

ERAM GROUP

# *Code of ethics*



**ACT WITH INTEGRITY AND  
BUILD SUSTAINABLE RELATIONS**

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# *A word from the Chairman*

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The Eram Group is a family business founded on humanist values and a deep commitment to all its stakeholders: employees, customers, citizens and shareholders.

By sharing a vision of the future through our global corporate project Change For Good, the Eram Group is reinventing itself, as it has done on numerous occasions throughout its history since 1927. Its aim is to fundamentally transform its business model, with the ambition of becoming a benchmark recognised for its responsible performance.

And it is in the actions of our employees in each of the Group's businesses that we demonstrate our commitments, day after day. Our challenge is to show that we can develop a business model that is both profitable and responsible in terms of the environment and society.

Our belief is that building lasting relationships and acting with integrity represent the sole foundation for trust between the company and all its stakeholders.

*Xavier Biotteau*



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# *Our values*

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*Our culture and our values  
are precious anchors  
for achieving our ambition.*



## **SIMPLICITY**

is the strength behind our discussions. We find it in our relationships, where we always favour the simplest, most pragmatic approach. In successes and difficulties alike, we encourage sincere and transparent communication.



## **RESPONSIBILITY**

embraces ecological, social and economic issues. It commits us to a relationship of trust with all our stakeholders. Respect, a sense of responsibility and high standards are the hallmarks of our day-to-day work.



## **AN OPEN MIND**

is fundamental to innovation and entrepreneurship. A varied ecosystem, internal synergies and creativity accelerate our actions towards responsible fashion.

# *Our global commitment*

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Launched in 2018 and accompanied by CSR experts, the Eram Group's "Change For Good" project accelerates and structures its initiatives for more sustainable development of its activities. In 2020, it decided to extend this approach to all its stakeholders (Customers, Employees, Citizens, Shareholders and the Group) and Change For Good became the corporate project common to all the Group's brands. Its ambition: reinvent a more virtuous business model that is both profitable and responsible.

Guided by the deep conviction that its commitments must be applied on a daily basis in everyone's work missions and practices, the Eram Group is determined to make this project a reality for everyone.

Every year, the Eram Group reports on the progress it has made and the targets it has hit.

This Code of Ethics is the reference text to inspire the choices and guide the daily actions of the Eram Group and its subsidiaries.

This Code cannot be exhaustive nor deal with all situations that may arise, nor does it provide information on all applicable laws. Nevertheless, every employee is expected to act in accordance with the letter and spirit of this Code and with integrity and fairness at all times.

Procedures may be established by the Eram Group to explain and/or detail certain subjects within the Code, as well as the applicable rules and behaviours to be respected. The employees affected by these documents must, in the same manner, apply them rigorously.

Whenever a reference is made to the "Eram Group" in this document, this means Eram SAS, the holding company of Eram Group and all the companies it controls.



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# CUSTOMER RELATIONS

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Wherever the Eram Group and its subsidiaries are present, customers must be treated in a manner that respects their rights and their demands regarding the quality and safety of the products offered to them.

## #1 Personal data

### OUR COMMITMENTS

- The Eram Group is committed to ensuring that, in regards to all of its brands, customers from whom personal data is collected are fully aware of the type of information and the use that will be made of it.
- Only personal data which is strictly necessary for the intended use is collected.
- The customer must be able to contact the company easily if they have questions or wish to make a complaint.
- The Eram Group is committed to ensuring that its customers' personal data is secure and only communicated to authorised persons.
- In the event that the collection or management of personal data is entrusted to an external service provider, the Eram Group undertakes to require guarantees from the service provider in order to comply with the commitments described above.
- The Eram Group is also committed to complying with the regulations in force regarding data collection, processing and retention periods.
- The Eram Group is committed to hosting data in countries providing levels of protection equivalent to that offered in the European Union.

### WHAT WE DO NOT DO

- Collect personal data which is not required for the management of our business, such as state of health, political orientation, religious beliefs, ethnic origins...
- Collect information for behaviour-targeted advertising without informing our customers.
- Send the data to persons other than the collector, except in the case of legal obligations, the use of technical service providers, or if the person in question has authorised us to do so.
- Keep the data for longer than is necessary.

## #2 Consumer law

### **OUR COMMITMENTS**

- The Eram Group undertakes to respect, in its stores and on its online sales sites, the consumer laws in force wherever it operates.
- The Eram Group undertakes to ensure that all of its advertising and promotions are clear and fair so as not to mislead the customer regarding the scope of its marketing operations.
- The Eram Group is committed to providing fair and accurate descriptions of its products and their qualities.
- The Eram Group undertakes, in its advertising media, to respect the public order and good morals of the territory in which they are disseminated.

