comes to public procurement and contracts in all countries, as well as in their relations with public officials.

Public procurement contracts are subject to a number of regulations and procedures, specific and strict rules that must be respected by all. Corruption of a public official is punishable by severe penalties.

In the case of a contract involving a public procurement contract, whether directly or indirectly, the strict rules and procedures of public procurement must be respected.

All tenders, public procurement and/or public contracts must comply with internal rules and procedures and be subject to Visiativ standard documents and/or review by the legal department of the entity concerned, in accordance with Visiativ rules.

Visiativ strictly prohibits any form of corruption or influence peddling with respect to public officials, authorities or administrations.

Vis-à-vis public officials, Visiativ employees must act with integrity and transparency. It is forbidden to offer a public official anything that constitutes or could constitute a personal advantage for them or their close relations (gift, service, job offer, etc.).

In many countries, the law punishes corruption of public officials more severely and public procurement procedures are highly regulated.

For example, the French Penal Code imposes heavy penalties on individuals guilty of bribery of public officials or in connection with public contracts - penalties of up to 10 years' imprisonment and a €1 million fine.

Under the current anti-corruption legislation, Visiativ may be held liable in the event of attempt or misconduct act only.

DID YOU KNOW ?

Public contracts are contracts entered into with the government of a country or with national, regional or local public entities or any entity covered by the Public Procurement Code of the country concerned.

The notion of public or government official is defined broadly to include any person holding public authority, working for a public body, any person entrusted with a public mission or invested with a public elective mandate, any candidate of a political party and/or any company owned or managed, in whole or in part, by the State or by an agent of the State.

Any relationship with a public official must comply with the regulations governing it (i.e. the regulations applicable in the public official's specific country). **Any advantage granted to a public official is strictly prohibited.**

Donations, Patronage, Sponsoring

Donations and sponsoring activities are an opportunity for Visiativ to contribute to charitable or humanitarian projects, to support cultural or sporting activities and projects, and to promote educational institutions and the company's values. These operations must benefit events or projects that are consistent with the company's values and must comply with Visiativ's principles and rules.

Visiativ is not in the business of lobbying. Visiativ reserves the right to participate in the dialogue that accompanies the drafting of regulations in the countries in which Visiativ operates and to take part in working meetings of professional organisations. Such actions are carried out at General Management level or in full transparency with General Management. These actions are declared and monitored in complete transparency.

For clarification, Visiativ does not support any political party or make any political contributions.

DID YOU KNOW ?

Such contributions and memberships remain sensitive transactions. As a result, donations, corporate sponsorship activities and memberships are subject to special checks and precautions to ensure that these actions comply with regulations and do not conceal acts of corruption.

Best practice

Visiativ's participation in **donations, patronage and sponsorship** must comply with the legislation in force in the countries concerned and must be completely transparent. These actions must also be in line with Visiativ's values and strategy. **Such commitments must therefore be validated in advance by the Group CSR Department in accordance with Visiativ rules and decision-making levels,** and be the subject of a written agreement, duly recorded in the accounts and archived.

Under no circumstances may an employee commit Visiativ or use Visiativ's image as part of a political commitment, which cannot be and must remain personal.

Employees, Visiativ legal entities, are prohibited from using the company's resources or Visiativ's image to procure any advantage for political parties or public officials.

Compliance with competition law

Visiativ prohibits all unfair commercial practices and non-compliance with national and international competition rules.

Visiativ therefore prohibits any anticompetitive behaviour and any form of agreement or coordinated practice with competitors that could restrict fair competition, the abuse of a dominant position or the sharing of commercially sensitive or strategic information with competitors.

DID YOU KNOW ?

Failure to comply with competition rules could expose Visiativ, its managers and employees to administrative, civil and/or criminal sanctions, as well as significant financial penalties and damage to Visiativ's reputation.

Question

What if a competitor, or one of their employees or representatives, directly or indirectly raises a sensitive commercial issue, or gives me sensitive information about prices in the context of a call for tenders? What should I do?

Do not distribute any commercially sensitive information.

Refuse any document or sensitive information that could restrict or distort competition.

Alert your managers and the legal department.

