



CODE OF CONDUCT

CA Indosuez

Appendix to the Rules of Procedure



Philippe BRASSAC

By expressing the aim of being at the service of customers and society, our Raison d'Être leads us to aim beyond compliance to ethics. Compliance is indeed a minimum level that leads us to structure our businesses to ensure that legal and professional constraints are respected. Ethics go beyond this: they reflect a greater goal, that of our Group Project.

They are the natural expression of our DNA, of being useful to the greatest number. They are an element of positive differentiation.

Our principles and commitments are expressed in our Group Code of Ethics. This is set out in concrete and operational terms in the Codes of Conduct specific to each entity, including within Crédit Agricole S.A.

This Code is the basis for the ethical and professional conduct to be observed by all. I am counting on each of you to incorporate its content into your daily decisions and actions.

Philippe BRASSAC,

Chief Executive Officer, Crédit Agricole SA

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1

OUR COMMITMENTS

- CA Indosuez is unfailingly committed to its historic values of proximity, responsibility and solidarity, which it promotes in its Ethics Charter* common to the entire Crédit Agricole Group, made public in May 2017.
- This common reference document sets out the principles of action and behaviour to be respected with regard to our customers and all our stakeholders, employees, suppliers and service providers, government representatives, associations and NGOs, shareholders and investors.
- While our Ethics Charter affirms our commitments, our identity and our values as well as our principles of action, our Code of Conduct puts into practice the commitments of our Charter, which is the basis of the ethical and professional conduct to be observed by all. It reflects the strategic determination of our senior management to promote the Crédit Agricole Group's historic values in a structured ethical approach and in its operational applications.
- Our Code of Conduct is designed to guide our actions, decisions and behaviour on a daily basis. Our Code of Conduct is the result of ongoing joint development by all business lines and the Human Resources, Purchasing, Communications, Marketing, Compliance and Legal Departments. It sets out specific situations that illustrate the various activities carried out by the business lines.
- Beyond the application of all the legislative, regulatory and professional rules that govern our various activities, our Code of Conduct reflects our desire to do even more to serve our clients and all our stakeholders in the best possible way.
- The Code of Conduct is annexed to the Internal Regulations and is binding. Each of us is expected to read and act in accordance with the principles and rules set out in the Code of Conduct in the course of our duties.
- Our Code of Conduct should not be considered as a sum of constraints but as a more concrete expression of the values we share.

* The Ethical Charter is included at the end of this document (Annex) as a reminder.

2

USING, KNOWLEDGE AND ADHERENCE
TO OUR CODE OF CONDUCT

2.1 USING OF OUR CODE OF CONDUCT

The CA INDOSUEZ Code of Conduct sets out the Group's historic values, as contained in the Code of Ethics, in concrete rules and daily behaviour.

It is a tool and a guide to help us better explain our professional obligations and adopt behaviour that is in line with CA INDOSUEZ ethics and values.

WHO DOES IT APPLY TO?

The Code of Conduct applies to everyone in the group, be they directors, executives, managers or employees, regardless of their position and function in CA INDOSUEZ.

OBJECTIVES AND HOW TO INTERPRET THE CODE?

Our Code of Conduct is a reference document and a tool to help us make decisions in accordance with our values, our ethical principles and, of course, the law.

It explains, by topic, the professional behavior to be followed and promoted in carrying out our duties and in our working relationships.

Our rules of conduct are organized into four sections:

- the «customer and supplier relations» section;
- the «social, environmental and societal issues» section;
- the «anti-corruption» section;
- the «protection and reputation of the Group» section.

Note that conflicts of interests, which is a cross-functional topic, is included in the anti-corruption section.

To provide further information, some practical cases have been cited to illustrate, using specific examples, the principles presented in the Code.

Nevertheless, our Code of Conduct is not intended to be exhaustive. Neither does it claim to answer all questions or address all possible cases, particularly with regard to what you must do and must not do. For this reason, in all situations and when making decisions, everyone should ask themselves the following questions:

FIVE QUESTIONS TO ASK TO ENSURE ETHICAL BEHAVIOUR



QUESTIONS

1. It is legal?
2. Is it in line with the Group's Code of Ethics and Code of Conduct?
3. Is it in the interest of our customers and stakeholders?
4. Have I taken into account the risks involved and what the consequences of my decision could be?
5. Would I be comfortable if my decision were to be made public internally and externally?

If the answer to any of these questions is «no», or if in doubt, you must discuss it with someone before taking action. You may consult your manager, or contact the Compliance, Human Resources, Societal Project, and Legal Affairs departments, or any other department qualified to deal with the issue at hand and keep a record of all problems encountered.

WHO SUPERVISES THE IMPLEMENTATION OF THE CODE? WHO UPDATES IT?

A multi-disciplinary team that is backed by the Compliance, Human Resources and Societal Project Heads is responsible for implementing, monitoring and updating the Code of Conduct. This team liaises with the departments concerned in order to provide regular feedback to the CSR Committee which is reported to the Board of Directors.

The contents of the Code may change over time. The Code does not replace the internal regulations and procedures of CA INDOSUEZ. It is your duty and responsibility to consult and apply them.

HOW IS THE CODE OF CONDUCT MADE AVAILABLE? WHAT IS ITS VISIBILITY?

The Code of Conduct is a document that is made public and shared with stakeholders. It is available on the website and Intranet of CA INDOSUEZ.

WHAT DOES IT MEAN ON A DAILY BASIS FOR EMPLOYEES?

We must all be aware of the principles set out in the Code of Conduct and respect them when performing our daily duties.

In addition, we adopt and promote the values and principles presented in the Code of Conduct, with vigilance and good intentions.

Lastly, we must do the Code of Conduct training courses.

ONE KEY RULE TO REMEMBER



KEY RULE

Whenever you notice or suspect an inappropriate act or form of behavior, or when you feel under pressure, you must immediately talk about it with your manager

WHAT IS WHISTLEBLOWING?

CA INDOSUEZ has taken on board the changes brought about by the WASERMAN Act (law no. 2022-401 of March 21, 2022), notably by allowing any individual (current or former employees, external or occasional workers, subcontractors and suppliers, job applicants, shareholders, members of the board of directors, management or supervisory bodies) to report, in good faith and without direct financial consideration, information concerning a crime or misdemeanor, a threat or harm to the general interest, a violation or attempted concealment of a violation of international or European Union law, the law or regulations.

Whistle-blowers can now choose between reporting internally, anonymously or not (via the [BKMS Group tool](#) accessible from the Intranet and Internet sites, or through various internal communications), or reporting externally to the various competent authorities, such as the rights defender, the judicial authority or a European body.

In addition, CA INDOSUEZ's whistle-blowing system has been strengthened. The whistleblower, whether personally aware of the occurrence of crimes or serious offences, or simply reporting facts that have been brought to his or her attention, benefits from enhanced protection (guarantee of confidentiality of identity, extension of the list of prohibited reprisals, extension of cases of non-liability of whistleblowers, extension of the list of information excluded from the whistleblower regime). Lastly, facilitators assisting whistle-blowers in their whistleblowing, i.e. natural persons (family members or colleagues) or private not-for-profit legal entities (associations or trade unions), benefit from the same protection afforded to whistle-blowers.

The procedures for exercising whistleblowing rights are set out in the Group Procedure on "Whistleblowing".

MANAGER AND EXECUTIVE ROLES AND EXPECTATIONS

As an executive or manager, you must embody the Group's values as set out in the Code of Ethics and be exemplary in applying the principles of the Code of Conduct and Rules of Procedure.

As an executive manager, you must ensure your teams know you are always there to listen to their needs and create a climate of trust so that they will not hesitate to seek your advice if they have a problem.

You have to be able to explain the functions of the Code and how to apply them.

If you have any questions, don't hesitate to consult the department most qualified to deal with the issue at hand (Compliance, Human Resources).

You must be vigilant and conduct yourself in a transparent manner. Show that it is entirely possible to attain the objectives that have been set, while respecting the ethics and values of the Group.

3

OUR RULES OF CONDUCT

EVERYDAY ETHICAL PRACTICES

DEFINITION

Ethics is an approach that aims to constantly question the GOOD CONDUCT of our actions with regard to the values and principles shared within the company and with stakeholders, in line with societal expectations. Expressed as professional rules of conduct underpinning our activity, they define our ethical approach. Ethics provide guidelines for our decision-making.

DETAILS

Ethics concern:

- The company's own values, formulated as generic concepts (e.g. respect for others, solidarity, etc.) and developed into "principles of action" for the company (e.g. fight against discrimination). It is thus a part of our raison d'être "Acting every day in the interest of our clients and society";
- The approval and adoption of these values and the ethical framework by the highest level of corporate governance;
- A general mission to guarantee the Group's identity as a company and the trust necessary for life at work and relations with stakeholders.

Compliance refers to a regulatory environment, with respect for the rules applicable to financial institutions, as well as to the means to achieve it through:

- the implementation of internal rules and procedures transposed into Company laws and regulations;
- The existence of a prescription and control function, assumed by a senior manager, which enables the company, particularly in regulated sectors of activity, to prevent major risks of non-compliance.

Ethics go beyond compliance. They encourage respect for values and rules of conduct, while compliance aims to prevent violations of ethical and legal standards in order to protect the company from sanctions and reputational (or image) risk.

"ACTING IN AN ETHICAL MANNER" MEANS:

1



All relations must be established in accordance with the principles of loyalty and solidarity, and with the commitments made to our customers and suppliers. Decisions must be made by prioritizing customers' interests, respecting the principle of fair and equitable choice of suppliers and the rules of competition.

2



With regard to relations between Company employees or with all of its stakeholders, human rights and people's fundamental social rights must be rigorously applied. Preventing all forms of discrimination or harassment, promoting diversity and gender equality, respecting health and safety measures, and ensuring the protection of employee and customer data: by respecting these principles we create a favorable working environment, which is a source of performance and satisfaction.

3



RESPECTING
THE COMPANY'S
ENVIRONMENTAL
AND SOCIETAL
COMMITMENTS

For CA INDOSUEZ, this means being useful to our clients over the long term and sharing the value created, and investing in the regions. Particular attention is paid to "Green Finance" with the ambition of remaining a reference in the support of the energy transition for a "low carbon" economy, while preserving nature. Each director, manager and employee is responsible for the CSR (Corporate Social Responsibility) approach of supporting this transformation and integrating the issue of climate and social cohesion into the heart of its activities

4



PREVENT
AND DETECT
CORRUPTION
AND
INFLUENCE
PEDDLING

The fight against corruption is a major public good objective. In terms of preventing corruption and influence peddling, CA INDOSUEZ must uphold its values, in particular: honesty, integrity, loyalty, transparency and impartiality. The anti-corruption section includes the fundamental principles relating to the implementation of appropriate measures to prevent, detect and dissuade corrupt practices or influence peddling with "zero tolerance". Other issues covered include gifts and hospitality, facilitation payments, conflicts of interest, sponsorship and lobbying.

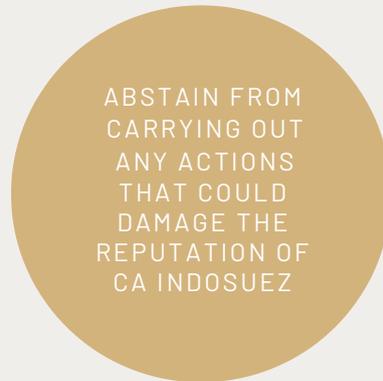
5



BEING
VIGILANT ON A
DAILY BASIS

To maintain trust, we must be responsible in our use of company resources and information and guard against any potential conflict of interest. We must also ensure that we do not unduly disseminate or exploit, for our own benefit or for the benefit of others, confidential information held. The vigilance of all must make it possible to protect the interests of clients, to combat money laundering and the financing of terrorism, to comply with international sanctions law, to combat tax evasion, to prevent fraud and to protect the integrity of markets.

6



ABSTAIN FROM
CARRYING OUT
ANY ACTIONS
THAT COULD
DAMAGE THE
REPUTATION OF
CA INDOSUEZ

We are all responsible for the image of CA INDOSUEZ conveyed both internally and externally. The risk of negative publicity, particularly on social networks, has a potential impact on CA INDOSUEZ's image and undermines the trust placed in our Group. To avoid this, we must take care to preserve our reputation by respecting all of the principles presented in this Code, by not making comments that could commit CA INDOSUEZ, by not disclosing confidential information about its professional environment or be party to spreading rumours.