### **WHAT WE DO NOT DO**

- Exploit credulity or lack of product knowledge of our customers.
- Claim our products have qualities they do not.
- Exaggerate regarding a very limited promotional operation.
- Propose advertisements contrary to the public order.
- Neglect, in our international communications, adaptation to local culture or, at the very least, take it into account.

## #3 Product safety

### **OUR COMMITMENTS**

- The Eram Group is committed to complying with national and international regulations on product safety.
- In particular, it undertakes to implement appropriate control procedures so that products placed on the market are not likely to harm the health of consumers.
- The Eram Group is committed to implementing and continuously improving procedures to ensure proper management of complaints revealing potential health or safety problems.

### **WHAT WE DO NOT DO**

- Ignore information that may be communicated by our customers, the administration or an association concerning the safety and the security of our products and quality controls.
- Hinder dialogue on issues related to product safety.
- Keep marketing products that present hazards for the customer.

## #4 Welcome in stores

The customer occupies a central place in the Eram Group's brand businesses and must therefore be respected and listened to.

### OUR COMMITMENTS

- The Eram Group is committed to improving its sales methods to ensure better store and website experiences.
- The customer welcome must always be respectful, warm and sales staff must be attentive and trained to answer questions.
- The Eram Group is also committed to adapting its sales sites and websites to make them accessible to people with disabilities.

### WHAT WE DO NOT DO

- Accept that our stores may be inaccessible to people with disabilities.
- Fail to take disability into account, therefore discriminating against people with disabilities at our stores.

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# EMPLOYEE RELATIONS

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The Group is convinced that the attention paid to its employees is an essential component of its responsible performance. This implies vigilance at all times to ensure that working conditions are always favourable to the full development of every employee.

## #1 Personal protection

### OUR COMMITMENTS

- The Eram Group is committed to providing safe and healthy working environments with the same requirement levels wherever they are established. The Eram Group is committed to respecting the right of its employees to relax and therefore to promote good balance between work and home life.
- The Eram Group is committed to fighting all forms of violence, including bullying and/or sexual harassment. To this end, the Group commits itself to continue working on this with the staff representative bodies.
- These requirements are defined in the internal regulations in force within the Group and also apply to subcontractors working at its sites or under its direction at its customers' or partners' sites.
- At all the Group's sites, risks related to the health and safety of people are taken into account in conjunction with the competent authorities.

### WHAT WE DO NOT DO

- Ignore the Group's rules on hygiene and health and safety at work.
- Ignore reports made by people who have found infringements.
- Tolerate inappropriate or disgraceful behaviour.
- Authorise employees to travel to countries presenting health and/or political risks without having implemented appropriate measures to ensure their safety.

## #2 Employee representation

### **OUR COMMITMENTS**

- The Eram Group respects the freedom of its employees to form or join unions or workers' organisations and to organise themselves to participate in collective negotiations.
- The Eram Group respects its social partners and recognises their responsibilities and missions. It undertakes to communicate and negotiate with these partners under the best possible conditions and in an open manner on matters relating to the interests of employees.
- In general, the Eram Group respects the provisions of social legislation and undertakes to take all measures required to resolve any infringements discovered.

### **WHAT WE DO NOT DO**

- Influence, in any way, the choices of our employees regarding their membership of trade union organisations.
- Refuse dialogue with social partners.
- Voluntarily hide from our social partners information that may have a major impact on the collective interest of employees.

## #3 Diversity & equal opportunities

### OUR COMMITMENTS

- The Eram Group is open to all forms of diversity and promotes equality of opportunity at all of its subsidiaries.
- The group and its employees may not discriminate based on age, race, sex, ethnic origin, nationality, religion, health, disability, marital status, sexual orientation, political or philosophical opinion, union membership or any other characteristic.
- These principles apply at the time of hiring and also in decisions concerning training, promotion, job retention and working conditions in general.
- The recruitment, training and personal development of employees from different backgrounds is important for the Eram Group. The Group therefore seeks to highlight these differences by constituting, as far as possible, teams that reflect the company.

### WHAT WE DO NOT DO

- Discriminate for reasons related to sex, disability, family situation, sexual preferences, age, political opinion, religious beliefs, origins...
- Take these criteria into account in the development of an employee's career.
- Fail to respect freedom of conscience, worship or union membership.

## #4 Career management

### **OUR COMMITMENTS**

- As part of its training policy, the Eram Group is committed to implementing plans to constantly adapt its employees to the challenges facing the company.
- The Eram Group undertakes to comply with all regulations applying to professional interviews to allow its employees to express their wishes in terms of career development and to provide a forum for regular discussions with management.
- The Eram Group is committed to promoting career development internally through interviews and specific development plans.

### **WHAT WE DO NOT DO**

- Refuse employee requests for discussions regarding career development.