Remember that Visiativ's policy requires it to comply with the competition law.

Export controls

Visiativ makes every effort to comply with all applicable trade and export control laws and regulations.

The processes put in place by the publishers and third-party partners for whom Visiativ is a distributor are designed to ensure that the licensing of products and the supply of products and technologies comply with applicable provisions relating to trade, international sanctions and embargoes.

Everyone, especially customers and suppliers, should be reminded to refer to these rules, in particular by referring to the existing documentation of publishers and suppliers, and to comply with them.

DID YOU KNOW ?

All products and solutions, including those from our publisher partners, are given an ECCN (Export Control Classification Number) and end-users are systematically controlled on export restrictions, including when transactions take place via a distributor.

Export control regulations affect sectors other than product sales, such as customer data entrusted in particular during support and service activities, which must be protected according to the same criteria.

Money laundering

Visiativ is committed to the fight against money laundering and the financing of terrorism, and complies with applicable regulations and policies.

Any customer, supplier or third party contracting with Visiativ must respect this commitment.

Visiativ imposes transparent, honest and lawful conduct on its management of financial activities.

It is therefore important for all employees to be vigilant and ready to inform the Finance or Legal Department as to the authenticity of a financial document or the legality of the transaction to which it relates, whether it concerns a customer, a supplier or a company subcontractor.

Accounting records & transparency

Visiativ is listed on the Paris Euronext Growth market and must comply with strict accounting and financial reporting principles and rules.

Visiativ is committed to being transparent in order to give a true and fair view of its financial situation and to complying with all applicable laws, regulations and procedures.

It is essential that Visiativ employees ensure that **all transactions are correctly identified and recorded in the company's accounts**, in accordance with accounting standards and internal procedures and rules.

Points to watch:

All Visiativ employees are responsible for the correct recording of all operations and the proper keeping of financial reports, and for complying with accounting and archiving rules, particularly with regard to the recording of contracts, commercial discounts, invoices, credit notes and expenses payment. Any employee responsible for or involved in the recording of these documents must understand, respect and apply the applicable Visiativ rules, guidelines and procedures.

Best practice

Visiativ does not tolerate misrepresentation of our financial reporting, including any attempt to create false or misleading records for any reason, or to conceal the true nature of a transaction.

We do not assist any party in carrying out such acts or in providing misleading financial information.

We reserve the right to report any situation conducting to incorrect financial or accounting information as quickly as possible.

Our internal controls must ensure the completeness, reliability, accuracy, timeliness and clarity of our financial reporting in order to maintain the confidence of our shareholders, customers, partners and employees.

Question

I do not work in the finance department, so I guess I'm not affected by this rule?

No. The accuracy of records, financial integrity, is not just the responsibility of the finance department. On the contrary, it is a responsibility that we all share, whenever we organise data records relating to contracts, expense payment, invoices, quotations and discounts. All day-to-day operations must be true, accurate and correctly recorded.

Insider dealing

Visiativ is listed on the Paris Euronext Growth stock exchange.

In accordance with applicable law, **any person in possession of priviledged information must not disclose such information buy or sell Visiativ shares until the information concerned has been published.**

Otherwise, that person would be guilty of insider dealing, which carries severe penalties and is punishable under criminal law.

DID YOU KNOW ?

Insider dealing is the use of Priviledged or insider information.

Priviledged information is confidential information, not yet disclosed on the market, which could influence the share price; it confers a disproportionate advantage if used.

Examples of Priviledged Information :

- Financial statements, dividend and profit announcements not yet public
- Forecasts for sales, revenues and margins
- Ongoing negotiations with major customers and partners, and major contracts
- Major transactions, such as mergers and acquisitions
- Strategic changes and reorganisations
- The departure of a member of the Executive Board
- Significant investments
- The significant financial consequences of a loss linked to a claim, a dispute or a project drift.

Questions

If I find out about Visiativ's quarterly financial results before they are published, am I allowed to buy Visiativ shares before they are published?

No. As this information is considered to be insider information, the purchase of Visiativ shares prior to publication would constitute a breach of Visiativ rules and could be considered to be misrepresentation insider trading.

During my work on a customer's IT system, I have access to confidential information about the customer.