CUSTOMER AND SUPPLIER RELATIONS

3.1 RELATIONS WITH CUSTOMERS

DEFINITION

CA INDOSUEZ places the trust and satisfaction of its customers and mutual shareholders at the heart of its actions.

CA INDOSUEZ wants every employee to be involved in this relationship, bearing in mind the primacy of the customer's interest in each of his or her actions, even when working in a support function.

DETAILS

To ensure that customer expectations are met, satisfaction surveys are conducted. Customer complaints are dealt with within our customer-facing unit, to constantly improve and strive for excellence in customer relations. Training is regularly provided for employees in direct or indirect contact with customers.

THE COMMITMENT OF CA INDOSUEZ

CA INDOSUEZ looks to forge global and sustainable relationships with its customers.

Designed in a spirit of true partnership, it aims to accompany them at all times, and to advise them in their decision-making by offering them solutions adapted to their needs.

Finally, CA INDOSUEZ constantly invests and innovates to develop and strengthen its customer relationships, particularly by way of its redesigned digital architecture.

By choosing to adopt a multichannel banking model that is 100% human and 100% digital, our aim is to offer our customers a new banking experience that combines efficiency and customer focus. This approach is fully in line with the protection of personal data.

CUSTOMER DISPUTES

In the event of a dispute with a customer, the proposed solution must in all fairness respect and take into account the positions of the customer, CA INDOSUEZ and the Crédit Agricole S.A. Group. This state of mind and culture are favorable in the long term to our institution in terms of reputation and image.

- Dealing with customer complaints:

A support team, attached to the legal department, is responsible for the operational management of customer complaints.

The complaints management system, defined in a dedicated procedure, stipulates that any customer who has submitted a complaint must receive a traceable response, in compliance with the processing time limits in force.

- Managing litigation:

The Legal Department remains the sole and privileged contact for any counsel mandated by a client, in the context of litigation falling within its scope.

WHAT SHOULD I DO?

- Listen to your customers and take their interests into account in every action you propose;
- Get to know your customers better, while respecting their right to privacy, so that you can advise and support them appropriately;
- Always provide customers with clear and accurate information that is not misleading;
- Ensure that all offers put on the market for customers have been analyzed and validated within the framework of the NAP (New Products/New Activities) process, particularly with regard to compliance with the regulations in force, and in particular concerning customer information and the suitability of the product for their needs;
- Be vigilant to prevent all forms of fraud in order to protect customers, and fight against money laundering, the financing of terrorism, and corruption, etc.;
- Report any malfunction or situation that could lead to a conflict of interests to your manager.

WHAT SHOULDN'T I DO?

- Place your personal interests or those of the CA INDOSUEZ before those of our customers;
- Facilitate, encourage or assist customers in any actions intended to infringe laws and regulations;
- Propose a product that has not yet been authorised by a NAP Committee



EXAMPLES

► **I create a new product with an optimal term of ten years: what precautions should I take when determining the target customer?**

To determine your target clientele, ensure that the client investment horizon does not conflict with the recommended term of the product, and that the product is perfectly suited to the needs of this clientele. It is mandatory that this new product be submitted for assessment by a NAP Committee.

► **After reviewing my new product proposal, the NAP Committee issued a reserve. Knowing that for reasons of competition, this new product should be launched rapidly within the next few days, can I still market it?**

No, the NAP process is an essential mechanism for ensuring customer interests are protected and avoiding marketing products that could cause them harm. If, after verifying the risks and compliance, the NAP Committee gives a conditional agreement, the restrictive clauses thus issued are of a blocking nature. You cannot, therefore, market the product or service until all reserves have been lifted.

3.2 CUSTOMERS' PERSONAL DATA

DEFINITION

In addition to complying with regulations (the French Data Protection Act (Loi Informatique et Libertés), revised following the entry into force of the European RGPD regulation in 2018), CA INDOSUEZ has adopted a governance document on the use of its customers' personal data. It provides a reference framework for its employees who process this type of data, which recalls the commitments made by the Crédit Agricole Group as well as the good practices to be observed.

THE COMMITMENT OF CA INDOSUEZ

CA INDOSUEZ has taken a stand on the sensitive issue of personal data, by committing to act in an ethical and responsible manner and adopting a transparent and instructive approach in dealings with its customers.

WHAT SHOULD I DO?

- Involve data protection officers (DPO) at the beginning of projects to ensure compliance with all regulations on the protection of personal data;
- In the same way, involve IT security experts and representatives in the project;
- Ensure the project is in keeping with the principles of the Code: security, integrity and reliability, ethics, transparency and education, etc.;
- If in doubt, always contact your Data Protection Officer (DPO).

WHAT SHOULDN'T I DO?

- Propose a project that involves processing personal data without having verified the compliance of your project with the personal Data Protection Officer (DPO);
- Make any use whatsoever of personal data that does not respect the key principles indicated in the Code, or the values set out in the Data Protection Policy;
- Process any personal data for unintended purposes or without the customer's prior knowledge;
- Fail to comply with the rules and recommendations put in place within the Group to ensure personal data security and confidentiality, particularly by giving unauthorized persons access to this data.



EXAMPLES

- **My team is implementing a new tool that enhances the personal data of our customers. I understand that since the RGPD there is no longer any need to contact the CNIL. However, with whom should we share this information?**

Since 2018, the European Data Protection Regulation requires companies to keep a register of personal data processing. As an operational Data Controller, you will have to report the characteristics of your new processing in this register, and revise it regularly. The DPO is there to help you do this.

- **I want to build up my customer database with public information (such as profiles published on the social networks). This would enable me to carry out more in-depth analyses and gain greater insight into their private lives. Do I have the right to do this?**

Even though these data have been made public, you need your some conditions to use them. You must also take into consideration the fact that this information is sourced from the social networks and is not necessarily reliable; nevertheless, from the customers' point of view this information is sensitive. Refer to the best practices and the guidance on interpretation presented in the Group's Personal Data Policy. Ask for advice from our experts in the Legal, Compliance and/or IT security departments. Finally, if you can, do a customer study to test the idea.

3.3 FAIR AND EQUITABLE CHOICE OF SUPPLIER

DEFINITION

Choosing a supplier fairly means first and foremost treating all supplier companies equally.

DETAILS

The equitable choice of supplier must be made as a result of a fair competition between bidding companies within the context of a call for tenders. This choice must be based on objective elements that notably include the respect for human rights and fundamental freedoms.

THE COMMITMENT OF CA INDOSUEZ

For this choice to be fair, it is necessary that all companies receive the same treatment from the buyer(s), specifier(s) and/or any other CA INDOSUEZ employee(s) who would be affected, and that the choice is based on objective elements.

This implies that buyers, specifiers and/or any other CA INDOSUEZ employee should behave responsibly and fairly towards the companies interviewed throughout the tender process. Consequently, considerations of purely individual interests in the choice of the selected company are to be avoided.

In addition to observing a responsible and fair attitude towards buyers during the tender process, all Crédit Agricole Group employees must negotiate in good faith with bidders.

Indeed, today, the obligation of good faith has become a legal and legislative reality in the pre-contractual phase and no longer a matter left to the discretion of judges.

This implies that one of the partners may unilaterally break off the talks at any time, provided that it does so in good faith and in a fair manner.

WHAT SHOULD I DO?

- Report any potential conflict of interest (e.g. existence of a relative working in one of the companies interviewed for a tender, etc.);
- Ensure that all companies interviewed are given sufficient and identical time to respond and therefore circulate the tender documents once they have all been identified and do not add new companies when the tender has been issued;
- Ensure that all the companies interviewed have the same initial and modified information, data and documentary elements (tender documents, specifications, technical and functional documents, etc.);
- In the event of a presentation, ensure that all the companies interviewed are invited to one or more presentation sessions, the duration of which must be identical;
- If negotiations break down at an advanced stage, it is advisable to warn the partner as far in advance as possible and to supervise the breakdown;
- In general, act transparently throughout the tender procedure.

WHAT SHOULDN'T I DO?

- In the case of calls for tender, provide information to only some of the companies interviewed;
- Giving one of the interviewed companies indications on the content or the level of response of the other companies participating in the tender;
- Being invited by one or more of the interviewed companies and/or receiving any other gifts and/or benefits from them during the tender or contract negotiation. Once the contractual negotiation is over, the "gifts and invitations" regime applies (see specific sheet);
- Do not break off negotiations overnight without giving the tenderer prior notice of the intention to end the discussions;
- Change the selection criteria, and/or the weighting of the scoring grid, after the date of receipt of the responses to the call for tenders;
- Do not break off negotiations overnight without giving prior notice to the bidder of the intention to terminate the discussions.



EXAMPLES

► I heard that during negotiating periods, no gifts may be accepted. Is that right?

Indeed, all gifts (even of an advertising nature) and invitations must automatically be refused. In absolute terms, this means that you must not accept any benefits in kind since this could distort your judgement when selecting your supplier.

► I contacted and met with a company that meets my needs perfectly. It even came up with some additional proposals. I decided to forward the details of the company to a buyer so that it could become included in the list of companies to be interviewed in the context of a call for tenders. Is this the right approach?

Even though these data have been made public, you need your customers' consent to use them. You must also take into consideration the fact that this information is not necessarily reliable. However, they are sensitive in the eyes of customers. Is it therefore appropriate to use them? Refer to the best practices and the guidance on interpretation presented in the Group's Personal Data Code. Ask for advice from our experts in the Legal, Compliance and/or IT security departments. Finally, if you can, do a customer study to test the idea.

3. 4 RESPONSIBLE RELATIONS WITH SUPPLIERS

DEFINITION

It is necessary to take reasonable care to ensure that all actors in its supply chain act in accordance with a certain number of commitments and principles, particularly with regard to respect for human rights and fundamental freedoms, labour regulations, the fight against all forms of discrimination, the promotion of diversity and the protection of the environment and business ethics. Indeed, if an actor in this chain does not act in accordance with these, CA INDOSUEZ's performance, reputation and image could suffer greatly.

THE COMMITMENT OF CA INDOSUEZ

The commitments and principles of CA INDOSUEZ include:

- Financial equality: remunerating suppliers in accordance with applicable laws and regulations;
- Equal treatment;
- Transparency of our processes;
- Promoting sustainable and balanced relations;
- Preventing corruption, by adhering to rules known to suppliers;
- Conducting a comprehensive cost analysis of all costs incurred over the lifetime of the goods or services;
- Integrating social and environment (CSR) performance in supplier selection criteria;
- Promoting the regions by choosing local suppliers when appropriate.
- Monitoring the supplier's state of economic dependence

The diversity of these commitments and principles involves not only CA INDOSUEZ's buyers, but also all employees involved in a relationship with a supplier.

WHAT SHOULD I DO?

- Behave fairly with suppliers to establish a relationship of trust, whether the relationship is one-off or long-term;
- Involve the purchasing department sufficiently early on in order to guarantee the entire purchasing process and the control of legal, financial and operational risks;
- Allow the purchasing department to warn unsuccessful companies (bidders) at the end of a call for tenders by providing objective criteria;
- Compare the offers proposed by the suppliers questioned, on all the questioning criteria, by integrating the global cost;
- Respect a sufficient period of time in the event of a wish to change supplier, in order to allow a viable and acceptable withdrawal from the supplier;
- Prevent situations that could harm sustainable and balanced relationships with suppliers;
- Alert employees to the precautions to be taken in the event of proven economic dependence with a supplier.

WHAT SHOULDN'T I DO?

- During informal or formal exchanges with a supplier, disclose and provide, in particular, information on CA INDOSUEZ's strategy and any other sensitive data that is not publicly available;
- Validate the receipt of services, without worrying about the further processing and payment of the supplier's invoices, and in particular about the payment deadlines required by law and regulations;
- Failing to analyse and take into account all the criteria that could lead to the economic dependence of the supplier during its selection and throughout the relationship with the supplier;
- Terminating a contract without giving sufficient notice to allow the supplier to reorganise its business.



EXAMPLES

► **I want to launch a call for tenders and have five days to choose a supplier: is this possible?**

Suppliers need a minimum time to respond. This is notably required with respect to our suppliers or to ensure that supplier responses are relevant and complete.