## #5 Protection of personal information

### OUR COMMITMENTS

- The Eram Group is committed to respecting the privacy of its employees and the confidentiality of information concerning them.
- The Eram Group undertakes not to communicate this information to third parties other than external service providers mandated for management tasks or when communication is mandatory under the regulations.
- The Eram Group undertakes not to use the image of its employees in public communication without their express consent.

### WHAT WE DO NOT DO

- Collect information about employees which is not needed to manage their work without their consent.
- Communicate this information to persons outside the company, except when legally obliged to or when an external provider handles payroll or other HR services, or make inappropriate use of it.
- Use the image of Group employees without their consent and/or in a context that may be harmful to them.
- Use images collected during internal Group events on social media without being expressly authorised to do so by duly authorised persons within the Group.

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# PARTNER RELATIONS

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The ethical commitments of the Group and its subsidiaries require the respect of certain rules in relations with partners, who must always be treated fairly and honestly. We also expect our partners to share our human rights commitments, which must be addressed across the entire value chain of our business.

## #1 Stakeholder relations

### **OUR COMMITMENTS**

- Respect our interlocutors and promote constructive discussions.
- Involve all stakeholders, such as NGOs, employees and trade unions, and take account of diverse and even divergent interests.
- Allow time for stakeholders to influence the decision-making process.
- Communicate information upfront and report on trade in an honest, objective and transparent way.

### **WHAT WE DO NOT DO**

- Disrespect people.
- Knowingly fail to communicate all information relevant to dialogue and good decision-making.

## #2 Choice of partners

### OUR COMMITMENTS

- All internal buyers and ordering parties or any person whose duties within the Group lead them to be in contact with external interlocutors must act within the scope of their responsibilities, in accordance with the principle of loyalty and in compliance with all legal provisions and national and international regulations.
- All internal buyers and ordering parties or any person in contact with external interlocutors must act solely for the interests of the company.
- Suppliers and subcontractors must be selected through open and fair competition conducted impartially on the basis of objective criteria, unless a situation is likely to generate conflicts of interest. All suppliers referenced and under contract with one of the Group's companies must re-submit a bid at least every 3 years and otherwise be invited to participate in an open tendering process.
- In their professional relations with the suppliers and subcontractors of the Eram Group, buyers, ordering parties and Group staff must show respectful and courteous behaviour, whatever the situation.

### WHAT WE DO NOT DO

- Impose abusive conditions on our partners.
- Continue to work with partners who repeatedly fail to meet our expectations or do not respect our ethical principles, in particular regarding human rights and/or the fight against corruption.
- Behave unfairly in the management of tenders.
- Choose, following an open tendering process, the service provider/supplier who would not be the best bidder (best bidder = service provider/supplier providing the expected level of service at the best price).
- Voluntarily place a partner in a situation of dependency so as to obtain better conditions.

## #3 Corruption and money laundering

### OUR COMMITMENTS

#### — CORRUPTION

- Corruption is the act of proposing or granting to a private person or a public official, but also to solicit or accept from these same persons, an undue advantage in exchange for a favour, whether in France or abroad.
- Corruption in all its forms runs contrary to the values of the Eram Group. It is therefore entirely prohibited in any business unit, for any employee and in any domain or territory in which any of its business units work.
- All employees must demonstrate integrity and transparency in carrying out their professional activities and act in accordance with the laws and regulations covering the prevention of corruption and influence peddling.
- The Eram Group also undertakes to condemn all acts of this nature of which it is aware, including facilitation payments, that is to say, informal payments (as opposed to duties and taxes) made to public officials to execute or accelerate certain administrative formalities, such as applications for building permits, visas or customs procedures.
- Facilitation payments are a form of corruption and assimilated as such in most countries, including France.
- The Eram Group undertakes to respect the terms of the Sapin II Law. Whistleblowers are subject to protection under the conditions provided for by that law. Reports falling within the scope of the Sapin II Law are the responsibility of the Ethics Committee, under the conditions mentioned below.

#### — MONEY LAUNDERING

- The Eram Group ensures that all information contained in its financial and other documents is accurate. This commitment is essential to the honest, efficient and lawful conduct of its activities. The Eram Group and all its employees must ensure that their activities are not used to "launder" funds from illicit activities.
- In the event that the Eram Group becomes aware of such acts, it undertakes to refer the matter to the competent authorities for the purposes of sanctioning such actions.

## ⊘ WHAT WE DO NOT DO

- Accept or solicit benefits of any kind in return for professional actions.
- Propose or give money or anything of value to representatives of public authorities, trade unions or political parties (directly or indirectly through a known party or other entity) for the purposes of obtaining an advantage.
- Seek a commercial advantage (or accept such an advantage) in return for a gift, donation, service or any other form of benefit.
- Use intermediaries (commercial agents, consultants, lobbyists, etc.) to do what the Eram Group does not have the right to do or which is forbidden in light of the above.
- Sell, transfer or dispose of Group property without the necessary authorisations or documents.
- Accept cash transactions, except for small transactions and in-store payments.
- Conceal payments through third parties.