Can buying or selling this client's shares be considered insider dealing?

Yes, especially if you have access to privileged information at this customer. In addition, we must comply with applicable stock market ethics rules and specific applicable rules, in the same way as we must comply with those of the Group. In addition, all confidential information from a customer is subject to strict confidentiality by Visiativ and all employees working for this customer.

Asset protection - Intellectual property protection

Intellectual property is a major asset for Visiativ. As it is essential to the success of the company's activities and its development, it is everyone's responsibility to ensure that it is protected. Visiativ's intellectual property must be duly protected. In the same way, Visiativ undertakes to protect and respect the intellectual property of its customers and partners.

The intellectual property and assets of Visiativ, its customers and partners must be duly protected and respected.

Employees are personally responsible for protecting the assets and resources entrusted to them by the Group and/or third parties (customers or partners).

DID YOU KNOW ?

The concept of intellectual property applies to any asset resulting from an intellectual activity, protected or likely to be protected, in accordance with national and/or international laws relating to intellectual property rights and similar rights (such as the protection of business secrets).

Visiativ's intellectual property includes inventions, source codes, software, algorithm, data library, documentation, specifications, trademarks, designs and models and protected confidential information. (formulas, know-how, organisation charts, commercial processes, marketing plans, etc).

Depending on the type of asset, these are protected by intellectual property rights (such as patents, copyright, trademarks or designs) or similar rights (such as the protection of business secrets).

Visiativ software is the property of Visiativ and is protected by copyright.

Best practice

With a customer or supplier, use the contracts put in place or reviewed by the legal department to provide a legal framework for all aspects of Visiativ's intellectual property or that of the third party concerned.

You must not disclose information protected by intellectual property without prior authorisation.

Similarly, we may not intervene in, use, modify or correct the intellectual property software of third parties (customers and/or suppliers, publishers in particular) without their prior written authorisation.

Before using or integrating any third-party or open-source software, you should refer to Visiativ guidelines and in particular to the R&D and Security department process.

Questions

I work in a team developing new software. Can I reuse it for personal use, outside my work for Visiativ?

No, all intellectual property, including software, hardware, processes, tools and know-how created during your period of employment with the Group remains the property of Visiativ. or its customers.

When I was researching our competitors, I came across a very interesting offer. Can I copy it and modify the media to develop our own offer?

No. We do not appropriate any intellectual property belonging to third parties without their authorisation. The unauthorised use of intellectual property belonging to third parties may expose Visiativ and even an employee to legal action and the risk of prosecution penalties.

Confidentiality

Respecting confidentiality is essential to Company sustainability. All confidential information f r om Visiativ, a customer and/or a partner is subject to strict confidentiality. Any employee involved in a customer contract is subject to the strictest confidentiality.

DID YOU KNOW ?

Information or **data relating to or belonging to an individual or legal person,** the communication and/or use of which is restricted and/or prohibited by contract or by law by virtue of its nature, or information bearing a confidentiality notice or for strictly internal use, shall be deemed to be confidential.

Best practice

- Before any exchange of information or data with a customer or supplier, **use the non-Disclosure Agreement (NDA) put in place** by Visiativ or approved by the legal department.
- Confidential information relating to Visiativ's activities may **only be communicated to authorised recipients and under a confidentiality agreement.**
- Confidential information about Visiativ, its customers or its partners must not be discussed in public places (e.g. planes, trains, restaurants, seminars). It is also important to be vigilant with regard to subjects discussed with close relations, relatives or any other third party when they concern Visiativ, its customers or its partners.

Protection of personal data

Visiativ has always recognised the importance of protecting the personal data of its customers, partners and employees and is fully aware of the responsibilities associated with the processing of personal data.

Visiativ undertakes to take into account and comply with the legal requirements applicable in the various countries in which Visiativ is established, and in particular the European Data Protection Regulation ("GDPR") or any applicable legislation relating to the protection of personal data, both as a "data controller", for its internal needs, and as a "data processor". Within the meaning of the GDPR, acting and operating customers and partners data according to contracts.

DID YOU KNOW ?

Personal data can be any information relating to an individual that permits the identification of that person directly or indirectly.

