

# ETHICS CHARTER


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**The Employees (hereafter referred to as “Employees”) of the Group are the custodians of SUEZ’s ethical principles, which they must observe under all circumstances.**

SUEZ expects its Employees to adhere to these ethical principles at all times, irrespective of their role and responsibilities and their points of contact. Group employees must always conduct themselves in a way that maintains the ethical integrity of SUEZ.

SUEZ considers ethics as a top priority for enhancing its performance and competitiveness. For a number of years, the Group has been committed to upholding human rights, ensuring respect for human dignity, fighting corruption and protecting the environment.

Now more than ever, SUEZ’s ethical commitment and the observance of these principles by all Employees are critical if the Group is to carry out its mission of managing resources that are essential for our future in a smart and sustainable way.



## THE GROUP'S ETHICS PRINCIPLES

### Employees

Throughout the Group, SUEZ strives to preserve human relationships that are both exacting and harmonious. In this regard, each and every one has a responsibility to enable all Employees to do their job in good physical and mental conditions.

The Group promotes workplace relationships that are founded upon courtesy, consideration, recognition and discretion.

The Group respects diversity and privacy, recognizing the qualifications of its Employees above all else; discrimination of any kind is prohibited.

Special emphasis is placed on team work, which requires open and constructive dialog to boost cohesion. The Group makes every effort to notify its Employees of their targets and challenges to facilitate their involvement in the Company's activities.

Lastly, SUEZ endeavors to provide salaries that ensure a decent living in the local market of all countries. The Group also undertakes to implement all appropriate measures that protect the health and safety of its Employees.

SUEZ aspires to set high standards of professionalism, fostering the development of individuals – both on a professional and personal level.

## Group entities

SUEZ oversees that relationships within its entities proceed with transparency and balance, to successfully conduct the shared mission of enabling customers to manage resources sustainably and accelerate toward a circular economy.

In particular, the Group ensures that information disclosed between entities is accurate and honest. When such entities enter business relationships, they must demonstrate the same duty of loyalty as that shown for customers, suppliers and external partners.

Lastly, in the interests of consistency and loyalty, entities adopt the local measures necessary to achieve the targets of this Charter and meet its requirements.

## Overview of... The Group's ethics principles

A healthy workplace helps to ensure the smooth running of the Group. For this reason, SUEZ has introduced steps enabling its Employees to benefit from a safe working environment.

What's more, the Group focuses on cultivating respectful and trusting relationships between its Employees.



# HOW THE GROUP'S ETHICS PRINCIPLES APPLY TO MARKETS

## Customers

Customer satisfaction, and by extension, the Group's business continuity, are based on determined factors. The latter include availability, creativity, innovation, continuous improvement of quality and traceability – particularly regarding health and safety – as well as a focus on sustainably managed resources and the societal impact of the Group's activities.

These requirements presuppose open dialog, underpinned by accurate and honest information, Group-wide transparent processes and, by nature, the fulfilment of commitments and compliance with competition rules.

## Suppliers and partners

The quality of products and services which SUEZ offers its customers also depends on the Group's ability to receive excellent service from its suppliers and partners.

Accordingly, supplier and partner vetting must be an impartial and rigorous process. Suppliers and partners are therefore vetted for their professionalism and competitive advantage with a view to building trustworthy relationships.

All negotiations must observe the quality principles laid out within the Group. To this end, decision-making must involve relevant points of contact across the board.

Moreover, the Employees involved must demonstrate the highest ethical standards, avoiding any conflict of interests and complying with regulations, particularly with respect to competition rules.

Quality principles are also outlined through the application of environmental and societal concerns to supplier and partner vetting criteria.

Where not already applicable, SUEZ requires its business partners, subcontractors and suppliers to subscribe to ethical, environmental and corporate regulations.

### Competitors

The Group follows competition rules, irrespective of its operating country.

Against this background, the Group complies with competition and regulated market rules by conducting fair practices. In particular, the Group safeguards confidential information and trade secrets. Antitrust law must be upheld in any given situation with all mergers notified as soon as the required conditions are met.