## — EXAMPLES OF PROHIBITED PRACTICES

- During a call for tenders, the sales representative of a supplier seeks to obtain a contract by giving luxurious gifts and paying the personal expenses of the buyer.
- During an administrative authorisation procedure, an elected representative requests one of his children be hired at a store in exchange for the acceleration of the application process.
- A customs officer demands a bribe to deal with the clearance of containers expeditiously.

## #4 Conflicts of interest

### OUR COMMITMENTS

- A conflict of interest is a situation in which the personal interests (financial, family, moral, etc.) of an employee may differ from those of the Group and therefore affect his or her objectivity.
- No Group staff with the ability to influence the type or the volume of business conducted with a supplier, partner, service provider or sub-contractor of the Group may maintain commercial, financial or personal relations with said supplier, partner, provider or subcontractor, placing it in a potential conflict of interest situation.
- Employees must inform their superiors in the event that they are in a situation of real or potential conflict of interest or when they occupy a position or function or hold financial interests in any organisation that may be a competitor, a customer, a supplier or a partner of one of the Group's business units.
- Employees must spontaneously withdraw from decisions for which their impartiality may be called into question.

### WHAT WE DO NOT DO

- Conceal information about conflicts of interest.
- Take decisions about providers and subcontractors totally or partially dictated by interests other than those of the company.
- Own shares in companies that may be suppliers, customers or partners of the Group without declaring them.
- Promote, when recruiting or placing a call for tenders, a candidate due to relationships that could constitute a conflict of interest.
- Use your position or function for personal gain or for your loved ones.

### — EXAMPLES OF PROHIBITED PRACTICES

- An employee has a face to face meeting with a spouse or a relative employed in an organisation related to the Group (supplier, partner, relationship with the administration).
- An employee holds a financial interest (including via a relative) in a company with which the Group has business relations through the employee concerned.

## #5 Gifts and invitations

### OUR COMMITMENTS

- Gifts and invitations from Eram Group employees must be given in a transparent manner and in compliance with all applicable laws and procedures.
- The appearance of the impartiality and neutrality of all employees of the Eram Group must always be preserved such that no situation casts doubt on the integrity and impartiality of Eram Group employees.
- Gifts or benefits in kind from third parties to employees, that are personal, whether money, property, services, entertainment, travel, or any other form of gift, are prohibited except for courtesy and low-value items.
- Invitations to events for which transport and accommodation costs are paid by third parties, prospects or suppliers, must be approved by the management.
- If for cultural reasons it is impossible to refuse a gift, it must be declared to the Department Manager and shared with the department.

### WHAT WE DO NOT DO

- Give or accept gifts or invitations that are not symbolic or a demonstration of courtesy.
- Use one's position within the Eram Group to obtain a gift or personal benefit.
- Receive or give cash gifts, donations, monetary loans or similar.
- Give or accept a gift that, due to its nature and/or amount, could cause an employee to fail to act in the best interests of the Eram Group or risk putting the Eram Group in an embarrassing situation, or which would create a feeling of indebtedness.

### — EXAMPLES OF PROHIBITED PRACTICES

- As a reward for an order, the sales representative of a supplier offers a purchasing department employee a trip with a disproportionate value.
- An employee regularly asks that their suppliers give them gift vouchers.

## #6 Respect for intellectual property rights

### **OUR COMMITMENTS**

- The Eram Group undertakes to respect the rights of third parties regarding their protected works within the meaning of the regulations in force in each territory in which the Group operates, whatever they may be. In this respect, an internal procedure has been put in place to ensure these rights are respected by the style teams, internal purchasing staff and by our suppliers and subcontractors.
- The Eram Group undertakes, in particular, in case of proven infringement of the rights of a third party by one of its entities, to implement all appropriate measures aimed at stopping such actions.

### **WHAT WE DO NOT DO**

- Knowingly copy an original work belonging to a third party.
- Continue to market a product that has been proven to infringe the rights of others.

## #7 Respect for human rights by our partners

### OUR COMMITMENTS

**The Eram Group undertakes to only use suppliers or service providers who respect Human Rights in their relations with their employees and, in particular, have made the following commitments:**

- The employer must treat its employees with dignity and respect. No treatment that harms the physical or moral integrity of employees will be tolerated.
- The employment of children under the age of 15 (or under the age of compulsory schooling if this is higher in the country) is prohibited, in accordance with the principles of the ILO and the United Nations Convention.
- Juvenile workers (between the ages of 15 and 18) must be clearly identified and monitored. They may not work overtime or night hours, or work in positions that pose a risk to their physical or mental integrity.
- Workers must voluntarily provide their services and be free to travel (on and off the site), as well as to terminate their relationship with their employer at reasonable notice. No work is to be done under threat or duress.
- Migrant workers must have all documents required by the country in order to work legally. Furthermore, these workers must have the same rights, working conditions and benefits as local employees. The employment contract must be translated into the language understood by the employees if necessary.
- The employer must guarantee payment of the minimum wage defined by local regulations or industry standards, whichever is higher. The employer must ensure that the salary and the various compensations as well as the social or tax deductions are clearly detailed to the employees; that they are paid directly to the workers each month, without any intermediary, and that no financial penalties may be deducted from this salary.

