

ETHICS CHARTER


27/10/2022





CONTENTS

| | |
|--|----|
| ⇒ <u>The Group's ethics principles</u> | 5 |
| ⇒ <u>The Group's ethics principles applied to the markets</u> | 7 |
| ⇒ <u>The Group's ethical principles applied to its environment</u> | 10 |
| ⇒ <u>The scope of application of the Ethics Charter</u> | 13 |
| ⇒ <u>The management system</u> | 15 |
| ⇒ <u>Compliance officers</u> | 18 |
| ⇒ <u>Reporting, monitoring and audits</u> | 21 |



The Group's employees are the custodians of SUEZ's ethical values, which they must respect in all circumstances.

SUEZ expects its employees to act in accordance with these ethics principles in all circumstances, whatever their role and level of responsibility and no matter with whom they are dealing. Group employees all have an absolute duty never to act in a way that could cast the slightest doubt on the ethical integrity of SUEZ.

SUEZ has always considered ethics to be an essential area of focus for improving its performance and competitiveness. For many years, it has been committed to upholding Human Rights and respecting human dignity, fighting corruption and protecting the environment.

The ethical commitment of SUEZ and the respect of these principles by all of its employees are now more crucial than ever, in order to successfully carry out the mission of managing the resources that are essential for our future in a smart and sustainable way.

THE GROUP'S ETHICS PRINCIPLES

Employees

At all levels, SUEZ is committed to maintaining human relationships that are both demanding and harmonious. As such, it is everyone's responsibility to enable all employees to carry out their work in good physical and mental conditions.

Indeed, the Group encourages relationships between colleagues that are based on courtesy, consideration, recognition and discretion. SUEZ condemns workplace or sexual harassment and disapproves of any practice which involves exerting excessive pressure.

The Group respects diversity and privacy, considering the competence of its employees above all else. Discrimination of any kind is prohibited.

Team work, which is highly valued, is based on open and constructive dialogue that strengthens cohesion. The Group does everything to inform its employees about its objectives and challenges in order to facilitate their involvement in the life of the company.

In all countries, finally, SUEZ strives to provide salaries that will offer a decent living in the local market. The Group is also committed to providing sufficient means to safeguard the health and safety of its employees.

The requirement for a high level of professionalism, to which SUEZ aspires, encourages the development of individuals, from both a professional and personal standpoint.

Group entities

SUEZ ensures that relationships within its entities are based on transparency and balance, in order to successfully carry out the common mission of enabling customers to manage resources sustainably and to progress towards a circular economy.

In particular, the Group makes sure that the information entities provide to each other is accurate and honest and, when they have business relationships, that they are vigilant about maintaining the same level of loyalty for customers, suppliers and outside partners.

Finally, in the interest of consistency and loyalty, the entities implement local mechanisms in order to meet both the objectives of this charter and its requirements.

In short... The Group's ethics principles

Working in a healthy climate helps for Group to operate effectively. This is why SUEZ has taken the necessary steps to ensure its employees have a safe working environment.

The Group also fosters a climate of respect and trust in relations with its employees.

This human and ethical requirement also applies to all its shareholders, for which SUEZ seeks to provide the highest standards of corporate governance.



THE GROUP'S ETHICS PRINCIPLES APPLIED TO THE MARKETS

Customers

Customer satisfaction and, subsequently, the long-term future of the Group, are based on clearly identified factors. These include availability, imagination, innovation, continuous improvement of quality and of traceability (particularly with respect to health and safety), attention to the sustainable management of resources and to the impact of Group activities on society.

These requirements presuppose open dialogue, based on accurate and honest information, the transparency of processes implemented by the Group and, of course, respect for commitments and rules of competition.

Suppliers and partners

The quality of the goods and services that SUEZ provides to its customers also depends on its ability to obtain excellent service from its suppliers and partners.

Accordingly, the choice of suppliers and partners must be impartial and demanding. The Group therefore selects them for their professionalism and competitiveness, with a view to building a relationship of trust.

All negotiations must respect the principles of quality drawn up within the Group. As such, the decision-making process must involve everyone concerned.

