



MANNARINO
GROUPE SCALIAN

Skills & Affinity
GROUPE SCALIAN

LAGUERIE
SCALIAN GROUP

YUCCA
SCALIAN GROUP

Ethics & Compliance

Supplier Code of Ethics



Summary

1. S1 Responsible collaboration – Putting it into practice	5
Art.1: Promotion and respect for human rights	5
Art. 2: Promoting compliance with labour standards	6
Art. 3: Maintaining an ethical culture	7
Gifts & Invitations	7
Fair competition and combating cartels	8
Conflict of interest	8
Circumvention of embargoes	8
Export controls, economic sanctions	8
Fraud and cybercrime	8
Facilitation payments	8
Bribes and corruption	9
Accounting practices	9
Anti-competitive practices	9
Intellectual property	9
Reporting	9
Art. 4: Protecting information, particularly personal data	10
Falsification of information & misappropriation of assets	10
Confidential/proprietary information	10
Combating counterfeiting	10
Information security	10
Art. 5: Protection of individuals	11
Art. 6: Developing products and services with a lower environmental impact	11
Animal welfare	11
Biodiversity, land use and deforestation	11

Decarbonisation (GHG emissions)	11
Energy efficiency	11
Noise emissions	12
Renewable energy	12
Responsible management of chemicals	12
Sustainable resource management	12
Water quality, consumption and management	12
Air quality	12
Soil quality	13
Waste reduction	13
Reuse and recycling	13
Art. 7: Involving our Suppliers in an ESG strategy	13
Definition and implementation of similar standards for our own Tier 2 suppliers	13
Ethics policy	13
Protection of employee whistleblowing rights	14
Consequences of violating this code	14
Art. 8: Supplier Commitment	14
2. S2 Mutual commitments - Scalian with its Suppliers	15
Art. 9: Mandatory purchase order	15
Art. 10: Safety on Scalian sites	15
Art. 11: Surveys and polls	15
3. S3 Ethical alert procedure - Scalian and its suppliers	
Art. 12: Ethical reporting	16
4. S4 Acceptance of the Supplier Code of Ethics	17
Art. 13 Acceptance of the Supplier Code of Ethics	17

A word from the Group CEO

At the heart of our values is the belief that the business practices Scalian maintains with its Suppliers are an essential part of the company's success.

As a member of the United Nations Global Compact, Scalian asks its Suppliers to:

- Undertake projects to advance the broader development goals of the United Nations, particularly the Sustainable Development Goals. We understand that implementing universal principles in business is a long-term process, and we encourage our Suppliers to follow a path of continuous improvement.
- To internalise the ten principles of the pact in their strategies, policies and operations.

The purpose of this code is to express Scalian's expectations of its Suppliers. It reflects Scalian's commitment to fulfilling its ESG (Environmental, Social and Governance) commitments, which guarantee the following principles:

- Promoting and respecting fundamental human rights;
- Ensuring compliance with labour standards and promoting their application.
- Maintaining and strengthening an ethical culture within its activities;
- Protecting information, in particular personal data;
- Preserving the integrity and safety of individuals;
- Design and develop products and services with a lower environmental impact;
- Involve our suppliers in the deployment and implementation of this ESG strategy.

With our full support and determination,

William ROZÉ
Group CEO



The term "Supplier" refers to any company, firm, person or other entity that sells or seeks to sell services or goods to Scalian, including the Supplier's employees, agents and other representatives.

S1 - Responsible collaboration

Putting it into practice

Art.1: Promotion and respect for human rights

Scalian expects its Suppliers to respect and promote human rights within their sphere of influence, in accordance with the fundamental conventions of the International Labour Organisation (ILO).

In accordance with the ten principles of the United Nations Global Compact, Scalian expects its Suppliers to comply with the following requirements:

✓ **Land, forest and water rights, and forced eviction**

Suppliers undertake to respect the rights of local communities to land, forests and water. Any acquisition of land or other natural resources must be carried out legally and ethically, without resorting to forced evictions. The Supplier must ensure that its activities do not infringe on these rights.