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- The employer must comply with applicable national laws and collective agreements on working hours and public holidays. The regular base for a working week must not exceed 48 hours and 8 hours overtime, in accordance with the recommendations of the International Labour Organisation. These must be carried out on a voluntary basis. Employees are entitled to at least one day's holiday a week, as well as all other holidays provided for by national law.
  - The supplier/contractor must provide a safe and healthy working and living environment and must take the necessary precautions to prevent any accidents and injuries that could affect the health of workers. Explicit health and safety regulations and procedures must be put in place and followed, particularly with regard to the provision and use of personal protective equipment and access to drinking water. In addition, all employees must receive health and safety training in the workplace at regular intervals.
  - Freedom of association is a Human Right: every employee must be free to create or join a union or to negotiate for a group of employees they represent without fear of retaliation by the management. The employer may not obstruct their activities at the site outside of working hours.
  - No distinction, exclusion or preference may be made in recruitment, pay, training or professional advancement based on criteria other than competence (race, caste, sex, origin, religion, disability, sexual orientation or political orientation, membership of a trade union, etc.).
  - Female employees who take maternity leave may return to their position following said leave with the same wages and benefits.

## **WHAT WE DO NOT DO**

- Use a supplier who refuses to make the commitments stipulated above.
- Continue to work with a supplier/service provider that has been reported for serious breaches of these commitments and that does not submit an action plan for return to compliance.

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# SUSTAINABLE DEVELOPMENT

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It is the responsibility of everyone within the Group to seek to reduce the environmental impact of our activities within the framework of our Change for Good corporate project and maintain open and frank relationships with all of our stakeholders directly or indirectly affected by the consequences of our decisions.

# #1 Environmental protection

## OUR COMMITMENTS

- Adapt our activities to reduce our carbon footprint.
- Implement an ambitious and proactive sustainable development policy, and commit to respecting it.
- Help all our suppliers take into account the CO2 emissions associated with their activities.
- Reduce our direct and indirect energy consumption (scope 1 & 2 - Carbon Footprint® method)
- Play an active role in sorting waste, preventing pollution (air, water and soil) and preserving biodiversity.
- Research the best technologies and methods to respect the environment at every stage of the product, from design to marketing.
- Apply the precautionary principle to environmental problems.

## WHAT WE DO NOT DO

- Knowingly circumvent the environmental rules applicable to our business.
- Neglect checks and work on the traceability of our products.

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# PHILANTHROPY

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Aware of the environmental impact of the Group's activities, the fourth generation of the Biotteau family has created the Albert Marie Endowment Fund, choosing to support and finance initiatives that promote ecological and socially responsible change in the fashion industry.

All the projects supported are described on a dedicated website: [www.fonds-albertmarie.com](http://www.fonds-albertmarie.com)

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## OUR COMMITMENTS

- Donations, sponsorships and patronage to charitable organisations made on behalf of the Eram Group and using its financial resources are authorised subject to compliance with the applicable regulations and internal procedures.
- Said donations must be associated with the community in which the Eram Group works and serve the cause of the charity in question, while improving the Group's community image.

## WHAT WE DO NOT DO

- Make donations on behalf of the Eram Group or any of its business units without the written consent of the person authorised to validate this type of transaction.
- Make donations to a charity that are not related to the activity or values of the Eram Group.
- Make donations when requested to do so by a public official or an employee of a company with which the Eram Group does business, in return for a decision or other advantage.
- Make donations that could be considered by a third party as likely to call into question the independence of a decision.

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# ETHICS AND MANAGEMENT

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Change for Good unites the Group's employees around common challenges and a management model aligned with its values and embodied by all its managers. In this respect, the Eram Group expects its managers to be stakeholders in the implementation of the commitments set out in this Code of Ethics and to act as a relay and a resource for understanding by all teams.

## #1 The role of Manager

### OUR COMMITMENTS

- The Eram Group expects its managers to behave in line with the commitments stipulated in the Code of Ethics.
- The company's management must therefore promote ethical conduct and communicate the company's ethical approach by being available to answer questions asked by employees regarding the application of the charter.
- The manager must also, if he/she is unable to answer a question, direct the employee to the Ethics Committee. Ethical issues are rarely simple but should not be avoided.
- Furthermore, managers must integrate the company's ethical commitments into its commercial and financial objectives. The objectives are compatible and are linked.
- The belief of the Group and its management is that "doing good" for the right reasons, is and will always be good business practice. It is not in the interest of a company, in the long term, to use practices that run contrary to the principles of honest, humane and respectful management.