To that end, the Group's employees should not hesitate to ask their legal departments to ensure that competition law is upheld.

Last, information used by Employees to win tenders and contracts must be gathered in compliance with competition law.

## Overview of... How the Group's ethics principles apply to markets

For SUEZ, customer satisfaction and sustainably managed resources are absolute priorities – governed by clearly identified factors. The latter refers to the quality of products and services, an open dialog centered on collaboration, transparent procedures, the fulfilment of commitments as well as rules on anticorruption and fair competition.

These principles, which all Group employees are expected to observe, also apply to partners, suppliers and competitors alike.

In this respect, SUEZ Employees are expected to demonstrate loyalty, fairness and impartiality during rounds of negotiations. In addition, they are required to oversee that Group partners, suppliers and subcontractors apply ethics principles aligning with the Group's Ethics Charter.



## HOW THE GROUP'S ETHICS PRINCIPLES APPLY TO ITS ENVIRONMENT

### Communities

The Group's business activities place it front and center of the communities where it operates. The Group makes it a priority to support its host communities.

Collaborating with public authorities, SUEZ champions an active policy to assist disadvantaged communities. The Group also leads corporate patronage and sponsorship efforts to endorse community-based initiatives. Such activities must be transparent and lawful.

Group policy prohibits any financing of political activities.

Lastly, by joining forces with local partners, SUEZ seeks to grasp and show respect for all cultures.

Accordingly, for grassroots action consistent with its lines of business, the Group maintains a dialog and partnership with Non-Governmental Organizations (NGOs) in the environmental and humanitarian sectors.

SUEZ recognizes integrity as one of the guiding principles of its ethics. The Group condemns corruption in all its forms while ensuring zero discrimination toward Employees involved in enforcing this principle.

## The planet

The environment, its protection and sustainable development form the cornerstones of SUEZ's business lines. The Group's Sustainable Development Policy clearly states that respect for people and environmental protection are central to SUEZ's identity.

Mindful of its responsibilities to current and future generations, the Group defines its strategy and targets as a player committed to driving sustainable development and the circular economy while also reporting on its progress. The Group complies with local legal provisions and regulations. Further, the Group actively listens to its customers, residents, Employees and stakeholders at large, taking into account their expectations.

The Group pays special attention to emissions and the impact of its activities and also strives to share its environmental targets with partners, suppliers, and the owners of the facilities it manages.

The Group draws on the methods and techniques best suited to promote sustainable development through optimized and innovative resource management. The Group encourages research and innovation to develop know-how in the following areas: setting quality and safety standards, recovering and recycling materials, preserving natural resources, reducing pollution and protecting biodiversity.

## Overview of... How the Group's ethics principles apply to its environment

As a socially responsible company, SUEZ is committed to the communities where it operates. The Group is an eco- and culturally-minded corporate citizen, with an objective to secure the resources that are essential for the development of human activities and our future.

In this area, SUEZ publicly discloses its achievements and challenges as well as backing environmental and humanitarian NGOs.

The Group condemns corruption in all its forms and ensures that its Employees are involved in enforcing this principle.



## HOW TO USE OUR ETHICS CHARTER

The Ethics Charter is mandatory for all Employees and entities of the Group.

The Group developed an ethics structure in an effort to encourage Employees to engage in ethical conduct and to act in accordance with existing laws and regulations. In this regard, the processes implemented apply on a Group-wide basis.

- The law, Charter and ethics principles represent first-level reference points, providing a basis for the Group to reach a clearly defined target: namely, to act professionally at all times and in all places pursuant to existing regulations, and following the rules and principles of action set out in its Ethics Charter.
- The second level of the system is organizational. It involves applying appropriate structures and procedures to management, design, administration and reporting.
- The third level comprises professional practices. This refers to making operational tools available to Employees to help them align their actions and conduct with SUEZ policies.