► **I want to work with a supplier with whom I am entirely satisfied. I have been working with this supplier for 10 years now and almost all of his sales are generated with the group. Is there a risk?**

The buyer department will obtain information on the service provider, including economic dependence, and will suggest alternative solutions. If the service is suddenly terminated, the risk involved could be financial, operational or legal - including the contractual notice period.

3.5 COMPETITION

DEFINITION

Competition law consists of a set of rules applicable to both private and public enterprises operating in different markets. Its purpose is to maintain the principle of free and fair competition and to ensure consumer protection.

CHALLENGES

Compliance with competition law is a threefold challenge for companies.

- **Economic:** the penalties for non-compliance are heavy and can amount to up to 10% of the company's consolidated worldwide turnover.
- **Image:** any breach is an attack on the company's reputation.
- **Legal:** in France, criminal liability may be incurred. An infringement of competition law can be punished by a prison sentence of 4 years and a fine of €75,000 (a fine of €375,000 for a legal entity).

DETAILS

Many types of behavior, such as cartels and abuse of dominance, can jeopardize free competition. A cartel is an agreement, concerted behavior or a planned and intentional collaboration between companies whose purpose or effect, even potentially, is to coordinate their behavior in order to limit competition. An agreement with a company, be it a competitor or not, may take the form of an oral, written, formal or informal agreement (during a business lunch, or at a trade association event, etc.).

In addition to the most serious forms of cartel, joint fixing of sales prices or commercial conditions, sharing of customers or markets, coordination of invitations to tender or even a joint decision to boycott a customer or supplier also constitute a cartel.

The abuse of a dominant position is aimed at a company, which is in a position to act unilaterally on a given market: pricing policy aimed at eliminating competitors or commercial strategy of eviction, discriminatory practices, etc.

Abuse of economic dependence is characterized by a situation where a company abusively exploits the state of dependence in which a commercial partner finds itself.

Furthermore, certain behaviors of economic actors are deemed to restrict competition and are therefore prohibited regardless of their actual impact on the market. These are known as restrictive practices: obtaining unjustified or disproportionate advantages, significant imbalance, sudden ending of established commercial relations, etc.

THE COMMITMENT OF CA INDOSUEZ

All of CA INDOSUEZ's activities must be carried out in compliance with competition law, one of the basic principles of which is that companies operating in a market must determine their strategy independently. Cartels are therefore strictly prohibited, as are abuses of dominance and practices that restrict competition.

Any exchange of so-called sensitive information is prohibited:

Non-public data that is useful from a strategic point of view (information on prices and price trends, customer lists, market capacity and distribution methods, strategy, costs, etc.) is considered sensitive information. However, it is possible to exchange certain information with the Group's competitors if it is public, relates to a topic of general interest for the profession or is part of professional organisations. This information must then be aggregated and not individually identifiable (statistics, etc.).

WHAT SHOULD I DO?

- Avoid addressing sensitive issues when interacting with third parties outside the Group, regardless of the context;
- If such topics are brought up, put an end to the conversation and immediately notify your manager and the Legal department;
- If in doubt about the degree of sensitivity of the information, check with your Legal manager before undertaking discussions with a competitor or trade association;
- In the context of formal and necessary relations with competitors, clearly indicate the purpose of the exchange, limit the discussion strictly to its purpose and keep a written record;
- Contact the Legal department before entering into any agreement likely to have a significant competitive effect on the market concerned.

WHAT SHOULDN'T I DO?

- Consult with a competitor or exchange information with them on the prices of inter-banking services or on customer prices;
- Conclude any customer, territory or market sharing agreements with competitors;
- Boycott certain customers or suppliers;
- Negotiate clauses such as those limiting the commercial freedom of trading partners without seeking advice from the Legal department.



► **I am participating in a meeting or exchange as a CA INDOSUEZ representative in a professional association. What topics am I allowed to discuss and what arrangements should I make?**

You can discuss various matters and coordinate certain actions with competitors, provided that these exchanges do not involve matters considered sensitive.

Remember that attending, even passively, a meeting where the subject matter may be considered anti-competitive may be considered as joining a cartel. Before a meeting, make sure there is an agenda. If there is a breach of the competition rules, leave the meeting and ask that this be noted in the minutes. Do not hesitate to ask the legal department for help on what to do before, during and after such meetings.

► **I am representing CA INDOSUEZ within the context of its participation in banking pool: what precautions should I take?**

Recourse to the pool must be justified by the nature of the operation and objective reasons, particularly in terms of risk sharing. Coordination between operators should be strictly limited to the financing operation for which the pool was formed. Ensure that coordination never goes beyond that operation and that the minutes reflect this.

► **I am negotiating a contract as a representative of CA INDOSUEZ with one of the company's business partners: what precautions should I take?**

I must ensure that the conditions I wish to impose on the partner do not create a significant imbalance between the partner and Crédit Agricole. A clause is unbalanced when it imposes an obligation without reciprocity or without compensation.



SOCIAL, ENVIRONMENTAL AND SOCIETAL ISSUES

3.6 PROTECTION OF EMPLOYEES' DATA

DEFINITION

Everyone has the right to have their privacy respected. Personal data may only be collected, processed and stored for specific and legitimate purposes. This information must be brought to the attention of all employees.

DETAILS

The use of personal data is precisely regulated according to principles that apply to employees as well as to any other person:

- Only relevant and necessary data with regard to the objectives pursued, which must have been clearly defined beforehand, must be processed;
- Personal data must not be stored indefinitely;
- The necessary measures must be taken to guarantee the confidentiality of the data and to avoid any communication to unauthorised third parties;

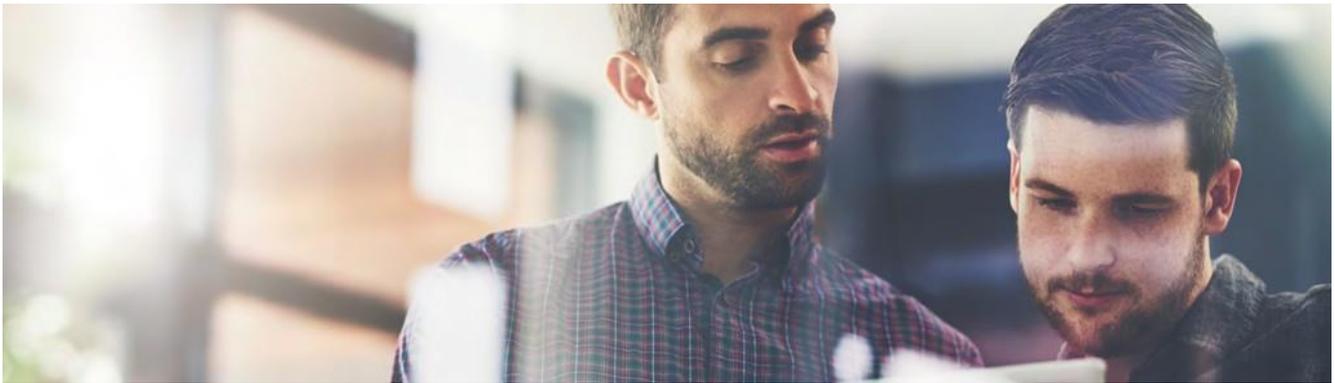
- All persons must be informed of the processing of personal data concerning them. They also have the right to access and rectify information concerning them, and may object to the processing of such information on legitimate grounds.

The destruction, loss, alteration, disclosure or unauthorised access to personal data may infringe on the rights of individuals and the individual and collective freedoms of employees. It is therefore essential to respect internal rules and procedures.

THE COMMITMENT OF CA INDOSUEZ

In a context where everyone is increasingly required to communicate personal data in a dematerialized environment, CA INDOSUEZ has adopted a governance text based on five principles: usefulness and loyalty, ethics, transparency and education, security, and customer control over how their data is used.

As an employer, CA INDOSUEZ adheres to the same process and guarantees its employees the protection of their personal data and respect for their privacy.



WHAT SHOULD I DO?

- Ensure the appropriateness and relevance of the information collected;
- Ensure that each use of personal data is recorded in the personal data processing register, in accordance with internal procedures;
- Inform our employees on how the personal data they have given us is used;
- Guarantee employees' right to privacy notably by not transmitting their information to unauthorized persons and ensuring personal data are kept securely;
- Request the correction or deletion of inaccurate or incomplete data;
- In the event of subcontracting, ensure that services providers respect these same principles.

WHAT SHOULDN'T I DO?

- Collect personal information that does not match a specific and necessary use;
- Communicate people's personal data to any unauthorized third parties, whether internal or external, without their express consent;
- Conserve personal data without any authorisation.



EXEMPLE

► **As part of my duties, I have access to the personal data of all employees in my area of management. I have not had time to finish my file this evening and have made a copy of the information so that I can get on with my work in transit. Unfortunately, my bag with my laptop and documents was stolen on the train. Should I report it?**

It is imperative you report this theft to your manager as well as to the Personal Data Protection Officer (DPO). Not only is there business information on your computer, but you also have copied personal data. The loss of this USB key could have serious consequences and cause significant damage, both on the Company and the employees.

Never copy any personal data whether onto your computer or external devices, particularly when these data are not encrypted. To ensure the security of personal data, it is essential to respect the internal rules and procedures.

3.7 HEALTH AND SAFETY AT WORK

DEFINITION

Companies must take the necessary steps to ensure the safety and protect the physical and mental health of their employees. These measures notably include implementing a strategy to prevent occupational risks as well as carrying out information campaigns and training sessions.

THE COMMITMENT OF CA INDOSUEZ

Everyone working for or with CA INDOSUEZ must be able to achieve their full potential in a safe and secure environment. CA INDOSUEZ undertakes to take all necessary measures to ensure the safety and protect the physical and mental health of its employees.

However, safety in the workplace also depends on all of us. All Company employees must take care, in accordance with their training and the best of their abilities, of their own safety and health, and that of the other persons concerned by their acts or omissions at work.

WHAT SHOULD I DO?

- Become acquainted with, and respect CA INDOSUEZ's health and safety rules;
- Make sure that your actions and conduct present no risks to you or for other people;
- Contribute to safety and security in the workplace. This includes participating in safety drills and training programs organized by the Company and reporting any situation that could constitute a risk to security and safety in the workplace to the Human Resources department.

WHAT SHOULDN'T I DO?

- Ignore CA INDOSUEZ's rules on health and safety at work;
- Ignore any situation that could compromise the safety and security of our working environment.



EXAMPLES

- ▶ **I have noticed a change in behaviour of a colleague of mine: he seems very stressed, isolates himself, has lunched alone for some time and refuses to discuss anything. It worries me but I don't know what I can do.**

This situation troubles you. It is important you share this information with your manager or Human Resources department, so that they can intervene rapidly, in the interest, and for the good of the person concerned.

- ▶ **During the last fire drill, I realized that the two people responsible for evacuating my unit were both absent; one colleague didn't know what to do. Should I notify someone?**

During the drill, you noticed a glitch in the drill procedure that could have compromised the safety of a colleague. You must inform the security officer in writing, so that she or he can rectify the situation and take the necessary measures to ensure the security of all persons on the site.

3.8 NON-DISCRIMINATION

DEFINITION

Discrimination is a form of unequal treatment that is based on a prohibited criterion and falls within the area covered by legislation. In specific terms, discrimination is the act of distinguishing someone based on a set of criteria or distinctive characters.

DETAILS

The law on discrimination currently in force defines twenty-three discrimination criteria:

- Origin ;
- Gender;
- Family situation;
- Pregnancy;
- Physical appearance;
- The particular vulnerability of a person resulting from their socio-economic situation which is clear or known to its author;
- Surname;
- Address;
- Bank information;
- State of health;
- Loss of autonomy;
- Disability;
- Genetic characteristics;
- Morals;
- Sexual orientation;
- Gender identity;
- Age;

- Political opinion;
- Trade union or cooperative activities ;
- The ability to express oneself in a language other than French ;
- Actual or alleged membership or non-membership of an ethnic group, a nation or an alleged race ;
- The exercise of an elective term of office;
- Religious convictions.

According to law, discrimination may be direct:

"The situation in which... a person is treated less favorably than another is, has been or would have been treated, in a comparable situation".

Or

According to law, discrimination may be indirect:

"An apparently neutral provision, criterion or practice that may, for one of the reasons mentioned in the first paragraph, be of particular disadvantage to persons in relation to other persons, unless that provision, criterion or practice is objectively justified by a legitimate aim and that the means to achieve that end are necessary and appropriate".