For example: a name, photo, fingerprint, postal address, email address, phone number, social security number, personnel number, IP address, computer connection identifier, voice recording, etc.

Best practice

As such, employees must:

- Follow dedicated training courses via Visiativ Academy
- Respect Visiativ's Personal Data policy
- Limit the use of personal data to what is strictly necessary
- Collect, use and, more generally, process personal data only for specific, legitimate purposes that are necessary for the company's activities
- Process personal data as part of a customer contract only after obtaining the Customer's prior consent and signing the appropriate contractual documents, including the Data Protection Agreement (DPA), depending on the operation
- Employees must advise customers on the need to limit the use of personal data
- Respect the defined storage periods
- Comply with security rules and procedures
- Do not compromise the security of personal data
- Report any suspicious activity, data or security breach

Points to watch:

In the event of a security breach or potential issue, please notify us immediately at the following address: security@visiativ.com

If you have any questions about personal data, please contact privacy@visiativ.com or your Chief Legal Officer - Data Protection Officer (DPO).

Question

A business partner who wants to distribute his training programme to everyone in my department has asked me for a list of our e-mail addresses. Can I send it to him?

No. Before sharing this information, you should check with your Data Protection Officer (DPO) how you can proceed. Your Data Protection Officer (DPO) will help you to determine which measures to take into consideration and to implement.

Visiativ digital tools

Visiativ provides its employees with various media, electronic and digital tools. These tools, which are the exclusive property of Visiativ, are for professional use and are designed to improve the company's level of productivity and efficiency.

Employees are required to read and strictly comply with the Visiativ IT Charter, which sets out the conditions of use of all digital resources made available to them.

The procedure for accessing the Visiativ information system must be respected in all circumstances.

Points to watch - Good practice

- Follow training courses on security and cybersecurity, in particular via Visiativ Academy
- Carefully read the Visiativ IT Charter and strictly comply with the rules set out therein.
- For all third parties, customers, suppliers and/or subcontractors, to comply with the applicable procedure and specific rules before making Visiativ digital tools available or using them.
- In the event of a security breach or doubt, **please notify us immediately at the following address: security@visiativ.com**

Company representation and image

Everyone's behaviour contributes to builds Visiativ's reputation and integrity.

The responsibility of representing the company therefore falls to everyone, and is essential to its stability.

Everyone must be aware of their role and ensure that they behave in a professional manner both during business meetings and outside the context of their duties, that they do not damage Visiativ's image, and that they remain ambassadors of the values promoted by Visiativ.

Communication on behalf of Visiativ with the media, journalists, consultants and analysts is reserved for the Communications Department or any other authorised person.

Digital ethics

Visiativ is a key player in digital transformation. This transformation introduces both new opportunities for the digital economy and associated ethical issues.

As part of its Corporate social Responsability (CSR) policy, Visiativ is committed to training employees in ethical issues, whether for R&D teams via specific awareness-raising and training courses (ethics by design, privacy by design, green by design), or in the context of digital uses, with particular attention to the protection of personal data, the use of algorithms and artificial intelligence (AI), environmental impact and energy consumption.

2

Social commitment

Salaries, benefits and working hours

Visiativ ensures that the remuneration arrangements applied to its employees comply with the applicable legal provisions and collective agreements.

Visiativ ensures that its employees receive all statutory social benefits.

Visiativ ensures that it complies with all the legal provisions in force with regard to working hours, rest periods and paid annual leave.

Freedom of association and the right to collective bargaining

Visiativ is committed to respecting the freedom of association of its employees, customers, subcontractors and service providers, as well as their right to organise and bargain collectively, in accordance with legal provisions.

Prohibition of forced labour and child labour

Visiativ prohibits any use of forced labour (forced labour, servitude, involuntary labour or unpaid prison labour) or concealed labour, as well as child labour under the minimum age.

Visiativ confirms, notably for UK, the commitments of the Modern Slavery act 2015 (MSA).

Moral and sexual harassment

Visiativ is committed to providing a healthy working environment, free from any form of harassment or intimidation.

Everyone has the right to respect and human dignity. These are the foundations of every working relationship within Visiativ.