✓ **Rights of minorities and indigenous peoples**

Suppliers must respect and promote the rights of minorities and indigenous peoples in all their activities. This includes recognising their rights to culture, traditions and self-determination, as well as a commitment not to violate their rights or their territory.

✓ **Ethical recruitment**

Suppliers undertake to adopt ethical recruitment practices, ensuring equal opportunities for all candidates and employees, without discrimination based on origin, gender, age, religion or any other protected criterion. Recruitment practices must comply with applicable laws and respect the fundamental rights of workers.

✓ **Child labour¹**

Suppliers shall refrain from using any Suppliers who directly or indirectly use child labour. They must ensure that no illegal use of child labour occurs in the performance of their work.

✓ **Human trafficking, including forced or bonded labour**

Suppliers must comply with regulations prohibiting human trafficking, as well as applicable local laws in the countries where they operate. They must refrain from violating the rights of others and remedy any negative impact their activities may have on human rights.

✓ **Use of private or public security forces**

Suppliers must ensure that the use of private or public security forces to protect their operations complies with human rights. Any use of force must be proportionate and justified, without resorting to abusive or violent practices.

¹ The term "child" here refers to any person below the minimum legal age for employment in the country where the work is carried out, provided that the legal age complies with the provisions defined by the ILO.

Art. 2: Promoting compliance with labour standards

Scalian expects its Suppliers to treat every individual with respect and dignity, to value diversity, to listen to different opinions, to promote equal opportunities and to encourage a culture based on inclusion and ethics.

In accordance with the ten principles of the United Nations Global Compact, Scalian expects its Suppliers to comply with the following requirements:

✓ **Social dialogue**

Suppliers guarantee their employees the right to join a trade union, to form associations, whether affiliated or not, and to communicate freely with their management about their working conditions without fear of harassment, intimidation, sanctions, pressure or retaliation.

✓ **Combating discrimination**

Suppliers undertake to eliminate all forms of discrimination in access to employment and career paths.

✓ **Combating harassment**

Suppliers must ensure that their employees have a working environment free from physical, psychological or verbal harassment or any other abusive behaviour.

✓ **Respect for working hours**

Suppliers must comply with the legal provisions on maximum working hours in the countries where they operate.

✓ **Salaries and benefits**

Suppliers shall pay their employees the minimum wage required by local law and provide them with all the social benefits required by law. In addition to remuneration for regular working hours, overtime shall be paid at the minimum rate for regular hours in the absence of regulations, or in accordance with local law.

Art. 3: Maintaining an ethical culture

In accordance with its ethics and compliance policy, Scalian selects its Suppliers on the basis of objective criteria. Scalian expects its Suppliers to adopt the principles described in this document and apply them to their own Suppliers.

Scalian invites its Suppliers to take action against corruption in all its forms, including extortion and bribery, in accordance with Principle 10 on the fight against corruption.

Suppliers must conduct their activities in compliance with the anti-corruption laws, directives and regulations in force in the countries where they operate.

Gifts & Invitations

Precautions must be taken when offering or accepting occasional gifts, invitations or hospitality. This practice must not be used or give the impression of being used to obtain an illegitimate privilege or preferential treatment. As such, Suppliers are required to comply with the following principles:

Benefits must not be offered or accepted in exchange for any privilege or in order to unduly influence a business relationship	The frequency and timing of benefits offered or accepted by the same individuals or organisations must not give rise to any conflict of interest or improper practice.
Benefits must: i) be of reasonable value, ii) be appropriate to the occasion, and iii) be appropriate to the nature and level of the position of the giver and the recipient	Benefits offered must be documented comprehensively and accurately in the Suppliers' books and accounting records.
Benefits must comply with applicable laws and regulations	Benefits must be granted or accepted in an honest and transparent manner and must be verifiable

Fair competition and anti-trust

Suppliers undertake to comply with the principles of fair competition and applicable antitrust laws. Any form of collusion, cartel or anti-competitive practice is strictly prohibited. They must promote a fair and transparent business environment that guarantees healthy competition.