THE COMMITMENT OF CA INDOSUEZ

CA INDOSUEZ is committed to raising the awareness of its executives, managers and employees about issues of non-discrimination. To act in favour of gender equality and diversity is to allow employees to feel they are treated fairly from the moment they join the Company, and throughout their career in the Company. A working environment in which everyone feels respected regardless of their unique character enhances performance and drives motivation.

WHAT SHOULD I DO?

- Reject all forms of discrimination against employees, customers, suppliers, services providers and other persons having relations with CA INDOSUEZ;
- Do not accept any practice nor behaviour that would or could be discriminatory against employees, suppliers, customers, etc. Help, talk about it and if necessary, consult your manager and HR department ;
- If you are a manager, be careful to base your decisions on objective criteria and do not have any prejudices.

WHAT SHOULDN'T I DO?

- Treat people differently on the basis of criteria prohibited by law, which places them at a disadvantage compared to others;
- Contribute to creating a hostile climate that is conducive to discrimination.



EXAMPLE

An employee tells me that they want to take a day off to celebrate a religious holiday that does not fall on a public holiday. Can I grant them the day off?

There is no reason to take a day off for a religious holiday other than those falling on public holidays. Leave dates must be decided with the manager and take into account the proper functioning of the service in question. If necessary, you must be able to justify your refusal to accept a request for leave objectively.

3.9 DIVERSITY AND GENDER EQUALITY

DEFINITION

Companies must comply with CA INDOSUEZ's obligations regarding gender equality and the employment of people with disabilities.

DETAILS

Companies with 50 or more employees must conclude an agreement on professional equality between women and men or, failing that, draw up an action plan. This agreement is based on a diagnosis of the differences between the situations of women and men and results, in particular, in the development of a strategy of actions to reduce the observed differences as well as the follow-up and promotion of actions in favor of professional equality.

Companies with 20 or more employees are required to employ disabled workers on a full-time or part-time basis in a proportion of 6% of the company's total workforce. If they do not meet this obligation, they must pay a contribution to the social organizations URSSAF / MSA to which they belong. This contribution is paid into a fund for the professional integration of disabled people.

THE COMMITMENT OF CA INDOSUEZ

In addition to its legal obligations, CA INDOSUEZ considers that diversity is a factor that enhances performance and attractiveness. Promoting gender diversity is about creating an open and responsible corporate culture that fosters internal cohesion and progress.

This commitment is reflected in concrete actions, such as promoting women to positions with managerial responsibility and within the management committees, or integrating people with disabilities.

WHAT SHOULD I DO?

- Be attentive to making an objective judgement focused on skills in all managerial decisions;
- Obtain several different opinions to foster objectivity;
- Ensure that your teams are made up of a balanced proportion of women and men.

WHAT SHOULDN'T I DO?

- Make a decision on the basis of non-objective criteria;
- Implement processes that could lead to unequal gender treatment or even discrimination, even though the purpose of these processes was initially intended to resolve inequalities.



EXAMPLES

- ▶ **Most of the people in my team are men. One of my staff is retiring in a few weeks and I'm thinking about replacing him with someone in the team. Should I focus on promoting a woman?**

Above all, base your judgement on the skills of everybody in your team and choose the person best suited to fulfil the duties of the job.

- ▶ **I have received several applications for a vacant position on my team. After carrying out several interviews, the person whose skills are most in line with the job requirements is disabled. How will my team react?**

It is essential to remember that a person's skills are the only factor to be taken into account when recruiting. As a manager, if you have any concerns about the successful integration of this new employee into your team, do not hesitate to ask your Human Resources contacts. If necessary, actions can be implemented, with the support of the Disability Integration Manager of your entity, to ensure that the employee's integration into the team is carried out in the best possible way.

3.10 FIGHT AGAINST HARASSMENT

DEFINITION

The law punishes the harassment of others through repeated comments or behaviour, the purpose or effect of which is to cause a deterioration in working conditions, and which may infringe upon their rights and dignity, impair their physical or mental health, or compromise their professional future.

DETAILS

Moral harassment can take several forms:

- Derogatory remarks;
- Humiliation or bullying;
- Insults.

Sexual harassment is the act of repeatedly making sexual

comments towards or imposing behaviour of sexual nature on a person that undermines their dignity because of their degrading or humiliating nature or create an intimidating, hostile or offensive environment.

Sexual harassment also covers the use, be it recurring or not, of any form of serious coercion for the purposes of obtaining an act of a sexual nature, whether it is sought for the benefit of the perpetrator or for the benefit of a third party.

THE COMMITMENT OF CA INDOSUEZ

CA INDOSUEZ is committed to the prevention, detection and resolution of these acts, which are severely punishable offenses.

Every company with at least 250 employees has a designated representative who is responsible for guiding, informing and supporting employees in the fight against sexual harassment and gender-based violence.

You can contact the Human Resources Department to find out the name of the person designated by the company.

No employee, trainee or intern can be sanctioned, dismissed or discriminated against for having suffered or refused to accept sexual harassment or acts of moral harassment or for testifying on such acts or disclosing them.

WHAT SHOULD I DO?

- Become acquainted with the Company's internal prevention and action policies and procedures;
- Be attentive to everyone around you, contact the Human Resources department if you become aware of a case of harassment.

WHAT SHOULDN'T I DO?

- Ignore a situation of harassment that you know about, whether you are the victim or a witness, irrespective of the reason or the alleged ramifications.



EXAMPLES

- ▶ **A colleague of mine is being repeatedly subject, in a humiliating way, to criticism of their work and being reproached in front of the rest of the team. His/her work is automatically being called into question and he/she is being reprimanded without any verification of the performance of their tasks. He/she is taking more and more time off for sick leave.**

Remind everyone that relationships in the workplace must be fair and respectful. If necessary, quickly get in touch with your manager or Human Resources contact so that they can take action rapidly to put an end to this situation of harassment.

- ▶ **A colleague is particularly intimidating and humiliating. He/she frequently makes sexual innuendos towards me and make inappropriate gestures. Despite my insistence that they stop this behaviour, he/she keeps pestering me for a date.**

Report this unacceptable behaviour quickly to your manager or Human Resources contact in order to alert them to this unacceptable behaviour. You can also seek the support of an employee representative to accompany and support you so that this situation stops as soon as possible.

3.11 EXTRA-PROFESSIONAL ACTIVITIES

DEFINITION

An extra-professional activity is an activity that you undertake outside your working hours. The concept of pluriactivity can be defined as the simultaneous exercise by the same person of two or more activities of a professional, trade union or political nature.

DETAILS

The exercise of a salaried job does not prohibit the exercise of an independent activity in parallel. Accumulation is possible since only the salaried activity is subject to the regulations on working hours. Therefore, the employee can, for example, carry out an activity under a social form (association).

However, if the principle is freedom of work, the employee must respect professional ethics with respect to his employer. Indeed, throughout the duration of the employment contract, the employee is bound by an obligation of loyalty towards his employer. Generally speaking, this obligation consists of not harming the reputation or the proper functioning of the company, in particular by acts of disparagement or competition contrary to the company's interests.

Obtaining a formal agreement to engage in certain outside activities

The acceptance of a corporate mandate (as director, member of the supervisory board or the management board, Chairman, Chief Executive Officer, Deputy Chief Executive Officer, Manager, etc.) in another credit institution, investment firm or other commercial company, even in a personal capacity, must be subject to prior authorization from the Compliance Officer.

Acceptance of a consulting position or assignment, even if unpaid, or of any paid position outside the group is subject to prior written approval from management.

Any participation as a speaker at a conference or seminar as well as any publication of a book or article related to the activities of CA INDOSUEZ must receive prior approval from the hierarchy and information from the CA INDOSUEZ Compliance Officer.

With the exception of stock market transactions, it is forbidden to participate in any form whatsoever in the business of CA INDOSUEZ's clients, whether companies or private clients, without prior written approval from the hierarchy.

Any message on social forums related to CA INDOSUEZ's activities or referring to it is prohibited.

CA INDOSUEZ or its employees must receive prior approval from management and the Communication Department.

WHAT SHOULD I DO?

- Inform your manager beforehand if you're contemplating exercising a remunerated activity outside your working hours (except for the production of scientific, literary or artistic works);
- Be transparent with your manager, and declare the status of your situation to the Compliance Manager;
- Respect the obligation of confidentiality, professional secrecy and trade secrets;
- Be well acquainted with the terms of your employment contract in order to apply the clauses that you are required to respect. If necessary, ask the Human Resources department to explain it to you.

WHAT SHOULDN'T I DO?

- Exercise an activity that competes with that of the Company during the term of your employment contract (including using a period of leave to perform a remunerated activity or training period with a company, whether or not it is a competitor);
- Perform an extra-professional activity in addition to your professional activity, that could prevent you from achieving the objectives defined in the context of your salaried activity, or generate conflicts of interests;
- Exercise your extra-professional activity during the working hours defined in your contract;
- Use the equipment and resources put at your disposal within the context of your work for your extra-professional activities.



EXEMPLE

► **I am a volunteer in a local association whose values seem very close to those of CA INDOSUEZ. Can I use the office-photocopying machine to print the association's advertising materials?**

No, you cannot use Company materials or any other corporate resources for the purposes of any extra-professional activity.

3.12 ENVIRONMENTAL STRATEGY

DEFINITION

The European Commission defines Corporate Social Responsibility (CSR) as the voluntary integration of social and environmental concerns into the business activities of companies and their relations with their stakeholders.

In other words, CSR is the contribution of companies to the challenges of sustainable development.

DETAILS

To contribute to sustainable development, companies commit to:

- Taking into account stakeholders' expectations;
- Fully meeting legal obligations or even going beyond them;
- Integrating this responsibility across the organization and implementing it in all internal and external relations.

THE COMMITMENT OF CA INDOSUEZ

CA INDOSUEZ intends to be a committed player in a fair climate transition. While economic growth brings progress and social inclusion, greenhouse gas emissions intensify climate change and social injustice over time. The challenge is therefore to successfully decouple economic growth from the production of greenhouse gas emissions. CA INDOSUEZ wishes to accompany this metamorphosis and integrate the issue of climate and social cohesion into the heart of its businesses.

WHAT SHOULD I DO?

- Take action and take into consideration the direct and indirect impacts on the environment generated by my work;
- Commit to contributing to the Group's role as a supporter of the climate transition and as an influencer for a more sustainable economy, particularly in my dealings with customers and stakeholders, and in any speeches I may make to the outside world.

WHAT SHOULDN'T I DO?

- Ignore the environmental objectives and commitments made by the Group;
- Believe that CA INDOSUEZ is not concerned by the environment.



EXAMPLES

- ▶ **A colleague believes that because we already comply with environmental legislation, it is pointless to implement any new environmental measures.**

You can reply by saying that the Group's commitment to the environment goes beyond compliance with the law and regulations: our environmental and Corporate Social Responsibility policies drive performance and enhance corporate identity. In addition to the positive impacts generated for stakeholders, the reduction in raw material consumption significantly reduces our costs. Taking environmental risks into account in advance helps reduce our risks. In addition, financing the energy transition is a source of development for future activities.

- ▶ **I do not understand why we, as a bank, should be concerned with the environment. We are not an industrial company with factories.**

As a key player in the banking sector, we have a duty as leader to serve as a role model. Our decisions can guide and prompt industrial projects to adopt less polluting or even virtuous techniques. Our operations (namely, the construction and operation of our buildings, employee business travel, the impacts of our IT System and waste-sorting activity) can still be improved in order to reduce our environmental footprint. Our environmental policy is fully integrated into all our activities and businesses. It fosters innovation to serve our customers.



3.13 CONTRIBUTION TO THE REGIONS

DEFINITION

Every day, CA INDOSUEZ's offices strive to contribute to the development of the territories by strongly supporting their economic and social dynamism and by working for a better-shared economic development.

THE COMMITMENT OF CA INDOSUEZ

- Our purpose "Acting every day in the interest of our clients and society" expresses our commitment, guides our actions and gives meaning to our strategy to nurture the trust of our clients over the long term. With this in mind, CA INDOSUEZ has set itself the goal of having a positive territorial footprint, participating in the life and social development of the territories, supporting local entrepreneurship, and allocating savings to activities with a positive impact on the territory.
- CA INDOSUEZ allows and encourages employee involvement to support a wide range of economic, social and cultural development initiatives.
- Its commitment also takes the form of actions to prevent situations of fragility or solidarity. Finally, CA INDOSUEZ contributes to development aid in emerging countries in areas such as the fight against poverty and exclusion support for agriculture and rural development.