Any act or attitude that runs counter to these principles is strictly prohibited.

DID YOU KNOW ?

Moral harassment is characterised by repeated acts the purpose or effect of which is to worsen working conditions in such a way as to infringe the rights and dignity of the employee who is the victim of such acts, as well as impairing his or her physical or mental health or jeopardising his or her professional future.

Sexual harassment is characterised by repeated comments or behaviour with a sexual connotation that either: undermines his or her dignity by being degrading or humiliating, or: creates an intimidating, hostile or offensive situation for his or her.

Visiativ also punishes sexist behaviour, which is defined as any behaviour related to a person's gender, the purpose or effect of which is to undermine their dignity or to create an intimidating, hostile, degrading, humiliating or offensive environment.

Visiativ admits zero tolerance of harassment in all its forms.

It is forbidden to use violence or make remarks or jokes likely to offend a person because of their social, cultural, ethnic or national origins, religious beliefs, caste, gender, family situation, pregnancy, sexual orientation, disability, age, skin colour, race, parental situation, political ideology, military status or trade union activity.

If in doubt, contact your line manager or the Group's human resources department.

Diversity and equal opportunities

Visiativ is founded on a common ambition, a raison d'être and values that are unique and shared within the ecosystem. These values provide a professional environment in which everyone can achieve their full potential, where knowledge can be mutually enriched and where growth through change is encouraged in a fulfilling collective environment. Visiativ considers diversity to be an asset that encourages creativity and a sense of belonging. mutual enrichment.

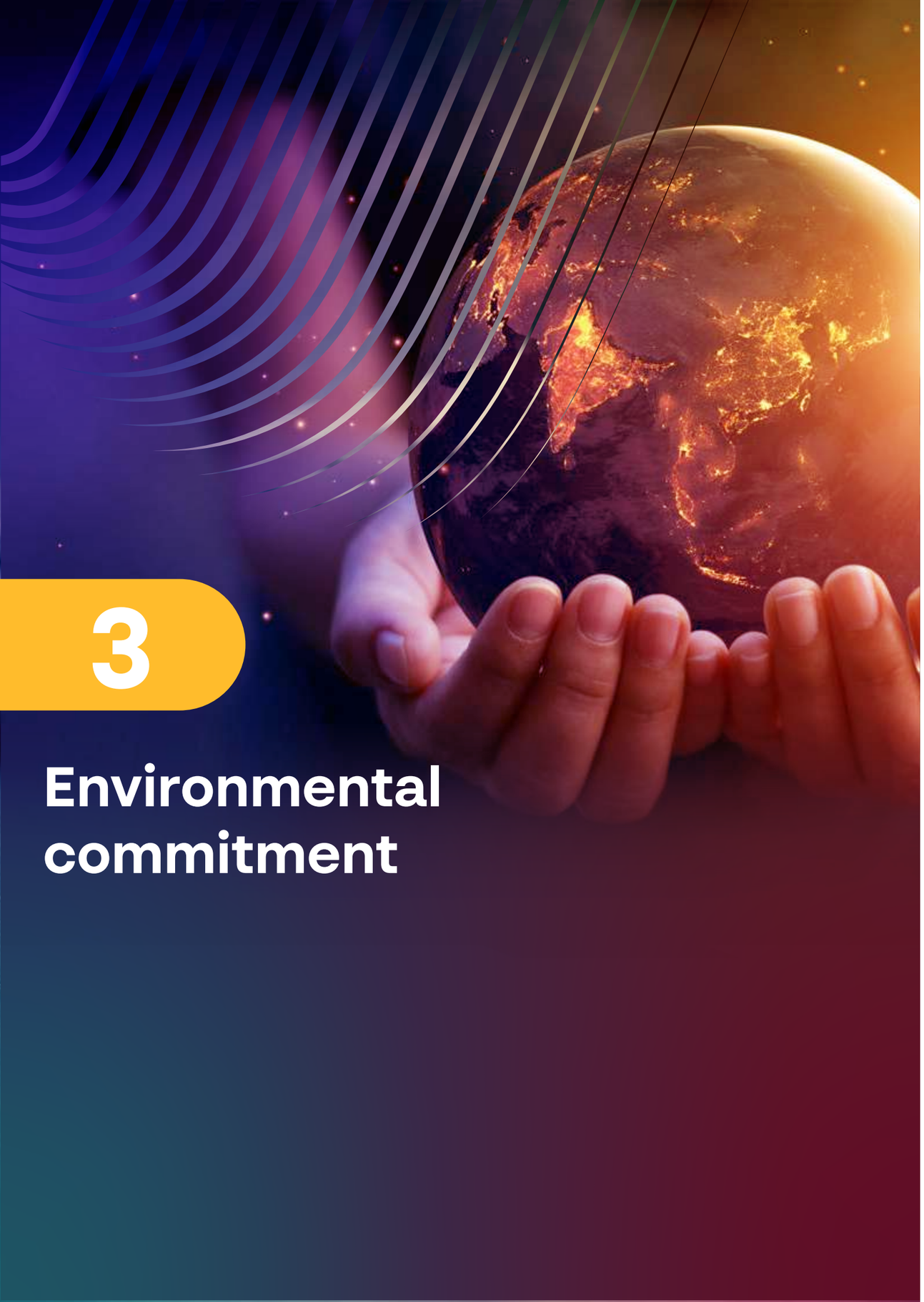
Visiativ is committed to helping maintain a healthy working environment that is conducive to everyone's development by encouraging diversity and equality as a key element in the company's development.