SUEZ's Ethics Policy is structured into three levels: reference sources, organizational structures and professional practices.

Practical documents serve to back up this Ethics Policy. Such documentation is intended to help Employees with their conduct and decision-making. They place particular emphasis on the laws and rules in addition to ethics and compliance standards issued not only by international, national and local bodies, but also by professional organizations.

The principles of this Ethics Charter are to be upheld by Group Employees who are members of the managing and supervisory boards of companies that are not controlled by SUEZ. SUEZ Employees are required to notify their points of contact, suppliers, service providers and subcontractors of the existence of the Group's Ethics Charter by delivering them a copy of this document.

## Overview of...

### How to use our Ethics Charter

SUEZ's Ethics Charter applies to all Group entities. The Charter is also promoted by its Employees beyond this scope and communicated to co-contractors.



# MANAGEMENT SYSTEM

Every single Group employee must factor SUEZ's ethics and compliance principles into their day-to-day work. To achieve this, the Management System determines levels of responsibility across the board. SUEZ's executive management is first in charge when it comes to enforcing the Group's Ethics Charter.

In doing so, they must utilize the tools needed to monitor the Charter's enforcement and detect any violations.

Furthermore, they must create a system that monitors the enforcement of ethics and compliance measures.

For each entity, a Group Executive Manager appoints an Ethics & Compliance Officer (hereafter "ECO") who must be a member of the entity's management team and/or in a position to directly report to SUEZ's top management. The manager must be given the appropriate human and financial resources, together with the authority required to perform their role.

## **Active managerial involvement**

The Group's entire line management chain is individually and collectively responsible for ensuring that SUEZ's Ethics Charter is enforced. As a first priority, the entire chain of command and all Employees must be familiar with the rules established in this document. In terms of conduct, they must lead by example.

When a line manager assigns a position of responsibility, they must ensure that the designated person has the requisite skills, authority and resources to enforce the Group's Ethics Charter.

## **A tailored Management Structure**

SUEZ's ethical commitment is driven by the Group's highest organizational level, namely the CEO and COMEX (Executive Committee) who decided to equip the Group with the right structure.

The Group's Board of Directors provides oversight on the ethics structure. The latter is assisted by a CSR Committee which was subsequently founded. More specifically, this Committee ensures that necessary procedures and ethical standards are set within the Group.

The Group General Counsel and Ethics and Compliance Director are tasked with incorporating ethics and compliance into SUEZ's vision, strategy, management and practices. Together, they draft foundational content, encouraging its use by operating business lines and functional departments across the Group's business activities.

To ensure that the compliance tools needed to manage the Group's ethical risks are distributed and utilized, the Group General Counsel and Ethics and Compliance Director coordinate a network of Ethics & Compliance Officers ("ECOs") who communicate their goals to different Group entities.

## A dissemination process

Managers and executives at SUEZ are responsible for distributing this document to Employees with the goal of enabling them to learn and apply the Group's Ethics Policy on a daily basis.

With this in mind, managers and executives must organize training sessions for Employees on a regular basis using the resources (e-learning included) supplied either locally or by the Group's headquarters. Managers and executives also offer assistance and guidance to Employees who ask questions and share concerns on matters of ethics and compliance.

Lastly, while managers and executives must verify their Employees' knowledge of what is mandatory from an ethical and regulatory perspective, more importantly, they must ensure that Employees' actions are consistent with their obligations. Where necessary, sanctions shall be applied in compliance with local laws and customs.

## Overview of... Management System

Although every SUEZ employee is expected to embody the Group's ethics principles, managers and executives are bound by specific obligations. Empowering ECOs within the network, setting an example whatever the circumstances, communicating, educating, training and monitoring.

SUEZ developed a dedicated structure to boost ethical practices and to ensure consistency between such practices and commitments.

# ETHICS & COMPLIANCE OFFICERS

Ethics & Compliance Officers (“ECOs”) are responsible for implementing the Ethics Charter across the scope of their entity. Acting as both a facilitator and leader, they help to curb risks related to ethics, anticorruption and compliance by promoting professional practices that align with the Group’s commitments.