WHAT SHOULD I DO?

- Understand that regional support is an integral part of the CA INDOSUEZ's culture. Close customer relationships, responsibility and solidarity are the values that should encourage you to contribute to actions designed to improve regional development conditions;
- Automatically take into account local characteristics in your professional activities;
- Work for social cohesion and good living together in area where my professional activities are carried out in line with the Raison d'Être of CA INDOSUEZ.

WHAT SHOULDN'T I DO?

- Involve the CA INDOSUEZ in actions that do not respect to the Group's regional commitments.



► I am not sure why Crédit Agricole S.A. is concerned by contributing to the regions: I would have thought that was the role of the Regional Banks?

Two examples show that the group contributes at its level to the economic development of the regions:

- In December 2020, Crédit Agricole S.A. issued an inaugural €1 billion social bond to support local, sustainable and inclusive growth in the regions. It aims to revitalize regions and reduce social inequalities, in particular by promoting employment, through financing in the regions;
- Some of the purchases that are required for Crédit Agricole S.A.'s operations are sourced from local suppliers.



ANTICORRUPTION SPONSORSHIP AND PATRONAGE ISSUES

MESSAGE FROM THE CEO OF CREDIT AGRICOLE SA

The long-standing values of our Group: “close customer relationships, responsibility and solidarity” mean that people drive our actions and are central to our purpose. Our values and principles require each person to act in an irreproachable manner. We share the belief that these values and principles drive strength and growth.

It was with this in mind that the Anti-Corruption Code of Conduct was drawn up in order to bring together the guidelines for good conduct in terms of the fight against corruption and influence peddling, and to underscore our zero tolerance policy with regard to any infringement of the rules in this Code. As such, the Group has obtained ISO 37001 certification for its anticorruption management system.

This Code summarizes the situations we may face and provides the necessary information to assist us in making decisions that are in accordance with the laws and regulations in force, notably the «Sapin II» law, and that are also in line with the values and the principles of the Group. This Code should be read in conjunction with the Group’s Code of Ethics.

It concerns all of us, irrespective of our position in the organization, our duties or the country where we work, and serves as a reference for our partners (suppliers, customers, etc.).

Everybody plays a role in the development of the Group and must respect the Anti-Corruption Code of Conduct. We are counting on you.

Philippe BRASSAC

DETAILS CONCERNING THE APPLICATION OF THE ANTI-CORRUPTION SECTION OF THE CODE OF CONDUCT

The general rules regarding how to use the Code of Conduct apply to the anti-corruption section and, in particular, the “right to notify”.

WHO DO THE ANTI-CORRUPTION RULES APPLY TO?

The Anti-Corruption Code of Conduct applies to everyone in the Group, be they directors, executives, managers or employees (whether permanent and fixed-term employees, trainees, people on work-study and interns) regardless of their position and duties and the Group's temporary external workers (hereafter, “Employees”). This Code is applicable across the Group and its subsidiaries around the world.

WHAT ARE THE EMPLOYEES' OBLIGATIONS?

The Anti-Corruption Code of Conduct is incorporated into the Rules of Procedure and its application is mandatory. Everyone must be acquainted with, and act in accordance with the principles and rules of the Code, in performing their duties.

We are all responsible for our actions and therefore have a duty of constant vigilance.

If we observe or suspect an act or behavior that is unethical, contrary to the Group's values or to regulations, or if we are pressured to commit an unethical act, contrary to the Group's values or to the law, it is the duty of each of us to speak to our manager without delay. We also have the right to alert the Compliance Officer or, in certain cases, the regulatory authorities of an anomaly.

WHAT ARE THE CONSEQUENCES OF INFRINGING THE CODE?

The rules of conduct set out in this Anti-Corruption Code are related to Internal Regulations. In accordance with the latter, sanctions may be imposed on anyone who infringes these principles and legal obligations.

REMEMBER

3

KEY RULES

- **In the case of employees**, all acts of corruption are subject to disciplinary sanctions, as set out in the Internal Regulations, and also to administrative, civil and criminal penalties of up to ten years' imprisonment and 1,000,000 euros in fines in the case of public corruption.
- **As a legal entity**, each entity of the group may not only incur fines, but also market exclusions or withdrawals of authorizations, and can be prohibited from raising financing which would, moreover, damage its reputation.
- **To provide further information**: the complete system and procedures implemented by the Group to fight against corruption are available in your Intranet space.

3.14 FIGHT AGAINST CORRUPTION

DEFINITION

Corruption is the act of an individual in a specific public or private office who solicits, proposes or accepts a gift, an offer or a promise for the purposes of performing, delaying or omitting to perform an act which is, directly or indirectly, within the sphere of their duties.

DETAILS

In French law, a distinction is made between the offence of active bribery - the briber - and the offence of passive bribery - the bribe-taker - punishable by up to 10 years' imprisonment in France (public corruption).

Active bribery is the act of offering, directly or indirectly, offers, promises, gifts, presents or benefits of any kind to a public

official or private person in order to perform or not to perform an act within the scope of his or her function.

Passive bribery concerns a public official or a private person who directly or indirectly solicits or accepts offers, promises, gifts, presents or benefits of any kind for him/herself or for others, in order to perform or not to perform an act within the scope of his/her function.

THE COMMITMENT OF CA INDOSUEZ

Our policy is zero tolerance of bribery, including facilitation payments. No employee may engage in bribery in any form or for any reason. Corruption hinders free competition and harms economic development; it can have very serious financial, commercial and criminal consequences, and can seriously damage the reputation and image of CA INDOSUEZ. Employees who participate in corruption are also liable to disciplinary and even criminal sanctions.

WHAT SHOULD I DO?

- If you feel pressure from, or are solicited by a third party, inform your manager and the Fraud Prevention and Anti-Corruption unit;
- Declare internally all gifts and benefits worth over €150 that are offered or received, or sent directly to your home;
- Respect the existing approval procedures for expenses incurred by staff members;
- Be constantly on the alert and monitor all of your relationships with intermediaries and suppliers;
- Respect the recruitment procedures defined by CA INDOSUEZ;
- Ensure that all payments are substantiated, documented and properly authorized.

WHAT SHOULDN'T I DO?

- Offer, promise or agree to giving a benefit (financial or otherwise) to a third party, for the purposes of inducing them to improperly perform or refrain from performing an act;
- Solicit, receive or accept any benefits (financial or otherwise) in exchange for performing a task, give consent under a commercial agreement or carry out any other action in the course of my duties or activities;
- Give preference to a third party in calls for tenders;
- Offer or accept gifts and benefits other than those that have been authorized;
- Accept an offer by a third party to finance a trip for you, either partially or in full, even if it is for business reasons.



EXAMPLES

- **One of my suppliers has offered me a weekend by the sea. In exchange, all I need to do is reduce his due payment date by a few weeks. Can I do this?**

It is forbidden to take advantage of your position or duties to receive any gifts or benefits. Immediately alert your manager, the Fraud Prevention and Anti-Corruption unit, and the Procurement department, to the fact that someone has tried to bribe you.

- **A supplier with whom I have very good relations has invited me to a trade show on the other side of the world; he also offered to pay part of my trip. What should I do?**

Politely decline the offer. To preserve the independence of CA INDOSUEZ and its employees, it is not possible to allow a third party to pay for all or part of a trip, even a business one.

- **One of my line managers requested that I ask one of our usual outside contractors to hire a member of his family. What should I do?**

Politely decline the request and tell your direct manager.

3.15 FIGHT AGAINST INFLUENCE PEDDLING AND INTERACTION WITH PUBLIC OFFICIALS

DEFINITION

Influence peddling is the act of persons in a position of public authority or entrusted with a public services mission, or elected officials, who solicit or illegally accept offers, promises, donations, presents or benefits of any kind for themselves or for others, with the aim of using their real or supposed influence to obtain awards, jobs, markets or any other positive decision from a public authority or public administration.

DETAILS

Influence peddling is the act of monetizing a person's position or real or supposed influence in order to influence a decision to be made by a third party.

This involves three parties: the beneficiary (who provides the benefits or makes the donations), the intermediary (who uses the credit he has because of his position) and the target person, who holds the decision-making power (public authority or administration, magistrate, expert, etc.).

Criminal law distinguishes between active influence peddling, concerning the beneficiary, and passive influence peddling, concerning the intermediary. Each of the two offences is treated separately and punished in the same way, carrying a prison sentence of up to ten years.

THE COMMITMENT OF CA INDOSUEZ

All employees must adopt business behaviour that is in accordance with French anti-corruption regulations and which is applicable in the countries where we operate. Offering gifts, benefits or public relations activities to public officials is strictly prohibited. Certain activities involving public officials require particular vigilance.

WHAT SHOULD I DO?

- If pressured or solicited by a public official, alert your manager and the Fraud Prevention and Anti-Corruption unit of the Compliance department;
- Comply with the procedures for activities involving public officials;
- Be constantly on the alert and regularly monitor all transactions involving public officials;
- Ensure that all payments and expenses involving public officials are properly authorized, accounted for and documented.

WHAT SHOULDN'T I DO?

- Offer, promise or consent to giving a benefit (financial or otherwise) to a public official, for the purposes of inducing them to improperly perform or refrain from performing an act;
- Give the preference to relative of a public official within the context of a call for tenders or recruitment process;
- Give cash to public officials.



EXAMPLES

- **To open a subsidiary in a foreign country, we have to obtain a banking license. An employee of a government department in this country offered to exert influence on the person in charge of granting licenses and asked me to pay part of the amount required into a bank account. What should I do?**

Refuse and notify your manager as soon as possible and seek advice from the Compliance Manager to avoid becoming involved in a corrupt procedure.

- **I am in charge of a sales department within the Group, a municipality seeking funding is seeking information about the local banks, including our Group. One of my acquaintances, who is the deputy mayor of the municipality, is offering to use his influence to discretely obtain a copy of the competing offers from the mayor. In exchange, they want an expensive gift. What should I do?**

Refuse the request, which constitutes an active act of influence peddling. Discuss it with your manager.

3.16 FIGHT AGAINST FACILITATION PAYMENTS

DEFINITION

Facilitation payments are generally small sums of money that are paid directly or indirectly to public officials in order to carry out or speed up formal administrative procedures. These payments are notably made within the context of processing visa applications, issuing authorizations, permits and licenses and for customs procedures.

DETAILS

Facilitation payments are considered corrupt acts. These are prohibited by the OECD Convention on Combating Bribery of Foreign Public Officials in International Business Transactions of 17 December 1997 and the Sapin II law of 9 December 2016.

THE COMMITMENT OF CA INDOSUEZ

Facilitation payments are strictly forbidden. Only in exceptional cases, particularly where the security or physical safety of an employee is threatened, can exceptions be made. In such situations, the Compliance Manager should be notified as soon as possible.

In addition, facilitation payments must be duly identified and recorded in the accounting books and documents of the Company.

WHAT SHOULD I DO?

- Consult your manager or the Compliance Manager if you receive a request for a facilitation payment from a public official;
- Alert your manager or the Compliance Manager if, in the context of an exceptional situation, you have made a transaction that may be considered a facilitation payment;
- Keep all documents relating to any transaction that could be considered a facilitation payment.

WHAT SHOULDN'T I DO?

- Offer, promise or give a benefit (financial or otherwise) to a public official within the context of performing a routine administrative task;
- Mediate on your own when dealing with a facilitation payment request.



- ▶ **To obtain a permit within the context of a real estate construction programme, an official offers to speed up the authorisation process, which usually takes several months, in exchange for a gratuity. Should I pay?**

No, because this sum is not a legitimate expense. Inform your manager or your Compliance Manager because facilitation payments can be considered as corrupt acts.

- ▶ **I have to go on a business trip to a country for which I need a visa. At the embassy, an agent informs me that the time to obtain the visa is longer than I had foreseen. They are offering to speed up the process for me if I offer them some seats for a show. What should I do?**

To avoid any act of corruption, politely decline the offer and immediately inform your manager or the Compliance Manager.