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# WHISTLEBLOWING PROCEDURES

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## #1 Professional system

Compliance with ethical rules within the Eram Group is the responsibility of every employee and must be reflected both in employee relations with each other and in their relations with third parties (customers, business partners, suppliers, service providers, etc.).

If employees have any doubts or concerns about the application of the law or ethical rules, they can use a number of channels: they can seek advice and guidance from their line managers, representatives of the Human Resources Department or the Legal Department.

In addition to these traditional channels and in accordance with Law no. 2016-1691 of 9 December 2016 known as the Sapin II Law in its version in force on 1 September 2022, the Eram Group has a professional whistleblowing procedure.

The procedures for collecting and handling these reports are set out in the appendix to our Code of Ethics.

# APPENDIX

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## *Whistleblowing procedures*

### **1. Scope and grounds for whistleblowing**

All Employees and Third Parties concerned may have recourse to the Professional Whistleblowing System in compliance with the law and rules applicable in the country in which they reside or carry out their activities. However, use of the scheme remains discretionary.

The following are considered to be Employees or interested Third Parties:

- Members of staff, persons whose employment relationship has ended, where the information was obtained in the course of that relationship, and persons who have applied for employment with the business unit concerned, where the information was obtained in the course of that application;
- Shareholders, members and holders of voting rights at the business unit's general meeting;
- Members of the administrative, management or supervisory bodies;
- External and occasional members of staff;
- The co-contractors of the business unit concerned, their subcontractors or, in the case of legal persons, the members of the administrative, management or supervisory bodies of these co-contractors and subcontractors, as well as the members of their staff.

Interested Employees or Third Parties may report facts or behaviour that fall into one of the following categories:

- A crime or misdemeanor;
- A threat or harm to the general interest;
- Violation or attempted concealment of a violation of an international commitment duly ratified or approved by France, of a unilateral act of an international organisation taken on the basis of such a commitment, of European Union law, or of a law or regulation;
- A breach of the Code of Ethics in force within the Eram Group.

The whistleblowing cannot relate to matters covered by national classified information, doctor-patient confidentiality, the secrecy of court deliberations, the confidentiality of investigations or legal enquiries or the solicitor-client privilege.

The report must be made in good faith, with no intention of damaging the reputation of the person concerned, and must not be false or misleading, and there must be no financial consideration in exchange for disclosing the facts.

## **2. Referral to the Ethics Committee**

### **2.1. The Ethics Committee**

In order to ensure maximum protection for **employees and third parties**, the Ethics Committee is responsible for receiving whistleblowing reports.<sup>1</sup>

Created in 2018, the Eram Group Ethics Committee is a collegiate body that acts either as part of a whistleblowing procedure or by investigating an ethical issue on its own relating to the life of the Group or its companies.

It comprises:

- the Group's General Counsel & Compliance Director  
the Director of Human Resources, Communication and CSR
- an external expert in the field of ethics
- a member of the Group's Management Committee (this position will be held on a rotating basis by each member of the Management Committee, changing every 6 months)

In the event of whistleblowing reports made to other Eram Group employees, they undertake to forward them immediately to the Ethics Committee.

### **2.2. Referral to the Ethics Committee**

The Ethics Committee can be contacted in several ways:

- By email: [comite-ethique@groupe-eram.com](mailto:comite-ethique@groupe-eram.com). Please note that the email must come from an identified person whose identity will be treated as confidential.
- By registered letter with proof of signature: Ethics Committee, St Pierre Montlimart, 49111 MONTREVAULT SUR EVRE. The letter must be signed by an identified person.

The Eram Group will not accept anonymous whistleblowing reports. Verbal reports are also excluded.

The report must be clear and detailed and provide sufficient information to enable a full investigation to be carried out.

The report must be accompanied by all the documents needed to substantiate the facts, whatever their form or medium.

If there is no evidence to corroborate the facts reported, the report may be considered insufficient and the Ethics Committee will not be able to deal with it.

However, the Ethics Committee undertakes to inform the person making the report in writing of any evidence that is lacking and of the fact that the report cannot be processed.

## **3. Investigation procedures**

### **3.1. Acknowledgement of receipt and deadline for response**

The Ethics Committee undertakes to acknowledge receipt of the report to its author within a maximum of 7 days, by registered letter with proof of signature or by email with acknowledgement of receipt.

The Ethics Committee also undertakes to inform the author of the report, in its letter or email, of the deadline at the end of which they will be informed of the measures planned or taken to assess the accuracy of the allegations and, where appropriate, to remedy the subject of the report.