Conflict of interest

Suppliers must act with integrity and objectivity in their business relationships, avoiding any conflict of interest situation related to assignments carried out on behalf of Scalian. They undertake to report any actual, potential or apparent conflict of interest to Scalian before entering into any negotiations or commercial relationship.

Circumvention of embargoes

Suppliers must, in the course of their activities, fully comply with applicable laws and regulations relating to trade sanctions, export controls, customs and anti-boycott measures. Suppliers must also avoid including any contractual clauses that would have the effect of illegally boycotting trade with a country.

Export controls, economic sanctions

Suppliers must comply with all applicable laws and regulations relating to export controls, economic sanctions and embargoes in all countries where they operate. Any breach of these obligations may result in the immediate termination of the contract.

Fraud and cybercrime

Suppliers must implement the necessary measures to prevent any risk of fraud, whether internal or external. This includes misappropriation of assets, falsification of information and fraudulent accounting practices. They must also adopt robust cybersecurity measures to prevent cyberattacks, phishing attempts and any other acts of cybercrime that could compromise the security of Scalian or its partners.

Facilitation payments

Suppliers must not make any facilitation payments on behalf of the Purchaser or for the Purchaser's benefit for any work they perform, directly or indirectly, with or on behalf of the Purchaser, including in countries where this is permitted by law.

Bribes and corruption

Under no circumstances may Suppliers, on behalf of the Purchaser, for themselves or on behalf of a third party, or a third party on behalf of one of the Suppliers or service providers:



Accounting practices

Suppliers must ensure the accuracy, completeness and reliability of books and records, which must be prepared and updated in accordance with applicable laws and regulations.

Anti-competitive practices

Suppliers are required to adopt fair and equitable competitive practices and to comply with the legislation governing antitrust and competition issues in the jurisdictions where they operate, in particular on behalf of the Purchaser.

Intellectual property

Suppliers undertake to respect the intellectual property of the Purchaser and its business partners. Any infringement of patents, trademarks, copyrights or trade secrets will be considered a serious breach of contract, resulting in appropriate penalties, including termination of the contract.

Reporting

Suppliers must immediately report to the Purchaser any suspicion that an employee of the Purchaser, or any person involved in its activities, has violated its Code of Ethics, the Supplier Code of Ethics, or any other applicable legislation. This report must be made through one of the channels identified in the Supplier Code of Ethics.

Art. 4: Protecting information, particularly personal data

Falsification of information & misappropriation of assets

Suppliers and Service Providers must guarantee the accuracy and integrity of the information they provide to Scalian. Any attempt to falsify information or manipulate data to obtain an unfair advantage will be considered a serious violation of this code and may result in contractual penalties. Similarly, any attempt to misappropriate assets, in any form whatsoever, is prohibited.

Confidential/proprietary information

Suppliers must treat sensitive, confidential, proprietary and personal information appropriately. This information must not be used for any purpose other than the contractual purposes for which it was intended, unless prior authorisation has been obtained from its owner.

Combating counterfeiting

Suppliers and Service Providers undertake to respect the intellectual property rights of Scalian and its partners. Any unauthorised use, reproduction or distribution of patents, trademarks, copyrights or trade secrets will be considered a serious breach of contract, which may result in legal proceedings and immediate termination of the business relationship.

Information security

Suppliers must protect the confidential and proprietary information of others, including personal information in accordance with the General Data Protection Regulation (EU Regulation No. 2016/679). Appropriate electronic and physical security procedures must prevent unauthorised access, destruction, use, modification and dissemination of such information. Suppliers must comply with applicable data privacy legislation in accordance with the contract.