Recruitment, training, promotion, assignments and other work-related decisions are based on each employee's qualifications, talents, achievements and professional motivations.

All human resources practices comply with local and national legislation in the countries where Visiativ operates, as well as with international standards.

Zero tolerance of discrimination applies to all employees.

No differentiated treatment of any Visiativ member on the grounds of gender, age, origin, name, disability, physical appearance, sexual orientation, state of health, family situation, place of residence, religion or any other belief, political or trade union opinions, or economic vulnerability will be tolerated within the company.



3

Environmental commitment

Environment and Visiativ

Visiativ is committed to complying with applicable environmental protection legislation. Visiativ implements measures to prevent and minimise the consequences of its activity on the environment by limiting its environmental footprint throughout the design, production and implementation of its products, offers and services.

In particular, Visiativ undertakes to promote:

- Reducing its impact on ecosystems and biodiversity
- Optimising its consumption of natural resources and energy
- Reducing its greenhouse gas emissions
- Reducing the amount of waste produced and implementing recycling and recovery solutions
- The deployment of digital sobriety practices to promote a digital transition that is both environmentally friendly and respectful of the environment.

DID YOU KNOW ?

If you have any questions about Visiativ's environmental policy, please contact your dedicated contact at rse@visiativ.com.

Visiativ also communicates its environmental strategy internally and externally through various media (onsite communication, intranet, etc.).

Environment and customers

In order to support our customers throughout their digital and ecological transformation processes, Visiativ designs its software and services to take environmental commitments (green by design) into account right from the design stage.

DID YOU KNOW ?

Both private and public tenders are tending to include more CSR data. Indeed, we are gradually seeing an increase in the number of questions and a greater weighting of the criteria associated with social and environmental issues. The CSR component of these invitations to tender or Request for proposal (RFP) can reach up to 20%, and this figure is constantly rising.

Environment and employees

With the aim of contributing collectively to reducing the company's environmental footprint, Visiativ encourages its employees to adopt a sober approach in all aspects of their working lives.

Best practice

In a company the size of Visiativ, individual actions taken throughout the Group can quickly add up and have a significant impact.

For example:

- emails, empty my bin regularly, maximise the use of shared spaces and files in the cloud, and reduce the quality of the photos and videos I send
- I only print when necessary

Environment and suppliers

Visiativ wishes to develop sustainable partnerships with its suppliers. To this end, and through the deployment of a responsible purchasing Charter, Visiativ ensures that its suppliers are committed to an environmental approach.

By turning to players who are keen to make a success of their ecological transition, Visiativ is ensuring the continuity of its activities and partnerships. Compliance with CSR criteria in the selection of our suppliers also enables Visiativ to build relationships of trust with its partners, based on a foundation of shared values.