In every entity of sufficient size and autonomy, the relevant manager appoints an ECO, subject to prior approval by the Group Ethics and Compliance Director. This ECO is tasked with enforcing the Group’s ethics and compliance principles, covering the entire scope of their respective entity.

On this basis, the ECO is primarily responsible for:

- communicating, and where appropriate, articulating the charters, codes and guidelines underpinning the Group’s ethics and compliance commitments to all Employees, working in tandem with the entity’s management team;
- devising and overseeing the preparation of additional documentation for ethics and compliance, which is specific to the entity’s location and business;
- ensuring that ethical principles are observed in the entity’s development strategies and activities;
- running awareness, training and advocacy sessions;
- setting up and spearheading a network of Ethics & Compliance Correspondants (“ECCs”) within the entity if this is required to guarantee adequate geographical proximity with all the entity’s Employees.

ECOs are tasked with:

- answering Employees' questions and giving advice on ethics and compliance matters;
- working in tandem with the relevant departments and with a sufficient degree of autonomy to address ethical alerts, with important issues escalated to the Group Ethics and Compliance Director in due course;
- steering the rollout of the Group's Ethics and Anticorruption Policy and producing reporting on the network's activities to its governing bodies;
- pinpointing the entity's ethical risks.

Vetted for their personal qualities of exactitude, honesty, discretion and objectivity, as well as their mediation and analytical skills, ECOs are members of their entity's management team and/or in a position to directly report to management.

## **ECO responsibilities**

ECOs are bound by the strictest confidentiality when it comes to information, they obtain in performing their role. As a result, ECOs may not disclose the name of an accused person in a report or who has made a report without their express agreement.

This confidentiality obligation is exercised in accordance with local laws and customs. Moreover, ECOs shall take all the necessary steps to prevent whistleblowers from being exposed to discriminatory or retaliatory measures.

## **A system for tracking progress in ethics and compliance**

ECOs offer our Group comprehensive insights into its ethics and compliance practices. As such, annual reporting measures key performance indicators for their activities. A summary for this reporting is presented to the Group's governing bodies on an annual basis.

### **Overview of...**

## **Ethics & Compliance Officers**

ECOs are involved in setting ethics and compliance rules and making sure that they are followed as a company. They assist and advise any employee seeking guidance on ethics and compliance matters and help to identify best practices through their involvement in the Group's network of ECOs.

They play their part in preventing ethics and compliance risks for the Group by producing their entity's compliance report and overseeing that ethical alerts are handled carefully, efficiently and with the utmost confidentiality.

## REPORTING, MONITORING AND AUDITING

To support the ethics structure rolled out in its entities, SUEZ implements procedures designed to guarantee that its related policy is enforced.

The Group conducts numerous reporting and auditing procedures. The latter include an annual compliance statement which addresses the rollout of the Ethics Policy throughout the Group's various entities.

ECOs are required to issue an annual report. This document outlines their particular entity's progress in terms of ethics structure, under the rules and procedures of SUEZ, in addition to any specific provisions adopted or initiatives led by said entity.

This report is submitted to the reporting entity, together with a letter of compliance from the entity's General Manager, which attests to their commitment in enforcing an ethical system within the organization they head up.

Documentation pertaining to ethics can be accessed via the Group's intranet, and where necessary, an email address can be used to seek advice and ask questions about ethical practices.



## Overview of... Reporting, monitoring and auditing

The Internal Control and Audit Departments work in synergy with the Ethics Division, fully aware of any information suggesting a potential breach of the rules. They also pay close attention to the existence of any potential pain points in how Group entities are organized.

These departments report their findings to their respective management teams. What's more, they notify ECOs; where appropriate, they review specific instances of enforcing the ethical system.

The Group has developed reporting, information and internal audit procedures – also forming part of the system which strives to uphold our ethical principles.



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