In addition, the employees involved must demonstrate irreproachable ethics, avoid any conflict of interests and comply with regulations, notably with respect to rules of competition.

The principles of quality are also expressed through the application of environmental and societal concerns to supplier and partner selection criteria.

SUEZ requires its business partners, subcontractors and suppliers to adopt ethical, environmental and corporate rules, if they have not already done so, as well as to act in a way that is compatible with their values.

Competitors

The Group respects rules of competition, irrespective of the country in which it is operating.

As such, it complies with the rules of competition and those of the regulated markets by behaving fairly. In particular, it protects its confidential information and trade secrets. Antitrust law must be respected in all circumstances and all alliances must be notified as soon as the required conditions are met. To this end, the Group's employees should not hesitate to ask their legal departments to ensure that competition law is respected.

Finally, information used for obtaining tenders or contracts by employees must be collected in compliance with competition law.

In Short...

The Group's ethics principles Applied to the markets

Customer satisfaction and sustainable development are priorities at SUEZ and are governed by clearly identified factors: the quality of products and services, an open dialogue in a collaborative spirit, transparency in procedures, the fulfilment of commitments and compliance with the rules of competition.

These principles, which all Group employees must respect, also apply to partners, suppliers and competitors.

In this respect, SUEZ employees are expected to be loyal and demonstrate fairness and impartiality in negotiations. They must also ensure that the Group's partners, suppliers and subcontractors apply ethics principles that are compatible with the Group's Ethics Charter.

THE GROUP'S ETHICAL PRINCIPLES APPLIED TO ITS ENVIRONMENT

The community

The Group's business activities place it right in the heart of the communities where it operates; it attributes great importance to supporting its host communities.

SUEZ also has an active policy for supporting communities in difficulty, in collaboration with public authorities. It carries out corporate patronage and sponsorship activities in order to support community initiatives. These activities must be legal and transparent.

Group policy forbids any funding of political activities.

Finally, in collaboration with local partners, SUEZ seeks to understand and respect all cultures.

As such, for field operations consistent with its lines of business, the Group maintains ongoing dialogue and partnership with Non-Governmental Organizations (NGOs) in the environmental and humanitarian sectors. It also encourages personal civic and charity work by its employees.

SUEZ recognizes integrity as one of the founding principles of its ethics. It disapproves of corruption in all forms and ensures that the employees responsible for making sure that this principle is respected are not subject to discrimination.

The planet

The environment, its protection and sustainable development lie at the heart of the SUEZ lines of business. The Group's sustainable development policy sets this out by stating that respect for people and the environment form the basis for the identity and values of SUEZ.

Mindful of its responsibilities towards both present and future generations, the Group has drawn up its strategy and set its goals as a player committed to sustainable development and the circular economy, reporting on its results. It respects local legal standards and regulations. It also listens to the expectations of customers, local residents, employees and, more broadly, to all of its stakeholders.

The Group is vigilant with respect to its emissions and the impact of its activities and is careful to share its environmental objectives with its partners, suppliers and, if applicable, with the owners of the facilities it manages.

The Group uses methods and techniques that are most likely to promote sustainable development through the optimized and innovative management of resources. It encourages research and innovation to develop know-how in the area of quality and safety, the recovery and recycling of materials, saving natural resources, reducing pollution and protecting biodiversity.

In short...

The Group's ethical principles applied to its environment

Socially responsible, SUEZ is involved in the communities in which it operates. Through its respect for the environment and cultures, it has set itself the goal of securing the resources that are essential for the development of human activity and for our future.

SUEZ communicates about its achievements and challenges in this area and supports NGOs working in environmental and humanitarian fields.

The Group disapproves of all forms of corruption and ensures its employees are involved in respecting this principle.



THE SCOPE OF APPLICATION OF THE ETHICS CHARTER

Application of the Ethics Charter is mandatory for all the Group's employees and entities.

In order to encourage employees to behave ethically and act in accordance with laws and regulations in force, the Group has set up an ethics organization. The processes thus implemented apply to the Group as a whole.