Art. 5: Protection of individuals

Suppliers are encouraged to implement a Health, Safety and Environment management system to ensure that the risks associated with their activities are identified and assessed, and that all measures are taken to eliminate or control them.

Suppliers must ensure the health, safety and well-being of their employees, contractors, visitors or any other persons who may be affected by their activities. They must comply with applicable legislation and regulations relating to the environment, health and safety at work.

Art. 6: Developing products and services with a lower environmental impact

Suppliers must make every effort to develop and produce products and services with the lowest possible environmental impact throughout their life cycle.

Animal welfare

Suppliers must ensure that animal welfare is respected in all their activities. Any form of cruelty or inhumane treatment is strictly prohibited. Responsible and respectful animal management practices must be systematically implemented.

Biodiversity, land use and deforestation

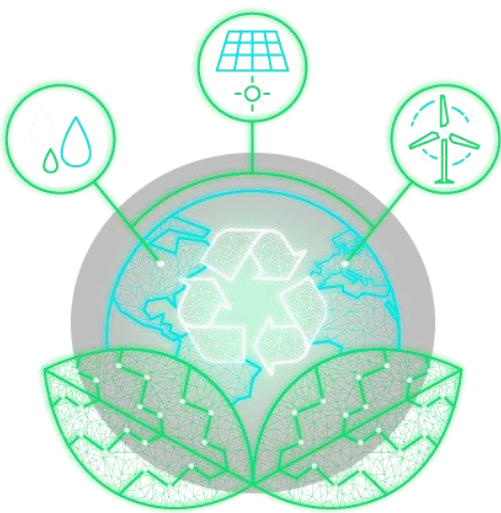
Suppliers must take all necessary measures to preserve biodiversity and avoid any avoidable destruction of ecosystems in the course of their activities. Any illegal or highly destructive deforestation practices are strictly prohibited and must be replaced by sustainable and responsible approaches.

Decarbonisation (GHG emissions)

Suppliers must actively commit to reducing their carbon footprint by implementing decarbonisation practices in their activities. This includes, in particular, the use of low-carbon energy sources and a significant reduction in greenhouse gas emissions.

Energy efficiency

Suppliers must demonstrate an ongoing commitment to reducing their energy consumption by incorporating environmentally friendly practices to minimise their ecological footprint.



Noise emissions

Suppliers must adopt measures to reduce noise pollution associated with their activities.

Industrial and logistics operations must be carried out in accordance with local regulations on noise levels and noise pollution.

Renewable energy

Suppliers are encouraged to integrate renewable energy sources into their activities, particularly to meet their energy needs. The use of technologies such as solar, wind or other renewable energies must be prioritised in order to reduce dependence on fossil fuels.

Responsible management of chemicals

Suppliers must implement procedures for the management and control of chemicals in order to prevent accidental spills or environmental pollution. The chemicals used must comply with local and international safety and environmental regulations.

Sustainable resource management

Suppliers must commit to using natural resources sustainably by minimising consumption and maximising reuse. Particular attention must be paid to reducing the environmental footprint throughout the life cycle of products and services.

Water quality, consumption and management

Suppliers must take measures to optimise water management, reduce consumption and minimise environmental impacts. They must also implement sustainable water management practices, including recycling and reuse of wastewater.

Air quality

Suppliers must adopt measures to control and reduce air pollutant emissions from their industrial activities. State-of-the-art technologies must be implemented to ensure that air pollution levels comply with applicable environmental standards.

Soil quality

Suppliers must ensure that their agricultural, industrial or commercial practices do not lead to a deterioration in soil quality. Appropriate measures must be implemented to prevent erosion, pollution or any other form of soil deterioration.

Waste reduction

Suppliers must strive to reduce the amount of waste generated by their operations. This includes optimising production processes and implementing waste management strategies that promote reduction at source.