3.17 CONFLICTS OF INTERESTS

DEFINITION

Conflict of interest is a situation where the personal interests of an employee may conflict with those of CA INDOSUEZ. In other words, it is a situation in which the personal interests of a member of the company, from the employee to the management bodies, are likely to influence his or her power of assessment or decision in the performance of his or her professional duties. Among the different types of conflicts of interest are those of a personal nature (such as a family relationship), professional (in business relationships), financial (in the case of personal loans) and political (through influence on the company).

THE COMMITMENT OF CA INDOSUEZ

CA INDOSUEZ has an active policy of preventing conflicts of interest. Conflicts of interest may constitute corruption or influence peddling and expose the company and its employees to accusations of partiality or dishonesty. They can also have consequences on the reputation of CA INDOSUEZ and its employees.

WHAT SHOULD I DO?

- Comply with CA INDOSUEZ's principles and preventive measures concerning, in particular, gifts and benefits, public relations operations and extra-professional activities, in order to ensure that I maintain my independence of judgment and avoid situations of conflict of interest ;
- Declare my elected public offices to my manager and Compliance Manager;
- Declare all privately-held administrative, management or executive mandates with any for-profit and non-profit organisations, customers or suppliers of CA INDOSUEZ to my manager and Compliance Manager, and request prior approval to hold a corporate office outside CA INDOSUEZ;
- Inform my manager of any personal or family ties I may have with a third party in relation to my Company;
- Inform my Compliance Manager of any potential direct or indirect conflict of interests and abstain to participate in debates or decision-making on the subjects concerned.

WHAT SHOULDN'T I DO?

- Make decisions if your discretion or decisions could be influenced or altered by personal considerations or by pressures imposed by a third party;
- Conceal information about any conflict of interests or situations that could create such a situation;
- Acquire positions of interest in a competitor, customer or supplier.



EXAMPLES

- ▶ **My manager asked my opinion on selecting a new supplier because he's hesitating between two companies. It turns out that the manager of one of the companies is a childhood friend of mine. How should I react?**
To avoid any conflict of interests, inform your manager in writing about this relationship and withdraw from the selection process.
- ▶ **My brother is a services provider in a training organisation, and the solutions he's offering are competitive and adapted to our needs. Should I say no?**
Report this situation in writing to your manager who will take all measures to avoid a possible conflict of interests, in particular do not participate in the provider-selection process.
- ▶ **I am an employee of CA INDOSUEZ with an appointment as a board member in a company in which the Group is a shareholder. What should I do?**
Report the situation to your manager and/or Compliance Manager, and do not participate in any discussions and decision-making on matters that could create a conflict of interests.

3.18 GIFTS AND INVITATIONS

DEFINITION

Corporate gifts are those that are offered within the context of business relations. Some may be worth a significant value (trips, electronic equipment, etc.) and are therefore monitored to avoid any risk of corruption.

Invitations include any form of social contact and invitation either offered or received. In a commercial context, these public relations interactions take the form of meals, hotel accommodation, seminars, conventions or conferences, or invitations to sports, cultural and social events, as well as business and press trips.

THE COMMITMENT OF CA INDOSUEZ

Employees must refrain from accepting gifts or invitations, directly or indirectly, that might compromise their independence, impartiality or integrity, even unintentionally. They must refuse any gift or invitation that could place them in a conflict of interest situation. Similarly, it is forbidden to solicit gifts from individuals or companies that have business relations or are trying to develop business relations with the Group.

For gifts and benefits accepted or granted, a value of 150 euros is set. If the value of the gift or benefit exceeds the authorized amount, the employee must, before accepting it, make a request to his or her manager, who must notify the Compliance Manager.

CA INDOSUEZ does not prohibit the presentation or acceptance of public relations operations. These are expressions of courtesy and welcome between business partners. However, such public relations must have a clear business justification. For all public relations events, the customer must be accompanied by the employee of the entity that issued the invitation.

WHAT SHOULD I DO?

- If you are a manager, make sure that your staff are aware of the rules regarding gifts and invitations, public relations activities and business trips;
- Before accepting a gift or an invitation, ask yourself how this could be perceived publicly and refuse offers that might create a conflict of interests for you;
- Be transparent with your manager to avoid any suspicion;
- Refuse invitations to high-worth events;
- If you accept an invitation, pay the associated travel and accommodation expenses;
- Comply with the internal declaration procedure.

WHAT SHOULDN'T I DO?

- Accept or give any gifts or benefits worth more than the authorised fixed amount or receive any of these at your personal address, regardless of the amount;
- Solicit any form of gift or benefit for your own account or for that of a third party;
- Receive any form of remuneration from a counterparty, an intermediary, a supplier or a customer, either directly or indirectly;
- Give or receive gifts in cash;
- Offer or accept any public relations gifts or invitations that could damage the image of CA INDOSUEZ or Crédit Agricole Group.



EXAMPLES

▶ **I have been invited by one of our suppliers to a trade show abroad. How should I react?**

All forms of travel, even of a strictly professional nature and paid for by a third company, are forbidden. Decline the offer politely and explain clearly the reasons why. It is your division that takes care of all your business expenses. If you are accompanied by a relative, it is up to you to pay his/her expenses.

▶ **Can I offer a customer tickets to a show without attending myself?**

No, an employee must attend as a representative of his business activity. The same goes for invitations received from providers.

▶ **I received some small gifts sent to my personal address from one of my business contacts. I am not very comfortable with this because my manager does not know: what should I do?**

The right thing to do is to tell your manager and seek advice from the Compliance Manager. They will tell you the most appropriate way to handle the situation and avoid becoming involved in any corrupt dealings.

3.19 LOBBYING AND FINANCING POLITICAL PARTIES

DEFINITION

Lobbying or the representation of interests describes any direct or indirect communication with public officials for the purposes of influencing public decisions. Consulting people representing interests enables the legislator to obtain information about how the law is enforced and how to improve it. It also gives public decision makers greater insight into what civil society expects.

The financing of political parties by legal entities (companies, foundations, etc.) is strictly forbidden.

THE COMMITMENT OF CA INDOSUEZ

In cooperation with experts and practitioners from the different entities of CA INDOSUEZ, lobbying enables the Crédit Agricole Group to make a positive and important contribution to international, European and national public debates, whether political or technical. The purpose of lobbying is to provide a well-founded view of the impact of public decisions on the Group and to protect and/or promote its interests. The Crédit Agricole Group has formalized its commitments through a charter, the Responsible Lobbying Charter.

In addition to fully respecting the ban on financing political parties, including in countries where this practice is permitted, Credit Agricole Group insists that all information pertaining to the convictions and political commitments of CA INDOSUEZ employees remain personal, in order never to implicate or jeopardize the Group's reputation. These activities must be carried out outside working hours and outside the Group.

WHAT SHOULD I DO?

- Be transparent about my lobbying activities, both within and outside the Crédit Agricole Group;
- Report on my mandates in the various professional associations;
- Base my arguments on reliable information that has been subject to internal analysis and expertise;
- Highlight the consequences for the different stakeholders;
- Appear on the registers of interest representatives, when they exist, of the organizations with which I am required to carry out our lobbying activities;
- Keep an updated list of meetings organized at my request with public decision-makers, with the aim of influencing a public decision, and this in order to be able to draw up the annual report of my activities provided for by the law;
- Declare to my manager and to my Compliance Officer my public elective mandates;
- Ensure that my political opinions and actions do not commit the Crédit Agricole Group;
- Refuse any solicitation of political support, in any form whatsoever, which could engage the responsibility of the Crédit Agricole Group.

WHAT SHOULDN'T I DO?

- Use corruption and any dishonest or abusive practices;
- Use the resources or funds of the Group to engage it in fund-raising or political support activities ;
- Offer or accept any gifts and benefits.



EXAMPLES

► **What should I do if one of our customers asks me to support his political campaign in the local elections?**

Refuse this request for support in order to ensure the political neutrality of the Group and immediately inform your manager or your Compliance Manager.

► **I work in a country where it is customary for large foreign companies to make contributions to the main political parties. Is a contribution on behalf of the Crédit Agricole Group possible?**

No. Even if local law and custom permit such a contribution, it may result in Group liability. Inform your manager and the Compliance Officer immediately.

3.20 PATRONAGE AND CHARITABLE ACTIONS

DEFINITION

Patronage enables companies to make donations to organisations in the form of financial or material support for the purposes of supporting a work of general interest or acquiring a cultural object.

A charitable contribution is a grant or donation made to an organisation for a charitable purpose. It may take the form of a cash or an in-kind contribution or a service

THE COMMITMENT OF CA INDOSUEZ

CA INDOSUEZ and its subsidiaries supports charitable actions that contribute to the well-being of the population in areas where the group operates.

This contribution must comply with Credit Agricole Group's Code of Ethics. More specifically, the Group prioritises contributions made in countries where it operates and in areas that preserve heritage, solidarity, education, arts, culture and health, etc.

The Communications Department, under the control of General Management, has the sole authority to decide on the sponsorship and patronage policy. Sponsorship and patronage projects (excluding the Indosuez Foundation - see below) are systematically submitted to the Entity's General Management and to the Business Line's Communications function for approval whenever the amount exceeds €50,000.

The Credit Agricole Group can also make contributions in cash, in kind or in the form of services in the event of natural disasters or

other emergencies. Charitable contributions should never be used to disguise an illegitimate benefit that is intended, or appears to be intended, to influence decision-making.

The Indosuez Foundation:

CA INDOSUEZ created the Indosuez Fondation in France, under the aegis of the Fondation de France, in December 2011. Its purpose is to support, in France, innovative associative projects in favour of vulnerable people (in particular the elderly, the disabled and teenagers and young adults with addictions or risky behaviour) without any form of compensation. The Indosuez Fondation's budget is constituted each year by a donation from CA INDOSUEZ. Grants are awarded to associations on the basis of a decision by the Executive Committee, which is made up of representatives of CA INDOSUEZ (including its Chief Executive Officer, Chairman of the Indosuez Foundation) and co-opted qualified personalities.

WHAT SHOULD I DO?

- Present the charitable project or action to the Communications Department or the Indosuez Foundation, which will ensure that it complies with applicable regulations, the corporate responsibility policy and the Code of Conduct.
- Prefer charitable organisations whose accounts are published and regularly audited;
- Select the project that has adequate financial and personnel resources to achieve its objectives;
- Ensure that all contracts drawn up with the organisations concerned incorporate compliance clauses and make sure you are in a position to verify how these funds are used;
- Ensure that all expenses incurred by charitable organisations have been properly authorized, accounted for and documented.

WHAT SHOULDN'T I DO?

- Make donations to individuals or for-profit organisations;
- Finance works that indirectly benefit, or are controlled by politicians, public officials or their relatives;
- Support organisations that could have a negative impact on the Company's reputation;
- Make cash payments.



EXAMPLES

- ▶ **A public servant contacts me to ask CA INDOSUEZ to help finance his wife's charity for needy children. What procedure should I follow in such a situation?**

Contact your manager or Compliance Manager immediately to assess the situation and define the process to be followed.

- ▶ **CA INDOSUEZ has been providing financial support to an environmental charity for several years. Within the context of a control of the use of funds, I noticed that the financial contributions made by the Group had been used to print leaflets, which was not the initial purpose of the group's support. In addition, the printing company is owned by the sister of the treasurer of the association. What should I do?**

Speak immediately about this to your manager or Compliance Manager. Then determine whether or not the financing of this association should be renewed, taking into account the risk of conflict of interests as well as the risk related to the improper use of the funds distributed by CA INDOSUEZ.

3.21 SPONSORSHIP

DEFINITION

Sponsorship, or sponsoring, is a form of marketing whereby the Company assumes all or part of the expenses of a project or programme, in exchange for obtaining visibility on media platforms or events.

DETAILS

The Company benefits from the fact that its logos and brands are displayed by the project or programme in question, and that it receives a specific mention specifying that it has contributed to the financing. This may involve non-profit organisations and commercial entities.

THE COMMITMENT OF CA INDOSUEZ

Sponsorship is an integral part of the marketing and communication strategy of CA INDOSUEZ, its subsidiaries and the Crédit Agricole Group.

Sponsorships must comply with the internal principles and rules of CA INDOSUEZ and the Crédit Agricole Group, and never serve to unduly benefit, influence or give the appearance of improperly influencing any decision maker.

WHAT SHOULD I DO?