- The law, the Charter and the values constitute the first-level anchor points, the foundation on which the Group stands in a clearly defined objective, namely at all times and in all places to act in accordance with regulations in force, following the rules and principles of action of its Ethics Charter;
- The second level of the system concerns the organization. It involves the implementation of the appropriate structures and procedures of guidance, conception, management and reporting;
- Professional practices constitute the third level. This comprises all of the operational tools provided to employees to help them act in accordance with SUEZ policies.

The SUEZ ethics approach is based on three levels: reference sources, organizational structures and professional practices.

Practical documents have been created to support the ethics program and guide employees in their behaviour and decisions. They place particular emphasis on the laws, rules and standards on ethics and compliance produced not only by international, federal, national and local bodies, but also by professional bodies.

The principles of this Ethics Charter must also to be promoted by Group employees who sit on the supervisory or managing boards of companies which are not controlled by SUEZ. SUEZ employees are required to inform their contacts, suppliers, service providers and subcontractors of the existence of the Group's Ethics Charter by providing them with a copy of this document.

In short...

The scope of application of the Ethics Charter

In addition to applying to all Group entities, the SUEZ Ethics Charter must also be promoted by employees beyond this sphere and brought to the attention of co-contractors.



THE MANAGEMENT SYSTEM

All Group employees must make SUEZ ethical principles an integral part of the way they carry out their work. To this end, the management system clearly defines responsibilities at all levels.

SUEZ executive managers are the primary guarantors of application of the Group's Ethics Charter.

As such, they need to adopt the tools required for monitoring its deployment and detecting any breaches to the rules.

They must also set up a system for monitoring the application of processes relating to ethics and compliance. In each entity, the Group executive manager must appoint a compliance officer and provide them with the appropriate human and financial resources, together with the authority needed to perform their duties.

Strong managerial involvement

The entire line management, individually and collectively, is responsible for ensuring that the SUEZ Ethics Charter is applied. The rules set out in this document must therefore be known by the entire hierarchy and by all employees as a matter of priority. Their behaviour must, of course, be exemplary.

When line managers assign a position of responsibility, they must ensure that the person appointed has the necessary competence, authority and resources to apply the Group's Ethics Charter.

An appropriate management system

The impetus for the ethical commitment of SUEZ comes from the highest level in the Group, namely the CEO and the Executive Committee, who have decided to create the necessary structures within the Group.

The ethics organization is supervised by the Group's Board of Directors and assisted by the CSR Committee from which it was derived. This Committee ensures, among other things, that necessary procedures and ethical benchmarks have been implemented within the Group.

The role of the General Counsel, in his capacity as Chief Compliance Officer, and the Compliance and Ethics Director is to integrate compliance and ethics into the vision, strategy, management and practices of SUEZ. They propose the founding documents and drive their implementation by the operational business lines and functional departments throughout the Group's activities.

In order to ensure that the compliance tools needed to manage the Group's ethical risks are deployed and effective, it coordinates a global network of compliance officers who communicate its goals to the different entities in the Group.

The dissemination process

SUEZ line managers are responsible for distributing this document to their employees, with the objective of enabling them to learn and apply the Group's approach to ethics in their everyday lives.

As such, they must organize regular training sessions for their employees using the resources (including e-learning) set up locally or by the Group's head office. They also provide assistance and advice to those who ask them questions or raise concerns about ethics.

Lastly, while line manager must verify the knowledge of their employees with respect to ethical and regulatory obligations, they must also, and more importantly, ensure that their actions are consistent with their obligations. Where sanctions are necessary, they shall be applied in accordance with local law and practice.

In short...

The management system

Although every SUEZ employee must uphold the Group's ethics principles, managers have particular obligations, including providing resources to the compliance officers in the network, being exemplary in all circumstances, communicating, raising awareness, training and monitoring.

SUEZ has established a dedicated structure to give impetus to ethical practices and to verify that these practices are consistent with commitments



COMPLIANCE OFFICERS

Compliance officers are responsible for implementing the Ethics Charter within their entity. As both facilitators and leaders, they contribute to the prevention of ethical risk by encouraging practices that comply with the Group's commitments.