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<sup>1</sup> If one of the members of the Ethics Committee is affected by the whistleblowing, they will withdraw and be replaced by another person who will be appointed by the other members of the Ethics Committee. The Ethics Committee is designated as the competent authority within the Eram Group to handle reports made by whistleblowers, in compliance with the provisions of Organic Law No. 2016-1690 of 9 December 2016.

In any event, this period may not exceed three months from the date of acknowledgement of receipt of the report or, in the absence of acknowledgement of receipt, three months from the expiry of a period of seven working days following the whistleblowing report.

### **3.2. Preliminary assessment of the report**

Each report is subject to a confidential preliminary assessment by the Ethics Committee in order to determine, prior to any investigation, whether it falls within the scope of the system.

During this preliminary assessment, the Ethics Committee ensures that the data collected is adequate, relevant and not excessive in relation to the purposes for which it is collected.

If, after a preliminary assessment, it is concluded that the report is admissible, the Ethics Committee shall inform the author of the report that it is admissible within the above-mentioned three-month period.

The following items will be destroyed without delay, unless disciplinary proceedings are initiated against the author of the whistleblowing report:

- All reports concerning facts that cannot be verified;
- Any report which is clearly outside the scope of the procedure;
- Any report that is not of a serious nature;
- Any report made in bad faith;
- Any report that constitutes an abusive or slanderous denunciation;

The author of the report is then informed of the deletion.

### **3.3. Investigation**

The Ethics Committee will take all necessary steps to deal with the report, including launching an investigation if necessary.

This investigation can be carried out:

- either internally, under the responsibility of the Ethics Committee;
- or, if justified by the facts, by third parties specialised in conducting investigations or certain areas useful to the investigation (for example, IT, legal, financial or accounting areas).

In any event, the Ethics Committee may only send the report to a person in the Eram Group when this is necessary to verify the facts of the report and without ever disclosing the identity of the person who made the report.

This communication will depend in particular on the nature and degree of seriousness of the dysfunction concerned by the report.

The Ethics Committee may also request the participation of a staff representative if it deems this necessary for the investigation.

The person making the report will only be involved in the investigation process for the purposes of verifying the facts they have reported.

### **3.4. Corrective measures**

Once the report has been verified, if corrective measures are necessary, the Ethics Committee will contact the appropriate management team to recommend a course of action.

In the event of a proven breach, after investigation, of the provisions of the Code of Ethics, laws and regulations, the employee responsible may, depending on the severity of the breach, be subject to disciplinary sanctions ranging from a warning to dismissal, in addition to any eventual claims filed against them.

The management team concerned must notify the Ethics Committee of the measures it has taken.

At the end of a period of three months from the acknowledgement of receipt of the report or, in the absence of acknowledgement of receipt, three months from the expiry of a period of seven working days following the report, the author of the report will be informed of the measures envisaged or taken to assess the accuracy of the allegations and, where appropriate, to remedy the subject of the report.

The author of the report is informed in writing that the file has been closed.

## **4. Confidentiality**

The integrity and confidentiality of the information collected in a report, in particular the identity of the author, the persons concerned by it and any third party mentioned in it, are strictly preserved and any member of staff who is not authorised to do so in accordance with the procedure is prohibited from having access to it.

Employees who use this system can rest assured that every precaution will be taken to ensure that their identity will be kept strictly confidential at all stages of the investigation and processing of the report.

The Ethics Committee will apply strict ethical standards in conducting investigations following such reports and must take the strictest precautions to ensure the confidentiality of the identity of the person making the report and of the documents and information sent to it within this framework.

In particular, the Ethics Committee will take precautions to ensure that third parties involved in the procedure for verifying or handling a professional whistleblowing report (staff within the Eram Group or external service providers) are only given the data required to carry out their respective tasks of verifying or handling the report.

Information that could identify the author of the report may only be disclosed with that person's consent.

Similarly, information that could identify the person concerned may only be disclosed once it has been established that the whistleblowing is well-founded.

By way of exception, the identity of the person issuing the report and that of the person implicated may be disclosed to the legal authorities.

## **5. Guarantees offered to the person targeted by the report**

Except in exceptional cases, the persons implicated by a report will be informed of the breaches they are accused of when the report is received.

The Ethics Committee may nevertheless decide to take precautionary measures, in particular to prevent the destruction of evidence, before informing the persons concerned.

The following information is sent to the person concerned by the report:

- The business unit responsible for the procedure;
- The charges against them;
- Potential recipients of the whistleblowing report;
- The procedures for exercising their right of access to their personal data and their right to rectify and delete this data if they consider it to be incorrect or incomplete.
- The identity of the person implicated may not be disclosed, unless legally required, until the merit of the report has been established.