- Carefully select the sponsored organisation, in the light of its experience and reputation;
- Prefer sponsored organisations whose accounts are published and regularly audited;
- Submit a written request to the Executive Management. When sponsored events or activities are controlled by politicians, public officials or their relatives, this must be indicated in my request;
- Draw up a contract including compliance clauses with the sponsored organisation;
- Inform all stakeholders of the sponsorship;
- Transfer funds in several instalments and ensure that each payment is properly used;
- Obtain and keep receipts for all expenses incurred and revenues collected within the context of sponsorships and record them in the books in accordance with accounting rules.

WHAT SHOULDN'T I DO?

- Sponsor an organisation suggested by a public official;
- Sponsor an organisation that indirectly benefits, or is controlled by, politicians, public officials or their relatives;
- Sponsor an organisation that is related to projects in which CA INDOSUEZ is involved for commercial purposes.



EXAMPLES

- ▶ **Working in the Customer Service Department, I was contacted by the treasurer of a group who suggested that we would sponsor a sports event in exchange for a multi-million Euros contract. How should I react?**

Decline the offer because conduct such as this is a form of corruption. Speak immediately to your manager or your Sponsoring Compliance Manager.

- ▶ **I read in a newspaper that a sports club sponsored by the Group actively participated in fixing matches for a national cup. I am afraid that the name of the Group may be associated with this scandal. How should I react?**

Speak to your manager or Compliance Manager immediately to determine the right course of action to take: this situation could have an impact on the reputation of CA INDOSUEZ or the Crédit Agricole Group and its employees.



AND REPUTATION OF THE GROUP PROTECTION

3.22 CONFIDENTIALITY

DEFINITION

Confidentiality and professional secrecy are the fundamental principles in the banking profession. They must be an ongoing concern for all employees, regardless of the area in which they perform their duties.

DETAILS

All information relating to customers, as well as to CA INDOSUEZ, the other entities of the group, (their employees, their customers, and their internal organization), its information systems, its security procedures, its suppliers and its subcontractors, is confidential.

The disclosure of any confidential information makes the establishment and the employee involved liable.

When this concerns non-public information of a listed company, a breach of confidentiality may be criminally administratively and professionally sanctioned.

Bank secrecy concerns any information about a client whatsoever. It may not be revealed outside the company, or even within the company, to persons who do not need to know it for the purposes of their duties.

THE COMMITMENT OF CA INDOSUEZ

CA INDOSUEZ ensures that confidentiality is respected in all circumstances and applies to all types of media. All CA INDOSUEZ employees are responsible for the confidential information they receive. He/she shall use it internally only for professional purposes and shall not disclose it outside the company unless he/she is authorized to do so or in the cases provided for by law.

CA INDOSUEZ employees must also apply the principle of confidentiality with the utmost rigour when using social media. They are responsible for everything they publish on the Internet regarding the group and must ensure not to disseminate any information via the Internet that they would not divulge outside CA INDOSUEZ by any other means. This principle of confidentiality also applies to business social networks.



WHAT SHOULD I DO?

- Respect the strict confidentiality of the information to which you have access concerning CA INDOSUEZ customers and more generally of the Crédit Agricole Group;
- Always obtain the express written authorisation of customers when you need to transmit a piece of confidential information that concerns them;
- Only share confidential information within CA INDOSUEZ and the Credit Agricole Group, with the persons concerned and solely for the purposes of their duties;
- Classify email messages according to the level of confidentiality of the information contained therein;
- Always make sure that a confidentiality agreement exists before sharing confidential information with an external professional;
- Protect confidential information against unauthorised use and access;
- If you have any doubts about the information you want to diffuse on the social media, ask your manager or Compliance Manager beforehand.

WHAT SHOULDN'T I DO?

- Disclosing information about customers or the Group to outside parties;
- Sending confidential information to a personal email;
- Disseminating information on social media or other media that could harm customers, CA INDOSUEZ, my position or the Crédit Agricole Group.



EXAMPLES

► **I am in transport and wish to take advantage of the journey to advance my work, can I do so?**

Other passengers can easily read laptop screens without privacy filters. Do not work on confidential documents under such conditions. This also applies for tablets and mobile phones.

► **I have to draft the minutes of the Strategic Committee and a colleague offered to help me with the formatting. Can I email it to them?**

You must guarantee the confidentiality of this document and limit its circulation. If your colleague did not attend the Strategic Committee meeting, you cannot do this.

3.23 FIGHT AGAINST MONEY LAUNDERING AND THE FINANCING OF TERRORISM

DEFINITION

Money laundering and terrorist financing are phenomena of unprecedented scale. They affect our societies in general and the economic development of countries. This enables criminals to infiltrate financial institutions, control certain economic sectors and corrupt management bodies and governments, affect citizens' lives, and affect key principles such as democracy.

DETAILS

Money laundering is the process of making money obtained by illicit or criminal means, appear clean.

The laundering of illegal funds is also used for the purposes of financing terrorism. Terrorism may also be financed by legal funds used for the purposes of carrying out a terrorist action. This is referred to as "reverse money laundering".

THE COMMITMENT OF CA INDOSUEZ

CA INDOSUEZ participates in the fight against money laundering and the financing of terrorism. As such, the Company monitors financial flows in compliance with the law relating to the protection of privacy, fundamental rights and freedoms of individuals, as well as the fight against discrimination and professional secrecy. All employees must participate, at their

own level, in ensuring constant vigilance.

Any breach of obligation exposes directors, managers, and employees to civil, criminal, administrative and disciplinary liability. In addition, CA INDOSUEZ's image and reputation are at stake.

WHAT SHOULD I DO?

- Make sure you are kept informed on these topics even if you are not directly exposed;
- If you are a manager, do your utmost to ensure that your employees are well informed about these topics;
- Actively implement anti-money laundering and anti-terrorist financing procedures;
- Pay particular attention to ensure you know as much as you can about your customers when they open an account and throughout their relations with the bank;
- Remain vigilant at all times and look for any unusual, atypical, complex transactions that have no apparent economic justification and could clearly be illegal;
- Understand the economic justification for transactions and ask the customer to provide justified explanations for it
- Refuse to carry out any transactions that are not economically justified or where there is any doubt as to the identities of the originators or the beneficiaries;
- Refer all suspicious transactions to the Compliance department.

WHAT SHOULDN'T I DO?

- Fail to strictly apply procedures for reasons that would, for example, be commercial;
- Tell customers that they may be suspected of money laundering, or reveal such information to a third party;
- Perpetrate advice or assist in any placement, concealment or consolidation transaction.



EXAMPLES

- ▶ **I noticed that a transaction was carried out involving several jurisdictions. The originator, the bank where they have their account, the customer beneficiary and their bank are all domiciled in different countries. What can I do to remove any doubt as to the possibility of an opaque chain of payment?**

First of all, verify that the jurisdictions concerned are not considered risky according to the group's policy and are not listed as non-cooperative jurisdictions from a tax point of view. Investigate the originators and beneficiaries to verify whether or not they really generate business in their geographical region (to detect the existence of a shell company).

In addition, take into account all information that links the address of the originator and the beneficiary with the locations of their banks. If necessary, ask the bank that has an account with CA INDOSUEZ and which is involved in the transaction. If, after gathering all of these elements, you still have doubts about the transaction, contact the Compliance department.

- ▶ **I noticed a transaction destined for a country listed in the countries considered at risk. How should I go about analysing the transaction?**

Gather all the information you have in the originator and beneficiary databases so that you can verify transaction consistency and check whether or not the sectors covered by both parties are authorised by our Group policy. If you cannot identify any consistency in the transaction, ask the bank that has an account with the bank and which is involved in the transaction. If, after gathering all of these elements, you still have doubts about the transaction, contact Financial Security department.



3.24 FIGHT AGAINST TAX EVASION

DEFINITION

Strictly speaking, tax evasion is the act of avoiding or reducing tax by declaring one's taxable wealth or profits in a country that is different from where they should be declared. Tax evasion concerns both companies and individuals that fail to declare their taxes. In a wider sense, tax evasion involves using various legal means to reduce one's tax burden. This differs from tax fraud, which is an illegal practice.

DETAILS

The FATCA (Foreign Account Tax Compliance Act) and EAI (Automatic Exchange of Information) tax measures, with which CA INDOSUEZ must comply, aim to combat tax evasion:

- FATCA by collecting information on assets and income and income held by US persons outside the US;
- AEOI at the initiative of the OECD by carrying out multilateral exchanges of information with the aim of identifying assets held by tax residents outside their jurisdiction of residence.

THE COMMITMENT OF CA INDOSUEZ

CA INDOSUEZ considers that a consistent and responsible tax approach is an essential part of its long-term strategy.

CA INDOSUEZ treats any tax issues with integrity and transparency. All operations and transactions carried out are based on an economic reality and CA INDOSUEZ or the Group does not seek to avoid tax through structures provided for this purpose.

CA INDOSUEZ undertakes not to set up or propose operations exclusively for tax purposes, or to assist its customers in circumventing their tax obligations or operating in states or territories whose jurisdictions are categorized by the EU as "non-cooperative" (tax havens) or which do not take part in the Automatic Exchange of Information.

WHAT SHOULD I DO?

- Transparently comply with laws and regulations in force in the states and territories where we carry out our activities;
- Request authorisation from the Group Tax department, the Group Public Affairs department and the Group Compliance department, before any investment by an entity in a non-cooperative foreign state or territory;
- Remain attentive to, identify and promptly report to the Compliance Manager any action aimed, directly or indirectly, at circumventing tax rules;
- Keep your customer knowledge files up to date with information regarding their tax residence (AEOI) and citizenship criterion (FATCA);
- If in doubt, contact your Head of Financial Security.

WHAT SHOULDN'T I DO?

- Deliberately shield CA INDOSUEZ from its tax obligations;
- Advise a customer and/or participate in a financial arrangement aimed at circumventing tax rules;
- Sign any self-certifications on behalf of your customers
- Remove or conceal any information for the purposes of covering up any evidence of an operation being linked to a tax haven.



EXEMPLE

▶ I live in France and have dual Franco-American citizenship. I don't think I should be considered a US citizen.

As you have dual citizenship, you are considered a "U.S. Person" with the obligations attached thereto. Unlike most other jurisdictions, liability to US taxation is attached to citizenship not place of residence. This means that US citizens living abroad must file an annual US tax return, regardless of their place of residence.

3.25 INTERNATIONAL SANCTIONS

DEFINITION

International sanctions are measures taken by one or more states against natural and/or legal persons (for example freezing assets) and against countries or governments (embargo measures). Sanctions are taken to combat terrorism, nuclear proliferation activities and human rights violations.

DETAILS

Most of the international sanctions applicable to CA INDOSUEZ and the Crédit Agricole Group as a whole are issued, administered or enforced by the UN Security Council, the European Union, France, the United States and by competent local authorities where the Group operates.

THE COMMITMENT OF CA INDOSUEZ

CA INDOSUEZ ensures strict compliance with international sanctions law, which can be complex and extraterritorial in scope in the countries and territories where the Group operates. Compliance with these requirements is ensured by strengthening internal procedures and compliance programmes relating to

international sanctions law, applicable to all employees of CA INDOSUEZ, its subsidiaries and the Crédit Agricole Group, regardless of the country or size of the entity, and even beyond purely banking activities. CA INDOSUEZ will not tolerate violations of international sanctions.

WHAT SHOULD I DO?

- Be aware of, understand and comply with CA INDOSUEZ's internal policies and procedures;
- Complete the annual training sessions which are mandatory for all employees;
- Remain attentive to, identify and promptly report to the Sanctions Manager of the Compliance department any violation or attempted violation of international sanctions, as well as any action taken, directly or indirectly, to circumvent them;
- Keep your customer knowledge files up to date and complete;
- Monitor the compliance of operations with international sanctions;
- If in doubt, contact your Head of Financial Security.

WHAT SHOULDN'T I DO?

- Participate in any financial transactions that do not justify their complexity;
- Remove or conceal any information for the purposes of covering up evidence of a transaction with countries or persons that are subject to international sanctions;
- Modify tools or IT processes for the purposes of removing information that is useful for detecting the risk of international sanctions;
- Advise a customer and/or participate in a financial arrangement aimed at circumventing international sanctions.



EXAMPLE

► I have dual Franco-American nationality and I am an employee of CA INDOSUEZ. To which regulations should I refer?

You are then designated as a "U.S. Person" affiliated with the Group. As such, regardless of your location, you must inform the Human Resources Department of your status and carefully read the technical note on this subject. This is in order to comply with the legal provisions of the Office of Foreign Assets Control (OFAC) that concern you and to respect, in the performance of your duties, the international sanctions decided by the United States.