In every entity of sufficient size and autonomy, managers appoint a compliance officer, with the prior approval of the Group Compliance Officer, who is officer responsible for implementing the Group's ethics principles within their entity.

In this respect, the main components of the compliance officer's role are to:

- Communicate and if necessary explain the charters, codes or guides that set out the Group's ethical commitments, to all employees, in close liaison with the entity's management;
- Draw up or supervise the preparation of additional documents regarding ethics, specific to the entity's location or activity;
- Ensure that ethics principles are applied in the entity's development strategies and activities;
- Run awareness-raising, training and communication initiatives;
- Set up and coordinate a network of ethics correspondents within the entity if this is necessary to ensure sufficient geographical proximity with all of the employees in the entity.

The role of the compliance officers is to:

- Answer employees' questions and give advice on ethics;
- In collaboration with the departments concerned and with a sufficient amount of autonomy, address any disclosures regarding ethics and, in cases of significant disclosures, immediately inform the Group Compliance Officer;
- Monitor the implementation of the ethics organization and report on this in the entity's annual compliance report to be submitted by the entity manager to the Group Compliance Officer;
- Identify the entity's ethical risks.

Chosen for their personal qualities of rigor, honesty and discretion, as well as for their ability to distance themselves from the event, mediate and summarize, compliance officers are members of the entity's management team and/or have direct access to management.

Responsibilities of the compliance officer

Compliance officers are bound to maintain strict confidentiality with regard to the information they obtain when performing their role. Indeed, compliance officers may not disclose the name of an accused person or informer without their consent.

This duty of confidentiality must be exercised in accordance with local law and custom. In addition, compliance officers must take all necessary measures to protect whistleblowers from retaliation.

A system for tracking ethical objectives

Compliance officers give our Group a global overview of its ethical practices. To this end, they reports regularly to the Executive Committee or, where applicable, to the Board of Directors.

The information contained in these reports is incorporated into the annual ethics report presented by the Group Compliance Officer to the CEO, the Executive Committee, the CSR Committee and the Board of Directors.

In short... **Compliance officers**

Compliance officers are involved in setting ethical rules and obligations for professional practice and ensuring that they are followed in the company. They provide help and advice to any employee seeking guidance on ethical matters and help to identify good practices through their participation in the Group's network of compliance officers.

They help the Group to prevent ethical risks by drawing up their entity's compliance report and ensure that any disclosures are handled carefully and efficiently, in full respect of the principle of confidentiality.

REPORTING, MONITORING AND AUDITS

As part of the ethics organization rolled out in its entities, SUEZ has drawn up procedures designed to ensure application of its ethics policy.

A range of reporting and audit procedures have been introduced. These notably include a yearly compliance statement on the roll out of the ethics policy in the different entities of the Group.

Compliance officers are required to produce an annual report on progress made in their entities in terms of ethics organization, in application of SUEZ rules and procedures, as well as on any specific ethics-related arrangements or initiatives carried out by the entities themselves.

This report is submitted to the local entity, accompanied by a compliance letter from the Managing Director certifying their commitment to the application of the ethics program within the organization they head.

Ethics documents are available on Group intranet and an e-mail address can be used, if necessary, to seek guidance or raise questions on ethical practice.

ethics@suez.com



In short...

Reporting, monitoring and audits

As a complement to the ethics organization, the internal control and audit departments are attentive to any information that could indicate a possible breach of the rules. They are also vigilant as to the existence of any weak points in the organization of the Group's entities.

These departments report their observations to their respective management structures. They also inform the compliance officer and, if necessary, can conduct a specific review of certain applications of the ethics program.

The Group has set up reporting, information and internal audit procedures, which also form part of the internal organization designed to ensure compliance with the ethics principles.



ethics@suez.com



Photo credits: © SUEZ / Giulia Frigieri, Günter Bolzern - bolzern.ch

Tour CB21
16, place de l'Iris
92040 Paris La Défense
France
www.suez.com