## **6. Data protection during processing**

The Professional Whistleblowing System necessarily involves the collection and processing of personal data.

The following categories of data may be collected under the scheme:

- the identity, position and contact details of the person issuing the report;
- the identity, position and contact details of the employee concerned by the report;
- the identities, positions and contact details of the members of the Ethics Committee;
- reported facts;
- information gathered in the course of verifying the reported facts;
- verification audit;
- the action taken in response to the whistleblowing report.

Accordingly, the company undertakes to carry out data processing in compliance with the General Data Protection Regulation ((EU) 2016/679 of the European Parliament and of the Council of 27 April 2016).

## **7. Whistleblower protection**

The whistleblower who reports or discloses:

- without direct financial consideration and in good faith;
- facts that appear to constitute a crime, a misdemeanor, a serious and manifest violation of the law or a regulation, an international commitment duly ratified or approved by France, a unilateral act of an international organisation taken on the basis of such a commitment, European Union law, the law or the regulation.

is systematically protected against reprisals and may not be excluded from a recruitment procedure or from access to an internship or training period in the company, be penalised, dismissed or be the subject of a direct or indirect discriminatory measure, particularly with regard to pay, profit-sharing measures or the distribution of shares, training, reclassification, assignment, qualification, classification, professional promotion, working hours, performance assessment, transfer or renewal of contract, or any other measure mentioned in II of Article 10-1 of Law 2016-1691 of 9 December 2016 on transparency, fighting corruption and modernising economic life.

In addition, use of the system in good faith cannot expose the whistleblower to disciplinary sanctions, even if the facts subsequently prove to be inaccurate or do not give rise to any follow-up.

Similarly, whistleblowers who report or disclose information, without direct financial consideration and in good faith, benefit from civil and criminal immunity.

On the other hand, except in cases of imminent or obvious danger to the general interest, whistleblowers cannot validly claim to be protected when their reports are made public on their own initiative, in particular through the press, whatever the medium, or by publication on social media.

Finally, whistleblowers who act in bad faith, particularly when the report is made with the intention of damaging the reputation of the person concerned or in the case of a false report, may be subject to disciplinary sanctions and legal proceedings.

It is specified that, in accordance with Article 6-1 of the aforementioned Act of 9 December 2016, the whistleblower may be assisted in making their report by a "facilitator", i.e. by any natural person or any non-profit-making legal entity governed by private law. This facilitator benefits from the same protection and confidentiality guarantees set out in the Ethics Charter.

To this end, an external report may be sent to the authorities listed in the appendix to decree 2022-1284 of 3 October 2022.

For more information: <https://www.defenseurdesdroits.fr/>

## **8. What happens to the data collected at the end of the process?**

Data relating to whistleblowing reports is destroyed or stored in accordance with the following provisions.

- The report does not fall within the scope of the scheme: Any report that is clearly outside the scope of the procedure, that is not serious, that is made in bad faith or that constitutes an abusive or slanderous accusation, as well as any report relating to facts that cannot be verified, will be destroyed immediately; the author will then be informed.
- The report falls within the scope of the system but is not followed by disciplinary or legal proceedings: If the report is closed without further action or at the end of a period which may not exceed two months from the completion of all the admissibility or verification operations, the Ethics Committee undertakes to destroy or archive, after rendering it anonymous, any information in the report file which would make it possible to identify its author and the persons concerned by it.
- The report falls within the scope of the system and is followed by disciplinary or legal proceedings against the person implicated or the perpetrator of an abusive report: The data is kept for a period not exceeding the time required for legal proceedings. Data subject to archiving measures is kept in a separate information system with restricted access, for a period not exceeding the duration of legal proceedings. It must therefore be deleted immediately or archived after being rendered anonymous.

## **9. Individual and collective information**

The Eram Group informs interested employees and third parties of about the whistleblowing procedure by any means including memos, posters, publication, on its website.

Interested Employees and Third Parties will be informed individually and in advance, using the same method, of any changes to the procedure.

### **9.1 Publication and filing**

This procedure has been submitted for approval from the Social and Economic Committee.

This whistleblowing procedure is appended to the internal rules.

The present procedure, together with the opinions expressed by the staff representatives, will be sent to the Labour Inspectorate, filed with the Registrar of the Conseil de Prud'hommes and will come into force one month after the date of filing.

## **9.2 Review**

Amendments and additions to the present procedure will be subject to the same procedure as that provided for in art. L.1321-4 of the French Labour Code.

A large teal circle is centered on the page. Inside the circle, the text "CHANGE FOR GOOD" is written in white, bold, uppercase letters. "CHANGE" is on the top line, "FOR" is on the second line, and "GOOD" is on the third line. A horizontal line is positioned under the word "FOR".

**CHANGE**  
**FOR**  
**GOOD**

VERSION OF SEPTEMBER 2023

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