Reuse and recycling

Suppliers must promote the reuse and recycling of materials throughout their operations. Waste management practices must include effective systems for recycling materials, thereby reducing the overall environmental impact.

Art. 7: Involving our Suppliers in an ESG strategy

Definition and implementation of similar standards for own Tier 2 Suppliers

Suppliers undertake to implement standards similar to those required by the Purchaser for its own Suppliers. These standards must include the commitments mentioned in the previous articles, in order to ensure responsibility throughout the supply chain.

Suppliers must ensure that their Suppliers apply and pass on the same ethical, social and environmental standards to their own subcontractors. Monitoring and verification mechanisms must be put in place to ensure compliance throughout the supply chain.

Ethical policy

Depending on the size and nature of their activities, Suppliers must implement management systems to ensure compliance with legislation and regulations, as well as the expectations expressed in this responsible charter. Suppliers are encouraged to establish their own charter or code of conduct and to communicate their principles to their own Suppliers. Scalian expects its Suppliers to implement programmes that encourage their employees to implement ethical practices that go beyond mere compliance with laws and contractual requirements.



Protection of employees' right to raise concerns

Suppliers must implement measures and policies that enable their employees to freely express any legal or ethical concerns without fear of reprisal. They also have a duty to take steps to prevent, detect and punish any retaliatory action.

Consequences of violating this code

In the event that the principles of this Code are not satisfied, the business relationship with Scalian may be reviewed and corrective actions will be implemented in accordance with the Contract.

Art. 8: Supplier Commitment

By adhering to the principles of this Code, Suppliers undertake to support the Purchaser in the deployment of its ESG strategy and agree to be assessed by Scalian on the principles set out above.

Suppliers must protect the confidential and proprietary information of others, including personal information in accordance with the General Data Protection Regulation (EU Regulation No. 2016/679). Appropriate electronic and physical security procedures must prevent unauthorised access, destruction, use, modification and dissemination of such information.

Suppliers must comply with applicable data privacy legislation in accordance with the contract.

Suppliers undertake to put in place the necessary means to comply with this and also undertake to pass on



S2 - Mutual commitment

Between Scalian and its Suppliers

Art. 9: Mandatory purchase order

Scalian applies a strict "mandatory purchase order" policy. This means that all orders for products or services must be accompanied by a purchase order issued in advance. Payment will only be made if the invoice includes a valid purchase order number. It is essential not to commence any work without a purchase order.

We expect our Suppliers to enter into a contract with Scalian that incorporates our general terms and conditions of purchase.

Art. 10: Security on Scalian sites

Suppliers are required to carry out their activities in a manner that guarantees safety and takes all necessary measures to protect Scalian against security risks, including terrorism, crime and pandemics.

When working or travelling to a Scalian site, you must strictly comply with our health and safety requirements. Similarly, when working at a customer site, you are required to comply with that customer's specific health and safety rules and requirements.

If you notice or become aware of a risk or incident related to health, safety or security in the course of your activities with Scalian, you must report it immediately to the relevant manager or via the appropriate reporting channel.

Art. 11: Surveys and polls

Scalian reserves the right to conduct periodic surveys to assess its value chain, support regulatory requirements and initiatives, measure the diversity of its Suppliers, their social and environmental impact, and their overall compliance with the principles set out in this document.

Scalian may conduct audits of our Suppliers if any issues or non-compliance are detected.

As part of our periodic reviews of purchasing activities, Scalian may also conduct audits or assessments of its Suppliers to verify compliance with these requirements. We expect your company to cooperate fully and at no cost to Scalian in these efforts, providing us with reasonable access to all information necessary to evaluate your performance.

1 The term "child" here refers to any person below the minimum legal age for employment in the country where the work is carried out, provided that the legal age complies with the provisions defined by the ILO.