3.26 PREVENTION OF FRAUD

DEFINITION

Fraud is an intentional act that is carried out for the purposes of obtaining a material or intangible benefit, to the detriment of a third person or organisation.

In the case of the infringement of laws, regulations or internal rules, fraud is characterised by the infringements of the rights of others and the total or partial concealment of an operation, a set of operations or their characteristics.

DETAILS

Two types of fraud exist depending on the origin of the malicious parties involved:

- External fraud: an act carried out by individuals (customers or otherwise), on their own or in a group for the purposes of obtaining funds, documents or information they can use for their own benefit and to the detriment of a company, its customers or third parties;
- Internal fraud: a malicious act carried out by an employee to the detriment of their company or of interests of any third parties managed by the company. Fraud can also be characterised by a malicious act carried out by an employee with the complicity of individuals outside the company. This is referred to as mixed fraud.

THE COMMITMENT OF CA INDOSUEZ

CA INDOSUEZ attaches fundamental importance to the prevention of fraud, the techniques of which are increasingly numerous and sophisticated, particularly in the face of digital transformation.

In this context of increasing fraud, it is essential to fight it both upstream and downstream. All employees, whatever their function, have a role to play in this prevention. It is thanks to the daily vigilance of each individual that we can prevent and detect fraud attempts.

WHAT SHOULD I DO?

- Be well acquainted with the law and best practice concerning fraud prevention, and apply them responsibly with constant vigilance;
- If you suspect anything fraudulent or are in doubt, immediately alert your manager and the Compliance Prevention unit of the Compliance department so that they can act quickly;
- If you have any doubts as to the identity of the sender of an email, forward the email to your IT contact;
- If you are a manager, you should evaluate the risk of fraud attached to your activities, and enforce the principles of good conduct as well as the general professional rules;
- Perform fraud-risk analysis at the start of the design process for all new products and activities;
- Respect the principle of segregation of duties, whereby those carrying out or executing an operation cannot approve or settle it.
- Make a call back in the planned cases.

WHAT SHOULDN'T I DO?

- Communicate your passwords to anyone, lend your access badge, or leave confidential information or documents on your desk;
- Open emails or attachments from an unknown sender;
- Discuss sensitive issues that could involve CA INDOSUEZ in public places;
- Use external supports (external hard drives or USB sticks) without taking precautions.



EXAMPLES

- ▶ **I've just received an email with an attachment from an unknown address. Can I open it?**
To limit the risk of phishing and being infected by spyware, never open any email if you do not know the sender. If in doubt, transfer the email to your IT contact to perform the necessary checks.
- ▶ **A friend lent me his USB stick containing interesting articles. Can I use it at my place of work?**
This could create computer security problems. As such, you must first make sure that the USB stick contains no viruses that could infect the information system.

3.27 PREVENTION OF MARKET ABUSES

DEFINITION

Insider trading, share price manipulation and the dissemination of false or misleading information are all examples of market abuse. The fight against market abuse means preserving the integrity and transparency of markets as well as public trust. As such, it is the responsibility of everyone to respect the principle of equality of information between investors.

In the event of a breach of these rules, the investment services provider and the natural persons placed under its authority may be subject to disciplinary, pecuniary, civil and criminal penalties.

DETAILS

Information which (i) is not made public, (ii) is specific, (iii) relates to a listed company or a listed financial instrument and (iv) is likely to influence its price or that of related financial

instruments is said to be inside information. It can also be communicated in writing or by orally, or simply deduced.

Using, transmitting and recommending this information for one's own account or for that of a third party constitute acts of insider dealing and, as such, are strictly prohibited and severely sanctioned.

THE COMMITMENT OF CA INDOSUEZ

CA INDOSUEZ implements "information barriers" to protect insider information. These measures consist of subjecting the persons who have access to it to the insider information framework.

The barriers also ensure that exchanges between those with access and those without access are watertight, in particular by physically separating people carrying out sensitive activities or functions.

WHAT SHOULD I DO?

- Be attentive and take all necessary measures to avoid disclosing any insider information. This means respecting the information barriers in place;
- If you are on an insider list, you must abide by the associated abstention obligations;
- If you think you are in possession of insider information, tell your manager who will inform the Compliance Manager;
- Immediately report any transaction where there is a suspicion of market abuse to the Compliance department, which, after analysis, will decide whether or not it is appropriate to report the transaction to the Regulator;
- Preserve the confidential nature of any suspicious transaction declarations and, as such, do not communicate with those suspected of having committed market abuse, proven or otherwise.

WHAT SHOULDN'T I DO OR ATTEMPT TO DO?

- Use insider information when acquiring or transferring instruments, contracts, or financial or stock market securities to which this information relates, whether for your own account, or on behalf of CA INDOSUEZ or that of a third party;
- Communicate insider information to a third party outside the normal scope of your duties, to persons outside CA INDOSUEZ, or to employees who are not authorised to access such information;
- Recommend taking positions on a security based on insider information to any third party (employee of the entity or another group entity, or an external third party, etc.).



EXAMPLES

- ▶ **During the morning coffee break, I overheard someone talking about a listed company that is planning to take over another listed company. After checking it out, I found out that this information had not at that time been made public. Can I perform any financial transactions on these two stocks knowing that the information was not directly and clearly given to me?**

No. The Financial Markets Authority in France considers that an "insider" is any person who obtains insider information in the course of his or her duties, profession or by any other means.

- ▶ **I am in the metro with a colleague and would like to go over something that was brought up during a meeting. Can I talk about it right away?**

Wait until you are somewhere private before discussing it: this will limit the risk of disclosing possibly privileged information that could be overheard by a malicious individual.

3.28 USING SOCIAL NETWORKS

DEFINITION

The term "social networks" generally refers to all websites that can be used to build a network of personal or professional contacts and to exchange opinions or information.

DETAILS

Social media (social networks, blogs, forums etc.) are now part of our everyday life and concern all CA INDOSUEZ employees, at both the personal and professional levels. However, they present risks and, given the number of different media platforms and the volume of information exchanged on them, mastering this form of communication has become a real challenge.

THE COMMITMENT OF CA INDOSUEZ

CA INDOSUEZ is to be present on many of these social media networks (Twitter, Facebook, LinkedIn, etc.), so that it can interact with, and respond to customer and stakeholder requests, while taking note of any remarks made about the Group and its services.

Except in cases of abuse, CA INDOSUEZ employees enjoy freedom of expression both inside and outside the Company. Nevertheless, everyone must act responsibly by behaving in an appropriate manner and adopting best practices. Employees may use the social networks for private purposes at their workstation provided they do not abuse this privilege but use it properly, on an ad hoc basis, and without over-stepping their right to freedom of expression to the detriment of the Company, its executives and managers and workplace colleagues.

WHAT SHOULD I DO?

- Respect the rules of confidentiality and banking secrecy to which I am bound by professional obligation;
- Be aware of the general conditions of use concerning the use that may be made of my personal data and the elements put online;
- Pay particular attention to social media whose servers are located in a foreign country, as they may not have the same personal data protection rules as in France;
- Study the settings to ensure the confidentiality of my profile and my comments;
- Specify that my comments are my own and that I am expressing a personal opinion;
- Not to intervene directly in the event of negative or slanderous comments about CA INDOSUEZ, its subsidiaries, or the Crédit Agricole Group, so as not to give them more visibility. In the event of such comments, remember to forward them to the Communications Department;
- If in doubt about the nature of the information, refrain from making any comments and ask your manager.

WHAT SHOULDN'T I DO?

- Carrying out my professional activity on social media without the authorization of my manager or a risk analysis;
- Making comments that could harm my position or CA INDOSUEZ;
- Speaking officially on behalf of CA INDOSUEZ if I am not a spokesperson designated by the Communications Department;
- Making comments that are malicious criticism, insulting, denigrating, defamatory, indiscreet or revealing confidential information;
- Use elements protected by CA INDOSUEZ's intellectual property rights without the prior written consent of the management concerned or, failing that, of the Communications Department.



EXAMPLES

- ▶ **I took some pictures at the farewell drinks party of one of my colleagues, and would like to publish them on my personal page as a souvenir.**

To respect the right to the protection of one's image, ask prior authorisation from the people concerned. For any publication, you must assess whether there is a risk that it could harm your reputation or that of any other natural or legal persons.

- ▶ **As part of a new project, a colleague suggested I create a group on LinkedIn so that we could exchange information between ourselves and share documents.**

Refuse: CA INDOSUEZ does not permit its employees to exercise their business activity on the social networks, unless in very exceptional cases. Instead, suggest you open a SharePoint to facilitate your collaboration.

- ▶ **I want to create or update my LinkedIn account, and publish information about my activity with CA INDOSUEZ.**

You can present your duties and the activity of the Company in general but do not share any confidential information or mention any of your "sensitive" duties.

3.29 COMPLIANCE OBLIGATIONS REGARDING THE BANK'S INFORMATION SYSTEMS

OBLIGATION OF LOYALTY, RESPECT FOR CONFIDENTIALITY AND DATA INTEGRITY.

The user shall not access or attempt to access or assist a third party in accessing all or part of the IT resources, without having been expressly authorised to do so beforehand.

It is forbidden to consult, load, store, publish, disseminate or distribute by means of the Bank's resources, documents, information, images, etc.:

- of a violent or pornographic nature or likely to infringe on respect for the human person and his or her dignity, or on the protection of minors,
- of a defamatory nature and generally unlawful,
- Undermine the brand image of the Crédit Agricole Group, CA INDOSUEZ or its partners.

OBLIGATION OF VIGILANCE

The user is subject to an obligation of vigilance with regard to the IT resources made available to him/her and in particular with regard to files containing personal and/or sensitive information

They must respect the confidentiality and integrity of the IT resources made available to them, and in particular, the files and programmes placed under their responsibility. To this end, they must not leave their workstation with a session in progress without first activating a password-protected access control system for their workstation.

DATA LOSS PREVENTION

The company has set up a data protection system DLP (data loss prevention) system to monitor the activities of employees and, in particular, the dissemination of confidential information contained in our information systems.

In this respect, the company reserves the right to punish employees who disseminate or attempt to disseminate confidential information

WHAT SHOULD I DO?

- Ensure the usefulness and relevance of the information collected;
- Ensure, where necessary, that the use of personal data is recorded in the personal data processing register in accordance with internal procedures;
- Inform our employees of the use of the personal data they have provided to us;
- Guarantee the right to privacy of employees, in particular by not passing on information to unauthorised persons and by ensuring that personal data is kept securely;
- Request the correction or deletion of inaccurate or incomplete data;
- Where subcontracting is used, ensure that service providers comply with these same principles.
- Refer to the directive on the general data regulation available in the "directives and procedures" database.

outside the company. All users are prohibited from making any copies of documents, standards, methods, software and fonts outside the scope of their duties or to an unauthorised user. The use of any unauthorised copies is also prohibited.

The user acknowledges that the IT resources designed or produced in the context of his professional activities are not his property, unless expressly authorised by the Bank.

The acquisition of software packages through the Internet is subject to :

- the respect of the current and future law, and in particular:
- law 57-298: property of the works of the spirit,
- law 85-660 : protection of software,
- law 94-361: legal protection of computer programs and the limits of the intellectual property code,
- and the respect of the current and future directives and internal regulations.

BANKING SECRECY

The provision of IT resources by the company does not exempt the user from respecting professional secrecy, to which he/she remains bound.

SANCTIONS

Any user who fails to comply with these rules is liable to disciplinary action in accordance with the Bank's internal regulations and may be subject to legal proceedings.

RECORDING OF COMPUTER TRACES

It is recalled that technical elements (traces) relating to the use of the resources of its information system are kept by the Bank. The Bank reserves the right to use this recorded information for the purposes of improving the security of its information system, preventing and resolving technical incidents and monitoring. In any case, these controls will be carried out in compliance with the right to privacy and the applicable laws and regulations. Employees are informed that, in accordance with the General Data Protection Regulation (GDPR) which came into force on 25 May 2018, they have the right to access and rectify the data collected concerning them.

WHAT SHOULDN'T I DO?

- Collect personal information that does not correspond to a specific and necessary use;
- Communicate personal data to unauthorised third parties, whether internal or external, unless the data subject has expressly authorised such communication;
- Retain personal data without having been authorised to do so.