The definition of requirements also plays an important role in the supplier's environmental impact. Using reconditioned products, resizing requirements... these are all ways of reducing the environmental impact of our purchases.

Question

I want to contract with a new supplier. How can I be sure of their environmental commitments?

All our future and existing suppliers must be signatories to our Responsible Purchasing Charter, which guarantees a strong commitment to a social and environmental approach. This Charter is available on the intranet, and is required for all new suppliers. At the same time, more and more companies are communicating their environmental policy on their websites and through the publication of dedicated documents. It is important to be vigilant on these points prior to any contract being signed.

VIII. Training

Employees are required to familiarise themselves with this Code and to take part in the training sessions organised by Visiativ, via Visiativ Academy, in order to raise their awareness of prevention in the fight against corruption and of all the rules of this Code.

IX. Implementation & controls

Each employee is responsible for implementing the Code within the scope of his or her job responsibilities.

The company carries out regular reviews to ensure that practices are compliant.

The company's and/or the group's governance bodies regularly monitor the implementation, organise controls, and follow-up of alerts.

X. Penalties

Compliance with the rules of this Code is the personal responsibility of all employees. Employees could face sanctions in the event of non-compliance.

Any breach of this Code may, depending on the breach, result in civil, criminal and/or disciplinary penalties in accordance with the applicable legislation and regulations.

As a reminder, French law punishes active and passive bribery in the same way and severity For an individual, the penalty can be up to 5 years' imprisonment and a fine of €500,000 (which can be increased to double the proceeds of the offence).

XI. Alert system Whistle-blowing

All employees can share their concerns and/or questions with their line managers and/or the Human Resources Department and/or the Finance Director and/or the Legal Department and specifically to Visiativ Chief Legal Officer.

The Visiativ alert system has been set up for all the company's entities and is accessible to all employees.

The alert system is accessible in all countries where Visiativ is present, in the various subsidiaries and by all employees.

Each employee, in compliance with the procedure defined by Visiativ, can launch an alert if he or she is confronted with a risk of corruption misconduct or any breach of probity, or believes that a violation of the Code has been, is being or may be committed.

Any employee who reports in good faith and objectively, i.e. in the sincere belief that his or her report is accurate, a violation or risk of violation of the Code to their line managers or to the Visiativ Compliance and Chief Legal officer will be protected from all forms of prosecution. His or her identity and the facts will be treated confidentially in accordance with the applicable regulations.

What can be reported? And who can make a report?

The ethics and compliance alert system enables employees (including trainees and interns, etc.) as well as external persons working for Visiativ (including temporary staff, service providers subcontractors) of the Group's ethics and compliance policy) and/or any third party, to report an alert.

The alert service can be used to warn of serious risks of reprehensible acts affecting people, the organisation, society or the environment resulting from the activities of Visiativ or one of its affiliates.

This alert may concern:

- A crime or infraction
- A serious and clear violation of an international commitment ratified by France and/or an act by an international organization made on the basis of such commitment
- A violation of a law or regulation
- A threat or damage to the public interest
- A serious infringement of human rights and fundamental freedoms, health, or the safety of people and the environment, resulting from an activity carried out by Visiativ or one of its subsidiaries
- A breach of the Business ethics code of conduct or any rule applicable at Visiativ, whether it relates notably to:
  - Prevention and fighting corruption and influence peddling,
  - Financial securities market ethics, financial crimes,
  - Labor law or labor relations, harassment, discrimination.

To make them easier to understand and process, ten themes have been defined and included in the reporting form:

- Corruption,
- Conflicts of interest,
- Fraud,
- Financial crime,
- Breach of competition law,
- International sanctions and control of
- international trade,
- Harassment and discrimination, Individual rights and protection,
- Serious breaches of data protection
- Serious environmental damage.

Reports may be submitted in French, English or any other language as required.

It should be remembered that the various internal reporting channels remain the preferred ones: the line management, the human resources department and the legal department.

Whistleblowing system : https://ethics.alert.visiativ.com

And for any question, please contact : your local compliance contact or your Chief Compliance Officer at the following email ethicsalert@visiativ.com

Sharing is growing*

* Partager c'est progresser