S3 - Ethical alert procedure

De Scalian with its Suppliers

Art. 12: Ethical reporting

Scalian provides its Suppliers with a reporting platform for reporting any cases of misconduct or violations. This system covers a wide range of concerns, including, but not limited to: Criminal acts or offences, Conflicts of interest, Corruption and bribery, Harassment, discrimination or abuse, Financial malpractice, Breaches in the supply chain, Mismanagement or serious misconduct, Threats to aviation safety, Threats to public safety or the environment, Threats to nuclear safety, Retaliation against whistleblowers, Breaches of confidentiality or data protection laws, Human rights violations, Violations of laws or regulations, Ethical violations or inappropriate behaviour, or any other wrongdoing.

In accordance with applicable law, the reporting system guarantees strict confidentiality regarding the identity of whistleblowers, the persons involved and the data relating to the report. Enhanced security measures are in place to protect whistleblowers from any form of retaliation and to ensure the integrity of the reporting process.

Scalian is committed to listening to any alert or concern expressed in good faith, conducting an impartial investigation, complying with the legal framework, maintaining confidentiality, and protecting you from any form of retaliation.

Reports can be made either:

- *Using the secure website: <https://scalian.integrityline.app>*
- *By contacting our **Ethics & Compliance** Committee: ethic.compliance@scalian.com*

1 The term "child" here refers to any person below the minimum legal age for employment in the country where the work is carried out, provided that the legal age complies with the provisions defined by the ILO.

S4 - Acceptance of the Supplier Code of Ethics

To be signed by a duly authorised representative

Art. 13: Acceptance

I, the undersigned: *First name and surname*

Acting as: *Position/Role in the Company*

Representative of the Company: *Company name*

Hereinafter referred to as the "Company",

Whose registered office is located at: *Address of the Company's registered office*

I acknowledge:

- ✓ That I am authorised to commit the Company and any entity directly or indirectly: (i) controlled by the Company; (ii) controlling the Company; or (iii) subject to joint control involving the Company (hereinafter the "Group"). The concept of control is defined in Articles L233-1 to L233-3 of the French Commercial Code;
- ✓ To have read this Supplier Code of Ethics, which applies to all Scalian Suppliers, and to commit the Company and the Group to comply with all the provisions of this code.
- ✓ Accept that Scalian may immediately terminate all agreements entered into with the Company and/or the Group, upon written notification to the Company and/or the Group, if the Company and/or any of the Group entities breaches any of the clauses of this Code, fails to inform Scalian of any changes to the declarations made in this Code, or fails to cooperate by providing information demonstrating compliance with the sections of this Code. Violation of these clauses shall be considered a material breach of all agreements in force between Scalian on the one hand, and the Company and/or the Group on the other.

Date: *YYYY/MM/DD*

Signed on behalf of and for the Company and the Group

¹ The term "child" here refers to any person below the minimum legal age for employment in the country where the work is carried out, provided that the legal age complies with the provisions defined by the ILO.

FURTHER INFORMATION

The United Nations Global Compact
The OECD Convention on Combating Bribery
French Criminal Code
The United States Foreign Corrupt Practices Act
The United Kingdom's Bribery Act 2010
Corruption Perceptions Index
Canadian Corruption of Foreign Public Officials Act (CFPOA)
French law on the suppression of corruption
The Criminal Code of the Federal Republic of Germany
Spanish Data Protection Agency
Dodd-Frank Act (2010) and Sarbanes-Oxley Act (2002) of the USA
Public Servants Disclosure Protection Act (2005)
Whistle Blowers Protection Act (2014) in India
Law No. 43-05 on combating money laundering in Morocco
Bundeskartellamt in Germany or ANAC in Italy
European Directive 2019/1937

Access the Scalian platform at <https://scalian.integrityline.app/> or by scanning the following QR code:



In accordance with current legislation, the whistleblowing platform guarantees strict confidentiality regarding the identity of the whistleblower(s), the persons implicated by the report and the data relating to the report.



14 Rue Paul Mesplé
31100 Toulouse, France
+33 (0) 5 61 00 79 79

